#### VALANJU SUBHASH S

Form 4 May 05, 2008

### FORM 4

#### **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

VALANJU	SUBHASH S		Symbol OHNS	SON CON	NTROLS	INC	[JCI]	Issuer		\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \
(Last)	` ,	(]	3. Date of Earliest Transaction (Month/Day/Year)			Director		Owner		
	REEN BAY P.O. BOX 591	0	)5/01/2	2008				_X_ Officer (give t below) Vice Pre	itle Othe below) esident and CI	r (specify
NAME AND A SECOND	F	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _Form filed by More than One Reporting			
MILWAUI	KEE, WI 53201-0	591						Person		yog
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Secui	rities Acqu	uired, Disposed of,	or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day/	ate, if	3. Transaction Code (Instr. 8)	4. Securition Dispose (Instr. 3, 4)	ed of (	Price	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	05/01/2008			A	56.251	A	\$ 35.5548	3 17,799.509	D	
Common Stock								19,755.399 (1)	I	By 401(k) Plan Trust
Reminder: Re	nort on a senarate line	for each class	s of seci	irities hene	ficially ow	ned di	rectly or in	ndirectly		

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# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Phantom Stock Units - Annual Incentive Plan	(2)					(3)	(3)	Common Stock	73,61
Phantom Stock Units - Long-Term Incentive Plan	<u>(2)</u>					<u>(4)</u>	<u>(4)</u>	Common Stock	7,91
Phantom Stock Units/Excess Benefit Plan-Common	<u>(2)</u>					<u>(5)</u>	<u>(5)</u>	Common Stock	5,80
Stock Option	\$ 9.7344					11/17/2001	11/17/2009	Common Stock	42
Stock Option	\$ 9.474					11/15/2002	11/15/2010	Common Stock	90
Stock Option	\$ 13.3717					11/14/2003	11/14/2011	Common Stock	66
Stock Option	\$ 13.4325					11/20/2004	11/20/2012	Common Stock	72
Stock Option	\$ 17.5167					11/19/2005	11/19/2013	Common Stock	72
Stock Option	\$ 20.5633					11/17/2006	11/17/2014	Common Stock	63
Stock Option	\$ 22.5617					11/16/2007(6)	11/16/2015	Common Stock	60
Stock Option	\$ 23.965					10/02/2008(6)	10/02/2016	Common Stock	48
Stock Option	\$ 40.21					10/01/2009(6)	10/01/2017	Common Stock	30

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

VALANJU SUBHASH S
5757 N. GREEN BAY AVENUE
P.O. BOX 591
MILWAUKEE, WI 53201-0591

Vice
President
and CIO

### **Signatures**

Arlene D. Gumm Attorney-In-Fact for Subhash S. Valanju 05/05/2008

\*\*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).
- The number of underlying securities is based on the stock fund balance on May 2, 2008. 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 May 2, 2008, stock fund price of \$34.88 per share.
- Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. Shares of phantom stock are payable in cash following 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.
- (3) The phantom stock units were accrued under the Johnson Controls Annual Incentive Compensation Plan and are to be settled 100% in cash upon the reporting person's termination.
- (4) 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.
- (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 termination of employment with the company.
- (6) 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.

Reporting Owners 3