#### Edgar Filing: Edwards Jeffrey S - Form 4

Edwards Jef Form 4 February 03	, 2010				OMB AF	PROVAL	
FORM	<b>4</b> UNITED STA		RITIES AND EXCHANGE (	COMMISSION	OMB	3235-0287	
Check th	uis box	Wa	ashington, D.C. 20549		Number:	January 31,	
if no lon subject t Section Form 4 o	<ul> <li>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</li> <li>SECURITIES</li> <li>r</li> </ul>				Expires: Estimated a burden hour response	2005 average urs per	
Form 5 obligations may continue. See Instruction 1(b). 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 <u>*</u> Edwards Jeffrey S			er Name <b>and</b> Ticker or Trading SON CONTROLS INC [JCI]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle		of Earliest Transaction	(Check	all applicable	)	
(M			(Day/Year) 2010	Director 10% Owner X_ Officer (give title Other (specify below) below) Vice President			
			nendment, Date Original onth/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>			
PLYMOUTH, MI 48170 Form filed by More than One Reporting Person							
(City)	(State) (Zip)	Ta	ble I - Non-Derivative Securities Acc	quired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	any	Deemed ution Date, if th/Day/Year)	Code (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)	
Common Stock	02/01/2010		A 3.505 A \$ 28.528	72,829.941 3 <u>(1)</u>	D		
Common Stock				10,533.553 (2)	Ι	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. Transact Code (Instr. 8)	5. tionNumber of ) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount o Number o Shares
Phantom Stock Units - Restricted Stock Plan	<u>(3)</u>					<u>(4)</u>	(4)	Common Stock	237.6
Phantom Stock Units - Retirement	<u>(3)</u>					(5)	(5)	Common Stock	1,266.3
Restoration Plan								STOCK	
Phantom Stock Units - Annual Incentive Plan	(3)					<u>(6)</u>	<u>(6)</u>	Common Stock	12,582.4
Employee Stock Option (Right to Buy)	\$ 17.5167					11/19/2005	11/19/2013	Common Stock	60,00
Employee Stock Option (Right to Buy)	\$ 20.5633					11/17/2006	11/17/2014	Common Stock	90,00
Employee Stock Option (Right to Buy)	\$ 22.5617					11/16/2007	11/16/2015	Common Stock	150,00
Employee Stock	\$ 23.965					10/02/2008	10/02/2016	Common Stock	60,00

Option (Right to Buy)					
Employee Stock Option (Right to Buy)	\$ 40.21	10/01/2009 <u>(7)</u>	10/01/2017	Common Stock	36,00
Employee Stock Option (Right to Buy)	\$ 28.79	10/01/2010 <u>(7)</u>	10/01/2018	Common Stock	45,00
Employee Stock Option (Right to Buy)	\$ 24.87	10/01/2011 <u>(7)</u>	10/01/2019	Common Stock	45,00

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
r. o	Director	10% Owner	Officer	Other		
Edwards Jeffrey S 49200 HALYARD DRIVE P.O. BOX 8010 PLYMOUTH, MI 48170			Vice President			
Signatures						
Angela M. Blair, Attorney-in-H Edwards	ffrey S.	02/03/2010				
**Signature of Reportin	ng 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) Includes restricted stock awards as follows: 4,500 shares on November 1, 2011, 1,500 on November 2, 2011 and 1,500 shares on November 2, 2013 subject to continuous employment with the issuer.

The number of underlying securities is based on the stock fund balance on February 1, 2010. The actual number of shares issuable upon(2) 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 February 1, 2010, stock fund price of \$28.73 per share.

- (3) Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock.
- (4) 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.
- (5) 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 termination of service with the issuer and may be transferred into an alternative investment account.

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The phantom stock units were accrued under the Johnson Controls Annual Incentive Compensation Plan and are to be settled 100% in(6) cash upon the reporting person's retirement or other termination of service with the issuer and may be transferred into an alternative investment account.

(7) 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.