

Kessler Brian J
Form 3
January 24, 2013

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 *

^ Kessler Brian J

(Last) (First) (Middle)

5757 N. GREEN BAY AVENUE

(Street)

MILWAUKEE, ^ WI ^ 53209

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/23/2013

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

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
VP & Pres., Power Solutions

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 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

32,334.068

D

^

Common Stock

10,681.797 ⁽¹⁾

I

By 401(k) Plan Trust

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

SEC 1473 (7-02)

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

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 Grants	Â (2)	Â (2)	Common Stock	486.57	\$ (3)	D	Â
Employee Stock Option (Right to Buy)	11/16/2007	11/16/2015	Common Stock	150,000	\$ 22.5617	D	Â
Employee Stock Option (Right to Buy)	10/02/2008	10/02/2016	Common Stock	60,000	\$ 23.965	D	Â
Employee Stock Option (Right to Buy)	10/01/2009	10/01/2017	Common Stock	30,000	\$ 40.21	D	Â
Employee Stock Option (Right to Buy)	10/01/2010	10/01/2018	Common Stock	40,000	\$ 28.79	D	Â
Employee Stock Option (Right to Buy)	10/01/2011	10/01/2019	Common Stock	40,000	\$ 24.87	D	Â
Employee Stock Option (Right to Buy)	10/01/2012(4)	10/01/2020	Common Stock	35,000	\$ 30.54	D	Â
Employee Stock Option (Right to Buy)	10/07/2013(4)	10/07/2021	Common Stock	28,500	\$ 28.54	D	Â
Employee Stock Option (Right to Buy)	10/05/2014(4)	10/05/2022	Common Stock	36,700	\$ 27.85	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kessler Brian J 5757 N. GREEN BAY AVENUE MILWAUKEE, WI 53209	Â	Â	Â VP & Pres., Power Solutions	Â

Signatures

Angela M. Blair, Attorney-in-fact for Brian J. Kessler

01/24/2013

__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 January 23, 2013. 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 January 23, 2013 stock fund price of \$30.73 per share.

(2) The restricted 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.

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- (3) Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock.
- (4) 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.

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