

MCDONALD R BRUCE
Form 4
September 24, 2009

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 *
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)

09/22/2009

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 Vice President & CFO

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 (D) Price			
Common Stock	09/22/2009		C	44,692 A 11	44,692	D	
Common Stock					15,803.506 2	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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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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
6.50% Convertible Senior Notes	<u>(1)</u>	09/22/2009		C	\$ 500,000	03/16/2009	09/30/2012	Co S
Corporate Units <u>(3)</u>	<u>(4) (5)</u>					03/31/2012	03/31/2012	Co S
Phantom Stock Units / Retirement Restoration Plan	<u>(6)</u>					<u>(7)</u>	<u>(7)</u>	Co S
Phantom Stock Units/Long-Term Incentive Plan	<u>(6)</u>					<u>(9)</u>	<u>(9)</u>	Co S
Phantom Stock Units/Restricted Stock Grant	<u>(11)</u>					<u>(11)</u>	<u>(11)</u>	Co S
Employee Stock Option (Right to Buy)	\$ 13.3533					11/26/2003	11/26/2011	Co S
Employee Stock Option (Right to Buy)	\$ 13.4325					11/20/2004	11/20/2012	Co S
Employee Stock Option (Right to Buy)	\$ 17.5167					11/19/2005	11/19/2013	Co S
Employee Stock Option (Right to Buy)	\$ 20.5633					11/17/2006	11/17/2014	Co S
Employee Stock Option (Right to Buy)	\$ 22.5617					11/16/2007 ⁽¹³⁾	11/16/2015 ⁽¹³⁾	Co S
Employee Stock Option (Right to Buy)	\$ 23.965					10/02/2008 ⁽¹³⁾	10/02/2016 ⁽¹³⁾	Co S
Employee Stock	\$ 40.21					10/01/2009 ⁽¹³⁾	10/01/2017 ⁽¹³⁾	Co

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2009, at prices ranging from \$15.02 to \$20.69 per phantom stock unit. This plan mirrors the company's 401(k) Plan.

(9) The phantom stock units were accrued under the Johnson Controls Long-Term Incentive Plan and are to be settled 100% in cash upon the reporting person's termination of employment with the company.

(10) Includes 1,207.812 phantom stock units acquired through the reinvestment of dividends on April 2 and July 2, 2009, at prices ranging from \$15.02 to \$20.69 per phantom unit.

(11) Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. The restricted stock units were awarded under the Johnson Controls Executive Deferred Restricted Plan. The units are to be settled 100% in cash upon the reporting person's termination of employment with the company, subject to vesting provisions.

(12) Includes 829.263 phantom stock units acquired through the reinvestment of dividends on April 2 and July 2, 2009, at prices ranging from \$15.02 to \$20.69 per phantom stock unit.

(13) 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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