

JOHNSON CONTROLS INC
Form 425
August 20, 2009

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549
FORM 8-K
CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
Date of Report (Date of earliest event reported): August 20, 2009
JOHNSON CONTROLS, INC.
(Exact name of registrant as specified in its charter)**

| | | |
|--|--------------------------|--------------------------------------|
| Wisconsin | 1-5097 | 39-0380010 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |
| 5757 North Green Bay Avenue Milwaukee, WI | | 53209 |
| (Address of principal executive offices) | | (Zip Code) |
| Registrant's telephone number, including area code: (414) 524-1200 | | |
| Not Applicable | | |

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events.

On August 20, 2009, Johnson Controls, Inc. (the Company) commenced offers to exchange its 6.50% Convertible Senior Notes due 2012 and its Equity Units in the form of Corporate Units to reduce the amount of its outstanding debt and related ongoing interest expense. Each exchange offer will expire at 11:59 p.m., New York City time, on September 17, 2009, unless extended or earlier terminated by the Company. A copy of the related press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

- (a) Not applicable.
- (b) Not applicable.
- (c) Not applicable.
- (d) Exhibits. The following exhibit is being filed herewith:
 - (99.1) Press Release issued by Johnson Controls, Inc., dated August 20, 2009.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

JOHNSON CONTROLS, INC.

BY: /s/ Frank A. Voltolina
Frank A. Voltolina
Vice President and Corporate Treasurer

Date: August 20, 2009

EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|--|
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