Edwards Jeffrey S Form 4 October 05, 2009

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Edwards Jeffrey S			2. Issuer Name and Ticker or Trading Symbol JOHNSON CONTROLS INC [JCI]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction	(Check all applicable)		
49200 HALYARD DRIVE, P.O. BOX 8010		E, P.O.	(Month/Day/Year) 10/01/2009	Director 10% OwnerX_ Officer (give title Other (specify below) Vice President		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
PLYMOUTH, MI 48170			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

PLYMOUTH, MI 48170)
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(City)	(State)	(Zip) Tab	le I - Non-	Derivative Sec	urities Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities a coror Disposed of (Instr. 3, 4 and (A or Amount (D	of (D) d 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	10/02/2009		A	4.156 A	\$ 24.0611	78,359.373 (1) (2)	D	
Common Stock						10,484.728 (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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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Number of Derivative Securities Acquired or Dispose (D) (Instr. 3, 4 and 5)	e (A) ed of	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securi
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Nun Shar
Employee Stock Option (Right to Buy)	\$ 24.87	10/01/2009		A	45,000		10/01/2011(4)	10/01/2019	Common Stock	4
Phantom Stock Units - Retirement Restoration Plan	<u>(5)</u>						<u>(6)</u>	<u>(6)</u>	Common Stock	1,2
Phantom Stock Units - Annual Incentive Plan	<u>(5)</u>						(8)	<u>(8)</u>	Common Stock	12,
Phantom Stock Units - Restricted Stock Plan	(10)						(10)	<u>(10)</u>	Common Stock	1,9
Employee Stock Option (Right to Buy)	\$ 17.5167						11/19/2005	11/19/2013	Common Stock	6
Employee Stock Option (Right to Buy)	\$ 20.5633						11/17/2006	11/17/2014	Common Stock	9
Employee Stock Option (Right to Buy)	\$ 22.5617						11/16/2007	11/16/2015	Common Stock	1:

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Employee Stock Option (Right to Buy)	\$ 23.965	10/02/2008	10/02/2016	Common Stock
Employee Stock Option (Right to Buy)	\$ 40.21	10/01/2009(4)	10/01/2017	Common Stock
Employee Stock Option (Right to Buy)	\$ 28.79	10/01/2010(4)	10/01/2018	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Edwards Jeffrey S 49200 HALYARD DRIVE P.O. BOX 8010 PLYMOUTH ML48170			Vice President				

Signatures

Angela M. Blair, Attorney-in-Fact for Jeffrey S.

Edwards

**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)
- Includes shares for restricted stock grants: 4,500 which vest on 11/1/2009; 22,500 which vest on 1/3/2010; and 4,500 which vest on 11/1/2011.
- (2) Includes 11.123 shares acquired through the reinvestment of dividends on October 2, 2009, at a price of \$24.0611 per share.
- The number of underlying securities is based on the stock fund balance on September 30, 2009. 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 an September 30, 2009, stock fund price of \$25.56 per share.
- (4) Fifty percent of the options become exercisable two years after the grant date; the remaining 50%, three years after grant date.
- 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.
- The phantom stock units were accrued under the Johnson Controls Retirement Restoration Plan and are to be settled 100% in cash upon the reporting person's retirement or other termination of service with the company.

Reporting Owners 3

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- (7) Includes 6.856 phantom stock units acquired through the reinvestment of dividends on October 2, 2009, at a price of \$23.77 per phantom stock unit.
- 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 retirement or other termination of service with the company.
- (9) Includes 68.121 phantom stock units acquired through the reinvestment of dividends on October 2, 2009, at a price of \$23.77 per phantom stock unit.
- Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. The restricted stock units were accrued under the Johnson Controls Restricted Stock Plan. The units represent the reinvestment of dividends and are to be settled 100% in cash upon the vesting of the reporting person's Restricted Stock Grant.
- (11) Includes 182.109 phantom stock units acquired through the reinvestment of dividends on October 2, 2009, at a price of \$23.77 per phantom stock unit.

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.