JOHNSON CONTROLS INC

Form 4

November 17, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

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Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Washington, D.C. 20549

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and KENNED	Address of Repo Y JOHN P	rting Person *	Symbol	and Ticker or Trading ONTROLS INC [JCI]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction		(Check all applicable)			
5757 N. GREEN BAY AVENUE, P.O. BOX 591			(Month/Day/Year 11/16/2006	· · · · · · · · · · · · · · · · · · ·	Director 10% Owner _X_ Officer (give title Other (specify below) Executive Vice President			
	(Street)		4. If Amendment	, Date Original	6. Individual or Joint/Group Filing(Check			
MILWAU	KEE, WI 5320	01-0591	Filed(Month/Day/	(ear)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - No	n-Derivative Securities Acq	uired, Disposed of	, or Benefici	ally Owned	
1.Title of	2. Transaction	Date 2A. Dee	med 3.	4. Securities Acquired	5. Amount of	6.	7. Natui	

(City)	(State)	Tabl	e I - Non-D	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	y 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. Securitin(A) or Dis (Instr. 3, 4	sposed	of (D)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/16/2006		$M_{\underline{(3)}}$		A	\$ 0	40,000 (1)	D	
Common Stock	11/16/2006		D	25,000	D	\$ 85.39	15,000 (1)	D	
Common Stock							9,368.059 (2)	I	By 401(k) Plan Trust

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

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number.

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. Transactio Code (Instr. 8)	Secu Acqu or D (D)	urities uired (A) isposed of r. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securiti (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Share
Phanton Stock Units/ Restricted Stock Grant	<u>(4)</u>	11/16/2006		M(3)		25,000	<u>(4)</u>	<u>(4)</u>	Common Stock	25,0
Stock Option	\$ 52.55						11/19/2005	11/19/2013	Common Stock	80,0
Stock Option	\$ 61.69						11/17/2006(5)	11/17/2014	Common Stock	100,
Stock Option	\$ 67.685						11/16/2007(5)	11/16/2015	Common Stock	100,

Reporting Owners

Reporting Owner Name / Address	Relationships							
topyzong o mor rame, ramio	Director	10% Owner	Officer	Other				
KENNEDY JOHN P 5757 N. GREEN BAY AVENUE P.O. BOX 591 MILWAUKEE, WI 53201-0591			Executive Vice President					
Signatures								
Arlene D. Gumm Attorney-In-Fact for Kennedy	John P.		11/17/2006					

Explanation of Responses:

**Signature of Reporting Person

- * 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) Of the total, 15,000 shares represent an award of a restricted stock grant. Fifty percent vests on 1/2/2008 and the remaining 50% on 1/2/2010.

Reporting Owners 2

Date

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- The number of underlying securities is based on the stock fund balance on November 16, 2006. The actual number of shares issuable (2) 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 November 16, 2006, stock fund price of \$85.39 per share.
- (3) Vested stock released from plan.
- Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. The restricted stock units were (4) accrued under the Johnson Controls Restricted Stock Plan. The units are to be settled 100% in cash upon the vesting of the reporting
- person's Restricted Stock.
- Fifty percent of the options become exercisable two years after the grant date; the remaining 50%, three years after grant date, with the (5) exception of retirement, when unvested options become 100% vested.

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.