

MCDONALD R BRUCE
Form 4
December 18, 2008

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

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)
12/16/2008

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

(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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | | | | (A) or (D) Price | 13,940.375 (1) I | I | By 401(k) Plan - Common |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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 |
| Phantom Stock Units/Long-Term Incentive Plan | \$ 18.12 <u>(2)</u> | 12/16/2008 | | A | 10,198.68 | <u>(3)</u> <u>(3)</u> | Co S |
| Phantom Stock Units / Excess Benefit Plan-Common | <u>(2)</u> | | | | | <u>(5)</u> <u>(5)</u> | Co S |
| Phantom Stock Units/Restricted Stock Grant | <u>(7)</u> | | | | | <u>(7)</u> <u>(7)</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 ⁽⁹⁾ 11/16/2015 ⁽⁹⁾ | Co S |
| Employee Stock Option (Right to Buy) | \$ 23.965 | | | | | 10/02/2008 ⁽⁹⁾ 10/02/2016 ⁽⁹⁾ | Co S |
| Employee Stock Option (Right to Buy) | \$ 40.21 | | | | | 10/01/2009 ⁽⁹⁾ 10/01/2017 ⁽⁹⁾ | Co S |
| Employee Stock Option (Right to Buy) | \$ 28.79 | | | | | 10/01/2010 ⁽⁹⁾ 10/01/2018 ⁽⁹⁾ | Co S |

