

JOHNSON CONTROLS INC
Form 4
October 08, 2015

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
McDonald R Bruce

(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)

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)
Exec VP & Vice Chairman

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/07/2015		M		6,129.77	A	\$ 43.86
Common Stock	10/07/2015		D		6,129.77	D	\$ 43.86
Common Stock					17,593.07 ⁽¹⁾	I	

By 401(k) Plan Trustee

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 Underlying (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units - Restricted Stock Plan	\$ 0 ⁽²⁾	10/07/2015		M	6,129.77	<u>(3)</u>	<u>(3)</u>	Common Stock
Phantom Stock Units - Restricted Stock Plan	\$ 0 ⁽²⁾	10/07/2015		A	31,349	<u>(3)</u>	<u>(3)</u>	Common Stock
Phantom Stock Units - Restricted Stock Plan	\$ 0 ⁽²⁾	10/07/2015		A	94,049	<u>(3)</u>	<u>(3)</u>	Common Stock
Employee Stock Option (Right to Buy)	\$ 43.86	10/07/2015		A	104,562	10/07/2017 ⁽⁵⁾	10/07/2025	Common Stock
Employee Stock Option (Right to Buy)	\$ 40.21					10/01/2009	10/01/2017	Common Stock
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

Buy)

Employee
Stock

Option \$ 30.54
(Right to
Buy)

10/01/2012 10/01/2020

Commo
Stock

Employee
Stock

Option \$ 28.54
(Right to
Buy)

10/07/2013 10/07/2021

Commo
Stock

Employee
Stock

Option \$ 27.85
(Right to
Buy)

10/05/2014 10/05/2022

Commo
Stock

Employee
Stock

Option \$ 48.37
(Right to
Buy)

11/19/2015⁽⁵⁾ 11/19/2023

Commo
Stock

Employee
Stock

Option \$ 50.23
(Right to
Buy)

11/18/2016⁽⁵⁾ 11/18/2024

Commo
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McDonald R Bruce 5757 N. GREEN BAY AVENUE P.O. BOX 591 MILWAUKEE, WI 53201-0591			Exec VP & Vice Chairman	

Signatures

/s/ Angela M. Blair, Attorney-In-Fact for R. Bruce
McDonald

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 number of underlying securities is based on the stock fund balance on October 6, 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

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market fund. The stock account balance reflected in this report is based on an October 6, 2015 stock fund price of \$43.05 per share.

- (2) Each unit of phantom stock is the economic equivalent of one share of Johnson Controls common stock.
- (3) The phantom stock units accrue under the Johnson Controls Restricted Stock Plan and settle 100% in cash upon the reporting person's termination or retirement, subject to vesting requirements.
- (4) The balance includes 3442.125 phantom stock units acquired via dividend reinvestment on January 5, April 2, July 2, and October 2, 2015 at prices ranging from \$42.33 to \$50.16 per unit.
- (5) 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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