

BARTH JOHN M
Form 4
December 16, 2005

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
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BARTH JOHN M

(Last) (First) (Middle)

5757 N. GREEN BAY
AVENUE, P.O. BOX 591

(Street)

MILWAUKEE, WI 53201

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

JOHNSON CONTROLS INC [JCI]

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

12/14/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chairman, CEO & President

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/14/2005		M		113,000	A	\$ 28.4219
Common Stock	12/14/2005		M		109,100	A	\$ 40.115
Common Stock	12/14/2005		S		222,100	D	\$ 73.2129
Common Stock	12/15/2005		M		90,900	A	\$ 40.115
Common Stock	12/15/2005		S		90,900	D	\$ 73.1539

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Common Stock	12/14/2005	M	37,000	A	\$ 28.4219	147,204	I	By Eileen Barth Trust
Common Stock	12/14/2005	F	21,869	D	\$ 73.265	125,335	I	By Eileen Barth Trust
Common Stock						126,220	I	By John Barth Trust
Common Stock						15,162.643 (1)	I	By 401(k) Plan

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 (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 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units/Restricted Stock Grant	(2)							(3)	(3)	Common Stock
Phantom Stock Units/LTPP	(2)							(4)	(4)	Common Stock
Phantom Stock Units/Excess Benefit Plan - Common	(2)							(5)	(5)	Common Stock
Stock Option	\$ 28.4219	12/14/2005		M		113,000		11/15/2002	11/15/2010	Common Stock
Stock Option	\$ 28.4219	12/14/2005		M		37,000		11/15/2002	11/15/2010	Common Stock
Stock Option	\$ 40.115	12/14/2005		M		109,100		11/14/2003	11/14/2011	Common Stock

Stock Option	\$ 40.115	12/15/2005	M	90,900	11/14/2003	11/14/2011	Common Stock
Stock Option	\$ 40.2975				11/20/2004	11/20/2012	Common Stock
Stock Option	\$ 52.55				11/19/2005 ⁽⁶⁾	11/19/2013	Common Stock
Stock Option	\$ 61.69				11/17/2006 ⁽⁶⁾	11/17/2014	Common Stock
Stock Option	\$ 67.685				11/16/2007 ⁽⁶⁾	11/16/2015	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARTH JOHN M 5757 N. GREEN BAY AVENUE P.O. BOX 591 MILWAUKEE, WI 53201	X		Chairman, CEO & President	

Signatures

Arlene D. Gumm, Attorney-in-fact for John M.
Barth

12/16/2005

__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).

- The number of underlying securities is based on the stock fund balance on 12/15/2005. The actual number of shares issuable upon the
- (1) 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 12/15/2005 stock fund price of \$73.38 per share.
 - (2) The phantom stock units convert to the common stock's cash value on a one-for-one basis.
 - (3) The phantom stock units were accrued under the Johnson Controls Deferred Restricted Stock Plan and are to be settled 100% in cash upon the reporting person's retirement.
 - (4) The phantom stock units were accrued under the Johnson Controls Long-Term Performance Plan and are to be settled 100% in cash upon the reporting person's retirement.
 - (5) The phantom stock units were accrued under the Johnson Controls Equalization 401 (k) Benefit Plan and are to be settled 100% in cash upon the reporting person's retirement.
 - (6) 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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