

Harvey Charles A
Form 4
April 07, 2010

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 *
Harvey Charles A

2. Issuer Name and Ticker or Trading Symbol
JOHNSON CONTROLS INC [JCI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5757 N. GREEN BAY AVENUE, P.O. BOX 591

3. Date of Earliest Transaction (Month/Day/Year)
04/05/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

(Street)
MILWAUKEE, WI 53201-0591

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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	04/05/2010		A	V Amount \$ 75.569 A 33.0825	37,292.633 (1) (2)	D	
Common Stock					7,607.379 (3)	I	By 401(k) Plan Trust

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 Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Phantom Stock Units/Annual Incentive Plan	(4)					(5)	(5)	Common Stock	2,77
Phantom Stock Units - Restricted Stock Plan	(4)					(7)	(7)	Common Stock	6,550
Phantom Stock Units - Restricted Stock Plan	(4)					(9)	(9)	Common Stock	242
Employee Stock Option (Right to Buy)	\$ 17.5167					11/19/2005	11/19/2013	Common Stock	40,
Employee Stock Option (Right to Buy)	\$ 20.5633					11/17/2006	11/17/2014	Common Stock	35,
Employee Stock Option (Right to Buy)	\$ 22.5617					11/16/2007	11/16/2015	Common Stock	72,
Employee Stock Option (Right to Buy)	\$ 23.965					10/02/2008	10/02/2016	Common Stock	60,
Employee Stock Option (Right to Buy)	\$ 40.21					10/01/2009 ⁽¹¹⁾	10/01/2017	Common Stock	42,

Buy)

Employee

Stock Option

(Right to

Buy)

\$ 28.79

10/01/2010⁽¹¹⁾ 10/01/2018Common
Sstock

54,

Reporting Owners

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

Signatures

Angela M. Blair, Attorney-in-Fact for Charles A.
Harvey

04/07/2010

**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) Includes 4,500 shares of restricted stock which vest on November 1, 2011.
- (2) Includes 80.431 shares acquired through the reinvestment of dividends on April 5, 2010, at a price of \$33.0825 per share.
The number of underlying securities is based on the stock fund balance on April 5, 2010. 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 April 5, 2010, stock fund price of \$33.10 per share.
- (4) Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock.
The phantom stock units were accrued under the Johnson Controls Annual Incentive Plan and are to be settled 100% in cash upon the reporting person's termination of employment with the company and may be transferred by the reporting person into an alternative investment account at any time.
- (5) reporting person's termination of employment with the company and may be transferred by the reporting person into an alternative investment account at any time.
- (6) Includes 10.843 shares acquired through the reinvestment of dividends on April 5, 2010, at a price of \$33.10 per phantom stock unit.
Includes an award of 6,500 restricted stock units granted on November 2, 2009, which vest as follows: 3,250 units on November 2, 2011, and 3,250 units on November 2, 2013. The phantom stock units representing the award and the dividends relating to the units are to be settled 100% in cash, pending vesting. Vested units may be transferred by the reporting person into an alternative investment account at any time.
- (7) Includes 25.648 phantom stock units acquired through the reinvestment of dividends on April 5, 2010, at a price of \$33.10 per phantom stock unit.
- (8) Includes 25.648 phantom stock units acquired through the reinvestment of dividends on April 5, 2010, at a price of \$33.10 per phantom stock unit.
- (9) The restricted stock units represent the reinvestment of dividends which are accruing under the Johnson Controls Deferred Restricted Stock Plan and are to be settled 100% in cash upon the vesting of the Restricted Stock Grant to which they relate.
- (10) Includes 18.552 phantom stock units acquired through the reinvestment of dividends on April 5, 2010, at a price of \$33.10 per phantom stock unit.
- (11) 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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