

JOHNSON CONTROLS INC
Form 4
June 11, 2015

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 *
Metcalf-Kupres Kimberley

(Last) (First) (Middle)
5757 N GREEN BAY AVENUE
(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)
06/11/2015

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 and Chief Marketing Officer

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 | 06/11/2015 | | M | 7,200 A \$ 40.21 | 13,539.29 ⁽¹⁾ | D | |
| Common Stock | 06/11/2015 | | D | 7,200 D \$ 53.4269 ⁽²⁾ | 6,339.29 | D | |
| Common Stock | 06/11/2015 | | M | 4,500 A \$ 28.79 | 10,839.29 | D | |
| Common Stock | 06/11/2015 | | D | 4,500 D \$ 53.4269 ⁽²⁾ | 6,339.29 | D | |

I

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Common Stock 17,060.679 (3) 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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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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |
| Employee Stock Option (Right to Buy) | \$ 40.21 | 06/11/2015 | | M | 7,200 | 10/01/2009 10/01/2017 | Common Stock | 7,200 | |
| Employee Stock Option (Right to Buy) | \$ 28.79 | 06/11/2015 | | M | 4,500 | 10/01/2010 10/01/2018 | Common Stock | 4,500 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Metcalf-Kupres Kimberley
5757 N GREEN BAY AVENUE
MILWAUKEE, WI 53209

VP and Chief Marketing Officer

Signatures

/s/ Angela M. Blair, Attorney-in-fact for Kimberley S. Metcalf-Kupres

06/11/2015

**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).
- (1) The balance includes 216.99 shares acquired via dividend reinvestment on July 3 and October 2, 2013, January 6, April 2, July 2, and October 2, 2014, January 5 and April 2, 2015, at prices ranging from \$36.30 to \$50.92.

The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$53.42 to \$53.44, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote 2 of this Form 4.
- (2) The number of underlying securities is based on the stock fund balance on June 10, 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 June 10, 2015, stock fund price of \$53.59 per share, and includes 76.531 shares acquired via a company match on February 26, 2015.
- (3)

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