Molinaroli Alex A Form 4 June 11, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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obligations may continue.

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

2. Issuer Name and Ticker or Trading

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Molinaroli Alex A

Symbol

(Zip)

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(City)

(Middle)

JOHNSON CONTROLS INC [JCI] 3. Date of Earliest Transaction

(Check all applicable)

5757 N. GREEN BAY AVENUE, P.O. BOX 591 (Month/Day/Year)

06/10/2009

Director 10% Owner X_ Officer (give title Other (specify

below)

below) Vice President

(Street)

(State)

(First)

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

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

MILWAUKEE, WI 53201

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Beneficially (D) or Indirect (I) Owned Following (Instr. 4)

Reported Transaction(s)

or (Instr. 3 and 4)

Code V Amount (D) Price

(A)

34,500 (1) D

43,485.239 (2) I

Common Stock

By 401(k) Plan Trust

Indirect

Beneficial

Ownership

(Instr. 4)

Common Stock

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

(Month/Day/Year)

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SEC 1474 (9-02)

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and 4	
				Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units /Retirement Restoration Plan	\$ 21.76	06/10/2009		I	5,628.9	905	(3)	(3)	Common Stock
Phantom Stock Units - Annual Incentive Plan	(5)						<u>(6)</u>	<u>(6)</u>	Common Stock
Phantom Stock Units - LTIP Plan	<u>(5)</u>						(8)	(8)	Common Stock
Phantom Stock Units - Restricted Stock Plan	<u>(10)</u>						(10)	<u>(10)</u>	Common Stock
Employee Stock Option (Right to Buy)	\$ 17.5167						11/19/2005	11/19/2013	Common Stock
Employee Stock Option (Right to Buy)	\$ 20.5633						11/17/2006(12)	11/17/2014	Common Stock
Employee Stock Option (Right to Buy)	\$ 22.5617						11/16/2007(12)	11/16/2015	Common Stock
Employee Stock Option (Right to	\$ 23.965						10/02/2008(12)	10/02/2016	Common Stock

Buy)

Employee

Stock

Option \$ 40.21 10/01/2009(12) 10/01/2017 Common Stock

(Right to Buy)

Employee

Stock

Option \$ 28.79

10/01/2010(12) 10/01/2018 Common Stock

(Right to Buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Molinaroli Alex A

5757 N. GREEN BAY AVENUE Vice
P.O. BOX 591 President

MILWAUKEE, WI 53201

Signatures

Angela M. Blair, Attorney-in-Fact for Alex A.

Molinaroli

06/11/2009

**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 shares for restricted stock grants: 9,750 which vest on 11/1/2009; 15,000 which vest on 1/3/2010; and 9,750 which vest on 11/1/2011.
- The number of underlying securities is based on the stock fund balance on June 10, 2009. 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 a June 10, 2009, stock fund price of \$21.76 per share, and includes a company match of 522.332 shares.
- (3) The phantom stock units were accrued under the Johnson Controls Retirement Restoration Plan, and are to be settled 100% in cash following the reporting person's termination of employment with the company.
- (4) Includes 13.004 phantom stock units acquired through the reinvestment of dividends on January 5 and April 2, 2009, at prices ranging from \$15.02 to \$19.04 per phantom stock unit.
- Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. Shares of phantom stock are payable in cash following the reporting person's termination of employment with the company and may be transferred by the reporting person into an alternative investment account at any time.
- (6) The phantom stock units were accrued under the Johnson Controls Annual Incentive Plan and are to be settled 100% in cash following the reporting person's termination of employment with the company.
- (7) Includes 189.678 phantom stock units acquired through the reinvestment of dividends on January 5 and April 2, 2009, at prices ranging from \$15.02 to \$19.04 per phantom stock unit.

(8)

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The phantom stock units were accrued under the Johnson Controls Long-Term Incentive Plan and are to be settled 100% in cash following the reporting person's termination of employment with the company.

- (9) Includes 61.514 phantom stock units acquired through the reinvestment of dividends on January 5 and April 2, 2009, at prices ranging from \$15.02 to \$19.04 per phantom stock unit.
- Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. The restricted stock units were accrued under the Johnson Controls Restricted Stock Plan. The units represent the reinvestment of dividends and are to be settled 100% in cash upon the vesting of the reporting person's Restricted Stock.
- (11) Includes 716.899 phantom stock units acquired through the reinvestment of dividends on January 5 and April 2, 2009, at prices ranging from \$15.02 to \$19.04 per phantom stock unit.
- (12) Fifty percent of the options vest after two years and the remaining 50% vests 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. 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.