

JOHNSON CONTROLS INC

Form 4

October 09, 2015

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2015
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Williams Jeffrey M

(Last) (First) (Middle)

5757 N GREEN BAY AVE

(Street)

MILWAUKEE, WI 53209

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

JOHNSON CONTROLS INC [JCI]

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

10/07/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

VP, Enterprise Ops & Enginrg

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

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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	10/07/2015		M	201.909	A \$ 43.86	62,233.418	D
Common Stock	10/07/2015		D	201.909	D \$ 43.86	62,031.509	D
Common Stock	10/07/2015		A	9,211	A \$ 0	71,242.509	D
Common Stock	10/07/2015		A	27,667	A \$ 0	98,909.509 (1)	D

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

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SEC 1474
(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 (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying (Instr. 3 and			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units - Restricted Stock Plan	(2)	10/07/2015		M			201.909	(3)	(3)	Common Stock
Employee Stock Option (Right to Buy)	\$ 43.86	10/07/2015		A		30,722		10/07/2017(5)	10/07/2025	Common Stock
Employee Stock Option (Right to Buy)	\$ 40.21							10/01/2009	10/01/2017	Common Stock
Employee Stock Option (Right to Buy)	\$ 28.79							10/01/2010	10/01/2018	Common Stock
Employee Stock Option (Right to Buy)	\$ 30.54							10/01/2012	10/01/2020	Common Stock
Employee Stock Option (Right to Buy)	\$ 28.54							10/07/2013	10/07/2021	Common Stock
Employee Stock	\$ 27.85							10/05/2014	10/05/2022	Common Stock

Option
(Right to
Buy)

Employee
Stock

Option \$ 48.37
(Right to
Buy)

11/19/2015⁽⁵⁾ 11/19/2023

Common
Stock

Employee
Stock

Option \$ 50.23
(Right to
Buy)

11/18/2016⁽⁵⁾ 11/18/2024

Common
Stock

Employee
Stock

Option \$ 46.31
(Right to
Buy)

01/05/2017⁽⁵⁾ 01/05/2025

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Williams Jeffrey M 5757 N GREEN BAY AVE MILWAUKEE, WI 53209			VP, Enterprise Ops & Enginrg	

Signatures

/s/ Angela M. Blair, Attorney-in-fact for Mr.
Williams

10/09/2015

__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) The balance includes 203.964 shares acquired via dividend reinvestment on January 5, April 2 and July 2, 2015 at prices ranging from \$46.31 to \$50.16 per share.
- (2) Each unit of phantom stock is the economic equivalent of one share of Johnson Controls common stock.
- (3) The phantom stock units accrue under the Johnson Controls Restricted Stock Plan. The balance includes dividend equivalent units that settle 100% in cash and relate to restricted stock awards.
- (4) The balance includes 821.26 phantom stock units acquired via dividend reinvestment on January 5, April 2, July 2 and October 2, 2015 at prices ranging from \$42.33 to \$50.16 per unit.
- (5) Fifty percent of the stock options vest after two years, and the remaining fifty percent vest after three years.

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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