

JOHNSON CONTROLS INC
Form 4
October 07, 2014

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 Simon

(Last) (First) (Middle)

5757 N. GREEN BAY AVE.

(Street)

MILWAUKEE, WI 53209

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

JOHNSON CONTROLS INC [JCI]

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

06/17/2014

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 & ACHRO

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)
Common Stock	06/17/2014		S	V 214.163 D	\$ 49.84 80.801 ⁽¹⁾	I	By 401(k) Plan Trust
Common Stock	10/06/2014		M	58.811 A	\$ 44.82 14,416.311 ⁽²⁾	D	
Common Stock	10/06/2014		D	58.811 D	\$ 44.82 14,357.5	D	
Common Stock	10/06/2014		F	495 D	\$ 44.82 13,862.5	D	

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

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(9-02)

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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Phantom Stock Units - Restricted Stock Plan	(3)	10/06/2014		M	58.811	(4) (4)	Common Stock	58.811

Reporting Owners

Reporting Owner Name / Address	Relationships
Davis Simon 5757 N. GREEN BAY AVE. MILWAUKEE, WI 53209	Director 10% Owner Officer Vice President & ACHRO

Signatures

/s/ Angela Blair, attorney-in-fact for Simon Davis
10/07/2014

**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 September 25, 2014. 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 25, 2014 stock fund price of \$44.65 per share.
- (2) The balance includes 28.988 shares acquired via dividend reinvestment on July 2 and October 2, 2014, at prices ranging from \$44.68 to \$50.92.
- (3) Each unit of phantom stock is the economic equivalent of one share of Johnson Controls common stock.
- (4)

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The phantom stock units are being accrued under the Johnson Controls Restricted Stock Plan and settle 100% in cash, subject to the vesting of the underlying restricted stock award.

- (5) The balance includes 40.425 phantom stock units acquired via dividend reinvestment on July 2, and October 2, 2014, at prices ranging from \$44.68 to \$50.92.

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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