

STARK BRIAN J
Form 4
November 16, 2004

FORM 4

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

OMB APPROVAL

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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 *
STARK BRIAN J

(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)

11/15/2004

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)
				(A) or (D)	Price		
Common Stock	11/15/2004		M	A	\$ 40.115	D	
Common Stock	11/15/2004		S	D	\$ 61	D	
Common Stock	11/15/2004		S	D	\$ 61.01	D	
Common Stock	11/15/2004		S	D	\$ 61.05	D	
Common Stock	11/15/2004		S	D	\$ 61.07	D	

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Common Stock	11/15/2004	S	4,100	D	\$ 61.08	62,952	D
Common Stock	11/15/2004	S	700	D	\$ 61.09	62,252	D
Common Stock	11/15/2004	S	2,200	D	\$ 61.1	60,052	D
Common Stock	11/15/2004	S	4,900	D	\$ 61.11	55,152	D
Common Stock	11/15/2004	S	2,200	D	\$ 61.12	52,952	D
Common Stock	11/15/2004	S	1,800	D	\$ 61.135	51,152	D
Common Stock	11/15/2004	S	4,100	D	\$ 61.15	47,052	D
Common Stock	11/15/2004	S	2,800	D	\$ 61.16	44,252	D
Common Stock	11/15/2004	S	2,300	D	\$ 61.17	41,952	D
Common Stock	11/15/2004	S	2,000	D	\$ 61.18	39,952	D
Common Stock	11/15/2004	S	1,800	D	\$ 61.19	38,152	D
Common Stock	11/15/2004	S	3,400	D	\$ 61.2	34,752	D
Common Stock	11/15/2004	S	4,000	D	\$ 61.215	30,752	D
Common Stock	11/15/2004	S	1,200	D	\$ 61.23	29,552	D
Common Stock	11/15/2004	S	1,900	D	\$ 61.24	27,652	D
Common Stock	11/15/2004	S	300	D	\$ 61.33	27,352	D
Common Stock	11/15/2004	S	400	D	\$ 61.34	26,952	D
Common Stock						29,192.94 ⁽¹⁾	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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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 11/15/2004. 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 11/15/2004 stock fund price of \$61.26 per share.
- (1) The phantom stock units convert to the common stock's cash value on a one-for-one basis.
 - (2) The phantom stock units were accrued under the Johnson Controls Restricted Stock Deferral Plan and are to be settled 100% in cash upon the vesting of the reporting person's restricted stock to which they relate.
 - (3) Includes 236.616 phantom stock units acquired through reinvestment of dividends on June 30 and September 30, 2004 at prices of \$53.38 and \$56.81 per phantom unit.
 - (4) The phantom stock units were accrued under the Johnson Controls Equalization 401(k) Benefit plan and are to be settled 100% in cash upon the reporting person's retirement.
 - (5) Includes 48.085 phantom stock units acquired through reinvestment of dividends on June 30 and September 30, 2004 at prices of \$53.38 and \$56.81 per phantom unit.
 - (6) Fifty per cent of the option vests after two years and the balance, 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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