

Harvey Charles A  
 Form 4  
 September 24, 2009

**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

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 \*  
 Harvey Charles A

(Last) (First) (Middle)  
 5757 N. GREEN BAY AVENUE, P.O. BOX 591  
 (Street)

MILWAUKEE, WI 53201-0591

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 JOHNSON CONTROLS INC [JCI]

3. Date of Earliest Transaction (Month/Day/Year)  
 09/22/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Vice President

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 09/01/2009                           |  | C                              |   | 4,469   | A  | <u>(1)</u>                        |
| Common Stock                    |                                      |  |                                |   | 36,836.526  | <u>(2)</u>   | D                                 |
|                                 |                                      |  |                                |   | 7,339.295   | <u>(3)</u>   | I                                 |
|                                 |                                      |  |                                |   |   |  | By 401(k) Plan Trust              |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

Edgar Filing: Harvey Charles A - Form 4

**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 and Amount of Underlying Security (Instr. 3 and 4) |              |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
|   |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        |
| 6.50% Convertible Senior Notes              | (1)  | 09/22/2009                           |  | C                              | \$ 50,000   | 03/16/2009   | 09/30/2012  | Common Stock |
| Phantom Stock Units/Annual Incentive Plan   | (4)  |                                      |  |                                |   | (5)  | (5)   | Common Stock |
| Phantom Stock Units - Restricted Stock Plan | (6)  |                                      |  |                                |   | (6)  | (6)   | 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   | 11/17/2014  | Common Stock |
| Employee Stock Option (Right to Buy)        | \$ 22.5617   |                                      |  |                                |   | 11/16/2007(7)  | 11/16/2015  | Common Stock |
| Employee Stock Option (Right to Buy)        | \$ 23.965  |                                      |  |                                |   | 10/02/2008(7)  | 10/02/2016  | Common Stock |
| Employee Stock Option (Right to Buy)        | \$ 40.21   |                                      |  |                                |   | 10/01/2009(7)  | 10/01/2017  | Common Stock |
| Employee Stock Option                       | \$ 28.79   |                                      |  |                                |   | 10/01/2010(7)  | 10/01/2018  | Common Stock |

(Right to Buy)

Corporate Units (8) (9) (10)

03/31/2012 03/31/2012 Common Stock

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                |       |
|--|---------------|-----------|----------------|-------|
|  | Director      | 10% Owner | Officer        | Other |
| Harvey Charles A<br>5757 N. GREEN BAY AVENUE<br>P.O. BOX 591<br>MILWAUKEE, WI 53201-0591 |               |           | Vice President |       |

## Signatures

|   |            |
|---|------------|
| Angela M. Blair, Attorney-in-Fact for Charles A. Harvey | 09/24/2009 |
|---|------------|

\*\*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) The conversion rate for the 6.5% Convertible Senior Notes is 89.3855 shares per \$1,000 principal amount of notes (equal to a conversion price of approximately \$11.19 per share of common stock), pursuant to the terms of the notes.
- (2) Includes shares of restricted stock grants: 4,500 which vest on November 1, 2009; 7,500 shares which vest on January 3, 2010; and 4,500 shares which vest on November 1, 2011.
- (3) The number of underlying securities is based on the stock fund balance on August 31, 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 an August 31, 2009, stock fund price of \$24.77 per share.
- (4) 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.
- (5) The phantom stock units were accrued under the Johnson Controls Annual Incentive Plan and are to be settled 100% in cash upon 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) 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 Grant.
- (7) Fifty percent of the options become exercisable two years after the grant date; the remaining 50%, three years after grant date.
- (8) Each Corporate Unit consists of a purchase contract and a 5% undivided beneficial ownership interest in a \$1,000 principal amount of the issuer's 11.50% Subordinated Notes Due 2042.
- (9) The purchase contract obligates the reporting person to purchase, and obligates the issuer to sell, on March 31, 2012, for \$50 in cash, a number of newly issued shares of common stock equal to the "settlement rate." The settlement rate is calculated as follows: (a) if the applicable market value of the common stock is equal to or greater than \$10.29 (the "threshold appreciation price"), the settlement rate will be 4.8579 shares of common stock; (b) if the applicable market value of the common stock is less than the threshold appreciation price but greater than \$8.95 (the "reference price"), the settlement rate will be a number of shares of common stock equal to \$50 divided by the applicable market value; and (c) if the applicable market value of our common stock is less than or equal to the reference price, the settlement rate will be 5.5866 shares of common stock.

## Edgar Filing: Harvey Charles A - Form 4

- (10) The "applicable market value" of the common stock means the average of the closing price per share of the common stock on each of the 20 consecutive trading days ending on the third trading day immediately preceding the purchase contract settlement date. Under certain circumstances, the reporting person may have the right to settle the purchase contract in cash prior to the purchase contract settlement 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.