

DAVIS SUSAN F  
Form 4  
August 02, 2011

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DAVIS SUSAN F

2. Issuer Name and Ticker or Trading Symbol  
JOHNSON CONTROLS INC [JCI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
5757 N. GREEN BAY AVENUE, P.O. BOX 591

3. Date of Earliest Transaction (Month/Day/Year)  
07/29/2011

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

Executive Vice President

(Street)  
MILWAUKEE, WI 53201-0591

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock                    | 07/29/2011                           |  | S                              |   | 0.991   | D  | \$ 38.8   |
| Common Stock                    | 08/01/2011                           |  | F                              |   | 3,315   | D  | \$ 37.51  |
| Common Stock                    | 08/01/2011                           |  | M                              |   | 706.04  | A  | \$ 37.51  |
| Common Stock                    | 08/01/2011                           |  | D                              |   | 706.04  | D  | \$ 37.51  |
| Common Stock                    |                                      |  |                                |   |   | I  | 2,207.583 <sup>(3)</sup>                              |

By 401(k) Plan

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security<br>(Instr. 3)   | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 7. Title of Underlying Security<br>(Instr. 3) |       |
|---|--|---|---|-----------------------------------|--|---|---|-------|
|   |  |   |   | Code                              | V (A) (D)  | Date Exercisable  | Expiration Date                               | Title |
| Phantom Stock Units/Restricted Stock            | (4)  | 08/01/2011                              |   | M                                 | 706.04   | 11/01/2012 <sup>(5)</sup> 11/01/2014 <sup>(5)</sup>         | Comm Stock                                    |       |
| Phantom Stock Units/Retirement Restoration Plan | (4)  |   |   |                                   |  | <sup>(7)</sup> <sup>(7)</sup>                               | Comm Stock                                    |       |
| Employee Stock Option (Right to Buy)            | \$ 20.5633   |   |   |                                   |  | 11/17/2006 11/17/2014                                       | Comm Stock                                    |       |
| Employee Stock Option (Right to Buy)            | \$ 22.5617   |   |   |                                   |  | 11/16/2007 11/16/2015                                       | Comm Stock                                    |       |
| Employee Stock Option (Right to Buy)            | \$ 23.965  |   |   |                                   |  | 10/02/2008 10/02/2016                                       | Comm Stock                                    |       |
| Employee Stock Option (Right to Buy)            | \$ 40.21   |   |   |                                   |  | 10/01/2009 10/01/2017                                       | Comm Stock                                    |       |
| Employee Stock Option (Right to Buy)            | \$ 28.79   |   |   |                                   |  | 10/01/2010 <sup>(9)</sup> 10/01/2018                        | Comm Stock                                    |       |
| Employee Stock Option (Right to Buy)            | \$ 24.87   |   |   |                                   |  | 10/01/2011 <sup>(9)</sup> 10/01/2019                        | Comm Stock                                    |       |
| Employee Stock Option (Right to Buy)            | \$ 30.54   |   |   |                                   |  | 10/01/2012 <sup>(9)</sup> 10/01/2020                        | Comm Stock                                    |       |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| DAVIS SUSAN F<br>5757 N. GREEN BAY AVENUE<br>P.O. BOX 591<br>MILWAUKEE, WI 53201-0591 |               |           | Executive<br>Vice<br>President |       |

## Signatures

Angela M. Blair, Attorney-in-Fact for Susan F.  
Davis

08/02/2011

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Includes 7,500 shares of restricted stock that vest on August 1, 2011.

(2) Includes 2,252 shares of stock acquired through the reinvestment of dividends on July 5, 2011 at \$42.3054 per share.

(3) The number of underlying securities is based on the stock fund balance on July 29, 2011. The actual number of shares issuable upon the distribution date is not determinable since the stock fund is a unitized account consisting of 96% company stock and 4% money market fund. The stock account balance reflected in this report is based on an July 29, 2011, stock fund price of \$36.95 per share.

(4) Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock.

(5) Phantom stock units representing dividends which relate to vested deferred awards are payable in cash following the reporting person's retirement from the issuer and may be transferred into an alternative investment account. Vesting continues when the reporting person retires from the issuer.

(6) Includes 215.731 phantom stock units acquired through the reinvestment of dividends on July 5, 2011 at \$42.25 per phantom stock unit.

(7) The phantom stock units were accrued under the Johnson Controls Retirement Restoration Plan and are to be settled 100% in cash upon the reporting person's termination of employment with the company.

(8) Includes 3,715 phantom stock units acquired through the reinvestment of dividends on July 5, 2011 at \$42.25 per phantom stock unit.

(9) Fifty percent of the options become exercisable two years after the grant date; the remaining 50%, three years after grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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