Molinaroli Alex A Form 4 October 10, 2012

## FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or Form 5 obligations

may continue. See Instruction

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(b).

(Last)

1. Name and Address of Reporting Person \* Molinaroli Alex A

> (First) (Middle)

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

MILWAUKEE, WI 53201

(Street)

2. Issuer Name and Ticker or Trading Symbol

JOHNSON CONTROLS INC [JCI]

3. Date of Earliest Transaction

(Month/Day/Year) 10/05/2012

4. If Amendment, Date Original

Filed(Month/Day/Year)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Vice President

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

(City) (State) (Zip) 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 (Instr. 3) (Month/Day/Year)

Code (Instr. 8)

3.

TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

Code V Amount (D)

4. Securities

(A)

or

Price

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

Transaction(s)

(Instr. 3 and 4)

Common 23,942 D Stock

Common By 401(k) 47,186.888 (1) I Stock 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 SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

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# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	2 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Date (Month/Day/Year		7. Title and Am Underlying Sec (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N
Employee Stock Option (Right to Buy)	\$ 27.85	10/05/2012		A	72,900	10/05/2014(2)	10/05/2022	Common Stock
Phantom Stock Units - Restricted Stock Plan	\$ 0 (3)	10/05/2012		A	24,300	10/05/2014(4)	10/05/2016 <u>(4)</u>	Common Stock
Phantom Stock Units								Common
Retirement Restoration Plan	(3)					<u>(6)</u>	<u>(6)</u>	Common Stock
Phantom Stock Units - Annual Incentive Plan	(3)					(8)	(8)	Common Stock
Phantom Stock Units								
Long-Term Incentive Plan	(3)					(10)	(10)	Common Stock
Employee Stock Option (Right to Buy)	\$ 23.965					10/02/2008	10/02/2016	Common Stock
Employee Stock Option (Right to	\$ 40.21					10/01/2009	10/01/2017	Common Stock

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Buy)				
Employee Stock Option (Right to Buy)	\$ 28.79	10/01/2010	10/01/2018	Common Stock
Employee Stock Option (Right to Buy)	\$ 24.87	10/01/2011	10/01/2019	Common Stock
Employee Stock Option (Right to Buy)	\$ 30.54	10/01/2012 <u>(2)</u>	10/01/2020	Common Stock
Employee Stock Option (Right to Buy)	\$ 28.54	10/07/2013(2)	10/07/2021	Common Stock

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Molinaroli Alex A					
5757 N. GREEN BAY AVENUE			Vice		
P.O. BOX 591			President		
MILWAUKEE, WI 53201					

# **Signatures**

Angela M. Blair, Attorney-in-Fact for Alex A.

Molinaroli

\*\*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).
- The number of underlying securities is based on the stock fund balance on October 2, 2012. 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 October 2, 2012, stock fund price of \$27.55 per share. Includes a company match of 426.829 shares on February 16, 2012 at a price of \$34.44 per share.
- (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.

**(4)** 

Reporting Owners 3

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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.

- (5) The balance includes 1,689.561 phantom stock units acquired through the reinvestment of dividends on January 3, April 3, July 3 and October 2, 2012 at prices ranging from \$27.55 to \$32.60 per phantom stock unit.
- (6) The phantom stock units were accrued under the Johnson Controls Retirement Restoration Plan, and are to be settled 100% in cash following the reporting person's termination of employment with the company.
- (7) The balance includes 353.6 phantom stock units acquired through the reinvestment of dividends on January 3, April 3, July 3 and October 2, 2012 at prices ranging from \$27.55 to \$32.60 per phantom stock unit.
- (8) The phantom stock units were accrued under the Johnson Controls Annual Incentive Plan and are to be settled 100% in cash following the reporting person's termination of employment with the company.
- (9) The balance includes 728.319 phantom stock units acquired through the reinvestment of dividends on January 3, April 3, July 3 and October 2, 2012 at prices ranging from \$27.55 to \$32.60 per phantom stock unit.
- (10) The phantom stock units were accrued under the Johnson Controls Long-Term Incentive Plan and are to be settled 100% in cash following the reporting person's termination of employment with the company.
- (11) The balance includes 267.424 phantom stock units acquired through the reinvestment of dividends on January 3, April 3, July 3 and October 2, 2012 at prices ranging from \$27.55 to \$32.60 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.