

JOHNSON CONTROLS INC  
Form 4  
October 09, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
Walicki Joseph A

(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)

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)

VP & Pres., Power Solutions

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	10/07/2015		M		116.657	A	\$ 43.86
Common Stock	10/07/2015		D		116.657	D	\$ 43.86
Common Stock	10/07/2015		F		444	D	\$ 43.86
Common Stock	10/07/2015		A		15,002	A	\$ 0
Common Stock	10/07/2015		A		45,006	A	\$ 0

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Common Stock 4,290.05 <sup>(2)</sup> I by 401k Plan Trustee

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

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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Phantom Stock Units - Restricted Stock Plan	<sup>(3)</sup>	10/07/2015		M	116.657	<sup>(4)</sup> <sup>(4)</sup>	Common Stock
Employee Stock Option (Right to Buy)	\$ 43.86	10/07/2015		A	50,038	10/07/2017 <sup>(6)</sup> 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
Employee Stock	\$ 30.54					10/01/2012 10/01/2020	Common Stock

Option (Right to Buy)					
Employee Stock Option (Right to Buy)	\$ 28.54		10/07/2013	10/07/2021	Common Stock
Employee Stock Option (Right to Buy)	\$ 27.85		10/05/2014	10/05/2022	Common Stock
Employee Stock Option (Right to Buy)	\$ 48.37		11/19/2015 <sup>(6)</sup>	11/19/2023	Common Stock
Employee Stock Option (Right to Buy)	\$ 50.23		11/18/2016 <sup>(6)</sup>	11/18/2024	Common Stock
Employee Stock Option (Right to Buy)	\$ 46.31		01/05/2017 <sup>(6)</sup>	01/05/2025	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Walicki Joseph A 5757 N GREEN BAY AVE MILWAUKEE, WI 53209			VP & Pres., Power Solutions	

## Signatures

/s/ Angela M. Blair, Attorney-in-Fact for Joseph A. Walicki  
 10/09/2015  
\*\*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).

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(1) The balance includes 123,360 shares acquired via dividend reinvestment on January 5, April 2 and July 2, 2015 at prices ranging from \$46.31 to \$50.16 per share. The balance also includes 2,407 shares acquired under the issuer's dividend reinvestment and common stock purchase plan since the reporting person's last report. These shares were acquired pursuant to the employee stock purchase plan provisions of the dividend reinvestment and common stock purchase plan, which acquisitions are exempt from Section 16.

(2) The number of underlying securities is based on the stock fund balance on September 29, 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 market fund. The stock account balance reflected in this report is based on a September 29, 2015 stock fund price of \$39.80 per share.

(3) Each unit of phantom stock is the economic equivalent of one share of Johnson Controls common stock.

(4) The phantom stock units accrue under the Johnson Controls Restricted Stock Plan. The balance includes dividend equivalent units that settle 100% in cash and relate to restricted stock awards.

(5) Includes 64.79 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.

(6) Fifty percent of the stock options vest after two years, and the remaining stock options vest 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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