

JOHNSON CONTROLS INC
Form 3
February 06, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Cadwallader Brian J | | (Month/Day/Year) | JOHNSON CONTROLS INC [JCI] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 5757 N GREEN BAY AVE | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP and Assistant Secretary | |
| MILWAUKEE,Â WIÂ 53209 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 10,768.76 | D | Â |
| Common Stock | 3,614.844 ⁽¹⁾ | I | By 401(k) Plan Trustee |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Phantom Stock Units - Restricted Stock Plan | Â (2) | Â (2) | Common Stock | 4,729.591 | \$ (3) | D | Â |
| Phantom Stock Units - Annual Incentive Plan | Â (4) | Â (4) | Common Stock | 947.332 | \$ (3) | D | Â |
| Employee Stock Option (Right to Buy) | 10/01/2012 | 10/01/2020 | Common Stock | 12,000 | \$ 30.54 | D | Â |
| Employee Stock Option (Right to Buy) | 10/07/2013 | 10/07/2021 | Common Stock | 12,500 | \$ 28.54 | D | Â |
| Employee Stock Option (Right to Buy) | 10/05/2014(5) | 10/05/2022 | Common Stock | 16,100 | \$ 27.85 | D | Â |
| Employee Stock Option (Right to Buy) | 11/19/2015(5) | 11/19/2023 | Common Stock | 14,455 | \$ 48.37 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cadwallader Brian J 5757 N GREEN BAY AVE MILWAUKEE, WI 53209 | Â | Â | Â VP and Assistant Secretary | Â |

Signatures

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

02/06/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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 February 4, 2014. The actual number of shares issuable upon

(1) 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 February 4, 2014, stock fund price of \$44.75 per share.

(2) The phantom stock units accrue under the Johnson Controls Restricted Stock Plan. The balance includes phantom stock and dividend equivalent units that settle 100% in cash and relate to restricted stock awards.

(3) Each unit of phantom stock is the economic equivalent of one share of Johnson Controls common stock.

The phantom stock units were accrued under the Johnson Controls Annual Incentive Plan and are to be settled 100% in cash upon the

(4) reporting person's termination of employment with or retirement from the company. The units may be transferred into an alternative investment account at any time.

(5) Fifty percent of the options become exercisable two years after the grant date; the remaining 50%, three years after the 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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