

Bolzenius Beda
Form 4
November 03, 2011

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Bolzenius Beda

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
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/01/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

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 | 11/01/2011 | | M | 1,232.132 A \$ 31.17 | 136,604.528 (1) | D | |
| Common Stock | 11/01/2011 | | D | 1,232.132 D \$ 31.17 | 135,372.396 (1) | D | |
| Common Stock | 11/01/2011 | | F | 6,120 D \$ 31.17 | 129,252.4 (1) | D | |
| Common Stock | 11/02/2011 | | M | 401.946 A \$ 31.75 | 129,654.342 (2) | D | |
| Common Stock | 11/02/2011 | | D | 401.946 D \$ 31.75 | 129,252.4 (2) | D | |

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Common Stock 11/02/2011 F 4,590 D \$ 31.75 124,662.396 (2) D

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

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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 a Underlyi (Instr. 3) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|--------------------------------|------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Phantom Stock Units/Restricted Stock Grant | <u>(3)</u> | 11/01/2011 | | M | 1,232.132 | <u>(4)</u> | <u>(4)</u> | Comm Stock |
| Phantom Stock Units/Restricted Stock Grant | <u>(3)</u> | 11/02/2011 | | M | 401.946 | <u>(4)</u> | <u>(4)</u> | Comm Stock |
| Stock Appreciation Rights | \$ 20.5633 | | | | | 11/17/2006 | 11/17/2014 | Comm Stock |
| Stock Appreciation Rights | \$ 22.5617 | | | | | 11/16/2007 | 11/16/2015 | Comm Stock |
| Stock Appreciation Rights | \$ 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 | 10/01/2018 | Comm Stock |
| Employee Stock Option (Right to Buy) | \$ 24.87 | | | | | 10/01/2011 ⁽⁵⁾ | 10/01/2019 | Comm Stock |
| Employee Stock Option (Right to Buy) | \$ 30.54 | | | | | 10/01/2012 ⁽⁵⁾ | 10/01/2020 | Comm Stock |

Buy)

Employee Stock
 Option (Right to Buy) \$ 28.54

10/07/2013⁽⁵⁾ 10/07/2021

Comm
 Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bolzenius Beda 5757 N. GREEN BAY AVENUE P.O. BOX 591 MILWAUKEE, WI 53201-0591 | | | Vice President | |

Signatures

| | |
|---|---------------------|
| Angela M. Blair, Attorney-in-fact for Beda Bolzenius | 11/03/2011 |
| <small>**Signature of Reporting Person</small> | <small>Date</small> |

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 the following previously granted shares of restricted stock: 11,250 which vest on November 2, 2011, 12,000 which vest on November 1, 2012, 11,250 which vest on November 4, 2013, and 12,000 which vest on November 3, 2014. All vesting is subject to continuous employment with the issuer.
 - (2) Includes the following previously granted shares of restricted stock: 12,000 which vest on November 1, 2012, 11,250 which vest on November 4, 2013, and 12,000 which vest on November 3, 2014. All vesting is subject to continuous employment with the issuer.
 - (3) Each unit of phantom stock is the economic equivalent of one share of Johnson Controls common stock.

The restricted stock units accrue under the Johnson Controls Restricted Stock Plan. The balance includes units representing (a) dividends, which relate to unvested, non-deferred restricted stock awards, which will be settled 100% in cash upon vesting of the awards, and (b) unvested, non-deferred restricted stock awards and dividends which relate to the awards, both of which will be settled 100% in cash upon vesting.
 - (5) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.