

JOHNSON CONTROLS INC
Form 4/A
May 01, 2008

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

OMB APPROVAL

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

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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 *
BARTH JOHN M

(Last) (First) (Middle)

5757 N. GREEN BAY AVENUE, P.O. BOX 591

(Street)

MILWAUKEE, WI 53201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

JOHNSON CONTROLS INC [JCI]

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

04/29/2008

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

04/30/2008

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

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

| 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | | | | | 753,288 ⁽¹⁾ | I | By Barth Family Community Property Trust |

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

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SEC 1474 (9-02)

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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 Underlying (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--------------------------------|
| Phantom Stock Units/Restricted Stock Grant | (2) | 04/29/2008 | | I | 251,733.74 | (3) (3) | Common Stock |
| Stock Option | \$ 13.4325 | | | | | 11/20/2004 11/20/2012 | Common Stock |
| Stock Option | \$ 17.5167 | | | | | 11/19/2005 11/19/2013 | Common Stock |
| Stock Option | \$ 20.5633 | | | | | 11/17/2006 11/17/2014 | Common Stock |
| Stock Option | \$ 22.5617 | | | | | 11/16/2007(5) 11/16/2015 | Common Stock |
| Stock Option | \$ 23.965 | | | | | 10/02/2008(5) 10/02/2016 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BARTH JOHN M 5757 N. GREEN BAY AVENUE P.O. BOX 591 MILWAUKEE, WI 53201 | | | X | |

Signatures

Arlene D. Gumm, Attorney-in-fact for John M. Barth
 Date: 05/01/2008

**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).
- Filing amended to include the correct the number of securities beneficially owned. Reporting person owned 753,288 shares as of January (1) 23, 2008 (filed on a Form 4 on January 24, 2008). The number originally reported on the April 30, 2008, filing and a February 12, 2008, filing inadvertently reported the pre-January 2008 holdings of 750,987. All other information is correct as filed on the original document.

(2)

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Each unit of phantom stock is the economic equivalent of one share of Johnson Controls common stock. Units of vested 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. Vesting continues in retirement.

- (3) The phantom stock units were accrued under the Johnson Controls Restricted Stock Deferral Plan and are to be settled 100% in cash upon the reporting person's termination of employment with the company.
- (4) Includes 1382.641 phantom stock units acquired through reinvestment of dividends on April 2, 2008, at a price of of \$35.18 per share.
- (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.