

JOHNSON CONTROLS INC
Form 4
October 08, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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 *
Davis Simon

(Last) (First) (Middle)
5757 N. GREEN BAY AVE.
(Street)

MILWAUKEE, WI 53209

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/07/2015

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)
VP, Chief Human Resources Ofcr

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)
Common Stock	10/07/2015		M	V	Amount (A) or (D) Price \$ 19,452.322 43.86 ⁽¹⁾	D	
Common Stock	10/07/2015		D		\$ 19,335.663 43.86	D	
Common Stock	10/07/2015		A		\$ 0 23,074.663	D	
Common Stock	10/07/2015		A		\$ 0 34,291.663	D	
Common Stock					213.41 ⁽²⁾	I	By 401(k) Plan Trust

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

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SEC 1474
(9-02)

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 Underlying Security (Instr. 3 and 4)
				Code	(A)	(D)	
Phantom Stock Units - Restricted Stock Plan	(3)	10/07/2015		M	116.659	(4) (4)	Common Stock
Phantom Stock Units - Restricted Stock Plan	(3)	10/07/2015		A	3,739	(4) (4)	Common Stock
Phantom Stock Units - Restricted Stock Plan	(3)	10/07/2015		A	11,218	(4) (4)	Common Stock
Employee Stock Option (Right to Buy)	\$ 43.86	10/07/2015		A	24,942	10/07/2017(6) 10/07/2025	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 10/01/2020	Common Stock
	\$ 28.54					10/07/2013 10/07/2021	

Employee Stock Option (Right to Buy)					Common Stock
Employee Stock Option (Right to Buy)	\$ 27.85		10/05/2014	10/05/2022	Common Stock
Employee Stock Option (Right to Buy)	\$ 48.37		11/19/2015 ⁽⁶⁾	11/19/2023	Common Stock
Employee Stock Option (Right to Buy)	\$ 50.23		11/18/2016 ⁽⁶⁾	11/18/2024	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Davis Simon 5757 N. GREEN BAY AVE. MILWAUKEE, WI 53209			VP, Chief Human Resources Ofcr	

Signatures

/s/ Angela Blair, attorney-in-fact for Simon
Davis

10/08/2015

**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 balance includes 47.473 shares acquired via dividend reinvestment on July 2, 2015 at \$49.44 per share.

The number of underlying securities is based on the stock fund balance on September 30, 2015. 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 a September 30, 2015 stock fund price of \$41.36 per share.

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

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

(5) The balance includes 64.789 phantom stock units acquired via dividend reinvestment on January 5, April 2, and July 2, 2015, at prices ranging from \$46.31 to \$50.16 per unit.

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(6) 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.

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