

Molinaroli Alex A
 Form 4
 September 12, 2011

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 *
 Molinaroli Alex A

(Last) (First) (Middle)
 5757 N. GREEN BAY AVENUE, P.O. BOX 591
 (Street)

MILWAUKEE, WI 53201

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 09/12/2011

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)
			Code	V	Amount	(A) or (D)	Price
							\$
Common Stock	09/12/2011		S		5,048	D	28.4 <u>(1)</u>
Common Stock						I	45,315.863 <u>(3)</u>
							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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SEC 1474 (9-02)

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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 Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
									Number of Shares
Phantom Stock Units - Retirement Restoration Plan	(4)					(5)	(5)	Common Stock	14,400
Phantom Stock Units - Annual Incentive Plan	(4)					(7)	(7)	Common Stock	22,000
Phantom Stock Units - Long-Term Incentive Plan	(4)					(9)	(9)	Common Stock	8,800
Phantom Stock Units - Restricted Stock Plan	(4)					11/01/2012 ⁽¹¹⁾	11/01/2014 ⁽¹¹⁾	Common Stock	36,000
Employee Stock Option (Right to Buy)	\$ 23.965					10/02/2008	10/02/2016	Common Stock	9,000
Employee Stock Option (Right to Buy)	\$ 40.21					10/01/2009	10/01/2017	Common Stock	9,000
Employee Stock Option (Right to Buy)	\$ 28.79					10/01/2010 ⁽¹⁴⁾	10/01/2018	Common Stock	14,000

Stock Option (Right to Buy)					Stock
Employee Stock Option (Right to Buy)	\$ 24.87	10/01/2011 ⁽¹⁴⁾	10/01/2019	Common Stock	15
Employee Stock Option (Right to Buy)	\$ 30.54	10/01/2012 ⁽¹⁴⁾	10/01/2020	Common Stock	13

Reporting Owners

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

Signatures

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

09/12/2011

**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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions in prices ranging from \$28.33 to \$28.46, inclusive. The reporting person undertakes to provide to Johnson Controls, any security holder of Johnson Controls, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (1) to this Form 4.
 - (2) Includes the following shares of previously granted restricted stock which vest as follows: 9,750 on 11/1/2011, 11,250 on 11/2/2011 and 11,250 on 11/2/2013. The vesting of all shares of restricted stock is subject to continuous employment with the issuer.
 - (3) The number of underlying securities is based on the stock fund balance on September 9, 2011. 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 9, 2011, stock fund price of \$28.90 per share, and includes a company match of 262.063 shares on February 17, 2011 at \$42.07 per share.
 - (4) Each unit of phantom stock is the economic equivalent of one share of Johnson Controls common stock.
 - (5) 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.
 - (6) Includes 167.030 phantom stock units acquired through the reinvestment of dividends on January 4, April 5 and July 5, 2011, at prices ranging from \$39.68 to \$42.25 per phantom stock unit.

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- (7) 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.
- (8) Includes 230.732 phantom stock units acquired through the reinvestment of dividends on January 4, April 5 and July 5, 2011, at prices ranging from \$39.68 to \$42.25 per phantom stock unit.
- (9) 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.
- (10) Includes 94.197 phantom stock units acquired through the reinvestment of dividends on January 4, April 5 and July 5, 2011, at prices ranging from \$39.68 to \$42.25 per phantom stock unit.
- (11) The restricted stock units were awarded under the Johnson Controls Executive Deferred Compensation Plan, and are to be settled 100% in cash upon the reporting person's termination from the issuer, subject to vesting provisions.

The phantom stock units representing dividends which relate to restricted stock awards that were not deferred will vest when the non-deferred restricted shares vest and will be paid in cash to the reporting person. Phantom stock units representing dividends which relate to vested deferred awards are payable in cash following the reporting person's termination from the issuer and may be transferred into an alternative investment account. Vesting continues when the reporting person retires from the issuer.
- (12) Includes 800.43 phantom stock units acquired through the reinvestment of dividends on January 4, April 5 and July 5, 2011, at prices ranging from \$39.68 to \$42.25 per phantom stock unit.
- (13) Includes 800.43 phantom stock units acquired through the reinvestment of dividends on January 4, April 5 and July 5, 2011, at prices ranging from \$39.68 to \$42.25 per phantom stock unit.
- (14) 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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