Stief Brian J Form 4 October 11, 2011

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549 Number:

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person * Stief Brian J

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

JOHNSON CONTROLS INC [JCI]

5. Relationship of Reporting Person(s) to

OMB APPROVAL

Expires:

response...

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Issuer

(Last)

(City)

(Instr. 3)

(First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner

5757 N. GREEN BAY

(Month/Day/Year) 10/07/2011

X_ Officer (give title Other (specify below) Vice Pres. & Corp. Controller

(Check all applicable)

AVENUE, P.O. BOX 591

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

MILWAUKEE, WI 53201

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

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 Indirect Beneficially (D) or Beneficial Indirect (I) Ownership Owned Following (Instr. 4) (Instr. 4) Reported

D

(A) or

Transaction(s) (Instr. 3 and 4)

(Month/Day/Year)

(Zip)

Code V Amount (D) Price

Common Stock

 $7,500^{(1)}$

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

Edgar Filing: Stief Brian J - Form 4

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. Transactic Code (Instr. 8)	5. Number of or 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 A Underlying S (Instr. 3 and
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (Right to Buy)	\$ 28.54	10/07/2011		A	34,500	10/07/2013(2)	10/07/2021	Common Stock
Phantom Stock Units/Restricted Stock Grants	\$ 0 (3)	10/07/2011		A	6,000	10/07/2013 <u>(4)</u>	10/07/2015	Common Stock
Employee Stock Option (Right to Buy)	\$ 30.54					10/01/2012 <u>(2)</u>	10/01/2020	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	

Stief Brian J 5757 N. GREEN BAY AVENUE P.O. BOX 591 MILWAUKEE, WI 53201

Vice Pres. & Corp. Controller

Signatures

Angela M. Blair, Attorney-in-Fact for Brian J.

Stief 10/11/2011

**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 the following shares of previously granted restricted stock: 3,750 which vest on November 1, 2012, and 3,750 which vest on November 1, 2014. All vesting is subject to continuous employment with the issuer.
- (2) Fifty percent of the options vest after two years and the remaining 50% vests after three years.
- (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 a grant of 6,000 deferred (4) restricted stock units which vest as follows: 3,000 on October 7, 2013 and 3,000 on October 7, 2015. The units and dividends which relate to the units and accrue during the vesting period will be settled 100% in cash upon retirement.
- (5) The phantom stock units representing (a) dividends which relate to unvested, non-deferred restricted stock awards, which will be settled 100% in cash upon vesting of the award and (b) dividends which relate to unvested, deferred restricted stock awards, which will be settled

Reporting Owners 2

Edgar Filing: Stief Brian J - Form 4

100% in cash upon retirement.

(6) Includes 1,198.483 phantom stock units acquired through the reinvestment of dividends on January 4, April 5, July 5 and October 4, 2011 at prices ranging from \$27.56 to \$42.25 per phantom stock unit.

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.