

ROSE DARLENE
Form 4
March 24, 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 *
ROSE DARLENE

(Last) (First) (Middle)

5757 N. GREEN BAY AVENUE, P.O. BOX 591

(Street)

MILWAUKEE, WI 53201-0591

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

JOHNSON CONTROLS INC [JCI]

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

03/22/2006

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)

Senior Vice President

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | | | | | 812.877 | D | |
| Common Stock | 03/22/2006 | | M | | 10,000 | A | \$ 40.115 |
| | | | | | 29,308.162 | I | |
| Common Stock | 03/22/2006 | | M | | 8,000 | A | \$ 40.2975 |
| | | | | | 37,308.162 | I | |
| Common Stock | 03/22/2006 | | F | | 12,949 | D | \$ 76.85 |
| | | | | | 24,359.162 | I | |

By Family Trust
By Family Trust
By Family Trust

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Common Stock 7,019.6765 I By 401(k) Plan
(1) (2)

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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Phantom Stock Units/Excess Benefit Plan | <u>(3)</u> | | | | | <u>(4)</u> <u>(4)</u> | Common Stock |
| Stock Option | \$ 40.115 | 03/22/2006 | | M | 10,000 | 11/14/2003 11/14/2011 | Common Stock |
| Stock Option | \$ 40.2975 | 03/22/2006 | | M | 8,000 | 11/20/2004 11/20/2012 | Common Stock |
| Stock Option | \$ 52.55 | | | | | 02/01/2006 ⁽⁶⁾ 11/19/2013 | Common Stock |
| Stock Option | \$ 61.69 | | | | | 02/01/2006 ⁽⁶⁾ 11/17/2014 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ROSE DARLENE 5757 N. GREEN BAY AVENUE P.O. BOX 591 MILWAUKEE, WI 53201-0591 | | | Senior Vice President | |

Signatures

Arlene D. Gumm Attorney-In-Fact for Darlene
Rose

03/24/2006

__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).
- (1) Includes a company match of 80.0025 Johnson Controls stock units in the 401(k) Plan. The company match of Johnson Controls stock is based on the company's earnings and is provided to all employees enrolled in the 401(k) Plan.

The number of underlying securities is based on the stock fund balance on March 23, 2006. The actual number of shares issuable upon the
- (2) 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 March 23, 2006, stock fund price of \$76.85 per share.
- (3) The phantom stock units convert to the common stock's cash value on a one-for-one basis.
- (4) The phantom stock units were accrued under the Johnson Controls Equalization 401(k) Benefit Plan and are to be settled 100% in cash after the end of the calendar year in the year of the reporting person's retirement.
- (5) Includes a company match of 93.363 Johnson Controls phantom stock units in the Excess Benefit Plan. The company match mirrors the company match in the 401(k) Plan.
- (6) Per the terms of the plan, the options vested immediately upon the 2/1/2006 retirement of the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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