

Su Michael D
Form 4
January 05, 2006

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 *
Su Michael D

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
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/03/2006

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

MILWAUKEE, WI 53201

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)
			Code	V Amount (A) or (D) Price			
Common Stock	01/03/2006		M	10,000 A \$ 29.2032	12,000	D	
Common Stock	01/03/2006		D	10,000 D \$ 73.1	2,000	D	
Common Stock					1,356.269 ⁽¹⁾	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)

displays a currently valid OMB control number.

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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units - EICP	(2)					(3)	(3)	Common Stock
Phantom Stock Units - LTPP	(2)					(5)	(5)	Common Stock
Stock Appreciation Rights (6)	\$ 29.2032	01/03/2006		M	10,000	11/17/2001	11/17/2009	Common Stock
Stock Appreciation Rights (6)	\$ 40.115					11/14/2003	11/14/2011	Common Stock
Stock Appreciation Rights (6)	\$ 40.2975					11/20/2004	11/20/2012	Common Stock
Stock Appreciation Rights (6)	\$ 52.55					11/19/2005(7)	11/19/2013	Common Stock
Stock Appreciation Rights (6)	\$ 61.69					11/17/2006(7)	11/17/2014	Common Stock
Stock Appreciation Rights (6)	\$ 67.685					11/16/2007(7)	11/16/2015	Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Su Michael D
5757 N. GREEN BAY AVENUE
P.O. BOX 591
MILWAUKEE, WI 53201

Vice
President

Signatures

Arlene D. Gumm, Attorney-in-Fact for Michael
D. Su

01/05/2006

__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 January 4, 2006. The actual number of shares issuable upon the
- (1) 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 January 4, 2006 stock fund price of \$75.17 per share.
 - (2) The phantom stock units convert to the common stock's cash value on a one-for-one basis.
 - (3) The phantom stock units were accrued under the Johnson Controls Executive Incentive Compensation Plan and are to be settled 100% in cash upon the reporting person's retirement.
 - (4) Includes 3.798 phantom stock units acquired through reinvestment of dividends on January 3, 2006, at a price of \$74.10 per phantom unit.
 - (5) The phantom stock units were accrued under the Johnson Controls Long-Term Performance Plan and are to be settled 100% in cash upon the reporting person's retirement.
 - (6) The options were granted as Stock Appreciation Rights and are to be settled 100% in cash upon exercise.
 - (7) Fifty percent of the options vest after two years and the remaining 50% vests after three years.
 - (8) Includes 42.372 phantom stock units acquired through reinvestment of dividends on January 3, 2006, at a price of \$74.10 per phantom 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.