

VELANOVICH BOGOLJUB L

Form 4

December 09, 2002

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

OMB APPROVAL

☐ 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

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response. . .0.5

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

Filed By Romeo & Dye's Instant Form 4 Filer
www.section16.net

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol Johnson Controls, Inc. (JCI)				6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
Velanovich, Bogoljub L.			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)				<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)			
(Last) (First) (Middle)							4. Statement for Month/Day/Year 12/5/02		Vice President	
49200 Halyard Drive P.O. Box 8010							5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(Street)										
Plymouth, MI 48170										
(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 & 5)	5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock					10,649.97	D				
Common Stock					633	I	By 401(k) Plan Trust			
Preferred Stock Series D					729	I	By 401(k) Plan ESOP Trust			

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

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

**FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative	2. Conversion or	3. Trans-	3A. Deemed	4. Trans-	5. Number of	6. Date Exercisable and Expiration	7. Title and Amount of	8. Price of Derivative	9. Number of Derivative	10. Owner-	11. of
------------------------	------------------	-----------	------------	-----------	--------------	------------------------------------	------------------------	------------------------	-------------------------	------------	--------

Edgar Filing: VELANOVICH BOGOLJUB L - Form 4

Security (Instr. 3)	Exercise Price of Derivative Security	action Date (Month/ Day/ Year)	Execution Date, if any (Month/ Day/ Year)	action Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			Date (Month/Day/ Year)		Underlying Securities (Instr. 3 & 4)		Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr. 4)	Be Ov (In
					Code	V	(A)	(D)	Date Exer-cisable	Expira- tion Date	Title	Amount or Number of Shares			
Phantom Stock Units/Excess Benefit Plan-Common	1-for-1								(1)	(1)	Common Stock	761	761	D	
Phantom Stock Units/Excess Benefit Plan-Preferred	1-for-1								(1)	(1)	Preferred Stock Series D	165	165	D	
Stock Appreciation Rights/ Tandem Stock Option ⁽²⁾	\$57.7813								11/18/00	11/18/08	Common Stock	5,000	5,000	D	
Stock Option/Tandem SAR ⁽²⁾	\$57.7813								11/18/00	11/18/08	Common Stock	5,000	5,000	D	
Stock Option	\$57.7813								11/18/00	11/18/08	Common Stock	5,000	5,000	D	
Stock Option	\$58.4063								11/17/01	11/17/09	Common Stock	8,000	8,000	D	
Stock Option	\$56.8438								11/15/02 ⁽³⁾	11/15/10	Common Stock	8,000	8,000	D	
Stock Option	\$80.23								11/14/03 ⁽³⁾	11/14/11	Common Stock	8,000	8,000	D	
Stock Option	\$80.595								11/20/04 ⁽³⁾	11/20/12	Common Stock	8,000	8,000	D	
Phantom Stock Units/EICP	1-for-1	12/5/02		A	684.24				(4)	(4)	Common Stock	684.24	81.55	5,748.9	D
Phantom Stock Units/LTPP	1-for-1	12/5/02		A	698.96				(5)	(5)	Common Stock	698.96	81.55	1,026.98	D

Explanation of Responses:

(1) The phantom stock units were accrued under the Johnson Controls Excess Benefit Plan and are to be settled 100% in cash upon the reporting person's retirement.

(2) The stock appreciation right and the employee stock option were granted in tandem. Accordingly, the exercise of one results in the expiration of the other.

(3) The options become exercisable two years after the grant date in 50% increments. The first 50% becomes exercisable this date and the balance becomes exercisable the following year.

(4) The phantom stock units were accrued under the Johnson Controls Executive Incentive Compensations 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 Long-Term Performance Plan and are to be settled 100% in cash upon the reporting person's retirement.

Edgar Filing: VELANOVICH BOGOLJUB L - Form 4

By: /s/ Arlene D. Gumm

Attorney-In-Fact for Bogoljub L. Velanovich

12/6/2002

Date

**Signature of Reporting Person

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

Note: File three copies of this Form, one of which must be manually signed.

If space is insufficient, See Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.