

JOHNSON CONTROLS INC
Form 4
August 02, 2006

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 *
DAVIS SUSAN F

(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)
08/01/2006

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 or Price		
Common Stock	08/01/2006		A		2,500 (1)	A	\$ 75.81
Common Stock					59,556.633 (2)	D	
					108.411 (3)	I	By 401(k) Plan

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

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(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)
Phantom Stock Units/Excess Benefit Plan-Common	(4)					(5) (5)	Common Stock
Phantom Stock Units/Annual Incentive Plan	(4)					(7) (7)	Common Stock
Phantom Stock Units/Long-Term Incentive Plan	(4)					(9) (9)	Common Stock
Phantom Stock Units/ Restricted Stock Grant	(4)					(11) (11)	Common Stock
Stock Option	\$ 40.2975					11/20/2004 11/20/2012	Common Stock
Stock Option	\$ 52.55					11/19/2005 ⁽¹²⁾ 11/19/2013	Common Stock
Stock Option	\$ 61.69					11/17/2006 ⁽¹²⁾ 11/17/2014	Common Stock
Stock Option	\$ 67.685					11/16/2007 ⁽¹²⁾ 11/16/2015	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAVIS SUSAN F 5757 N. GREEN BAY AVENUE P.O. BOX 591 MILWAUKEE, WI 53201-0591			Vice President	

Signatures

Arlene D. GummAttorney-in-Fact for Susan F.
Davis

08/02/2006

__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) Award of a restricted stock grant which vests after five years.
- (2) Includes 96.623 shares acquired through the reinvestment of dividends on March 31 and June 30, 2006, at prices of \$ 76.0258 and \$81.9283 per share.
- (3) The number of underlying securities is based on the stock fund balance on August 1, 2006. 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 an August 1, 2006 stock fund price of \$75.81 per share.
- (4) The phantom stock units convert to the common stock's cash value on a one-for-one basis.
- (5) 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.
- (6) The 277.819 phantom stock units were acquired through a company match and the reinvestment of dividends on March 31 and June 30, 2006, at prices of \$75.93-82.225 per phantom unit.
- (7) The phantom stock units were accrued under the Johnson Controls Annual Incentive Plan and are to be settled 100% in cash upon retirement.
- (8) Includes 0.164 fractional phantom stock unit acquired through the reinvestment of dividends on March 31 and June 30, 2006, at prices of \$75.93-\$82.225 per phantom unit.
- (9) The phantom stock units were accrued under the Johnson Controls Long-Term Incentive Plan and are to be settled 100% in cash upon retirement.
- (10) Includes 0.303 fractional phantom stock unit acquired through the reinvestment of dividends on March 31 and June 30, 2006, at prices of \$75.93-\$82.225 per phantom unit.
- (11) The phantom stock units were accrued under the Johnson Controls Deferred Restricted Stock Plan and are to be settled 100% in cash upon the reporting person's retirement.
- (12) 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. 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.