

GMI EXECUTIVE PAY SCORECARDSM

Data & analysis provided by GMI-The Independent Leader in Corporate Governance and ESG&A

20 Jan 2012

Johnson Controls, Inc.




JCI NYSE

Auto / Truck / Motorcycle Parts

Market Capitalization USD:

\$17,849.20 mm

CONCERN LEVEL: AVERAGE

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group. 
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket. 

CEO: Stephen A. Roell

Age: 61

CEO Since: 2007

	2009	2010	2011
Base Salary	\$1,371,500	\$1,365,000	\$1,406,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$1,097,000	\$6,317,000	\$7,540,000
Benefits and Perquisites	\$253,937	\$63,579	\$303,075
TOTAL ANNUAL COMPENSATION	\$2,722,437	\$7,745,579	\$9,249,075
Increase in Post-Retirement Benefits	\$5,105,542	\$2,329,122	\$5,349,200
Stock Option Awards	\$3,674,000	\$4,697,000	\$4,590,450
Stock Awards	\$0	\$2,792,230	\$3,151,800
TOTAL COMPENSATION	\$12,924,421	\$17,563,931	\$22,340,525
Median of Other Named Executive Officers Total Compensation	\$3,625,669	\$5,192,195	\$6,004,343
Value Realized on Exercise of Stock Option	\$0	\$2,999,350	\$4,691,880
Value Realized on Vesting of Stock	\$0	\$3,521,250	\$281,325
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$6,520,600	\$4,973,205

Proxy Date: 9 Dec 2011

Annual Meeting Date: 25 Jan 2012

Equity Reserves: 8.34%

Stock Option Run Rate: 0.82%

This report is for informational purposes only, and should not be considered a solicitation to buy or sell any security.

COPYRIGHT 2012| GMI | ALL RIGHTS RESERVED

Johnson Controls, Inc.

JCI NYSE

Auto / Truck / Motorcycle Parts

Market Capitalization USD: \$17,849.20 mm

Performance Comparison

■ vs S&P500 ■ vs Industry ■ JCI



Peer Comparisons (TRBC) = Cyclical Consumer Goods / Services

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
JCI	Johnson Controls, Inc.	\$12,924,421	\$17,563,931	\$22,340,525	\$17,849,198,180
JWN	Nordstrom, Inc.	\$4,340,209	\$5,951,085		\$9,712,040,605
OMC	Omnicom Group Inc.	\$7,884,598	\$10,768,846		\$10,295,785,320
ORLY	O'Reilly Automotive, Inc.	\$3,541,095	\$4,896,696		\$9,057,934,394
HST	Host Hotels & Resorts, Inc.	\$4,632,913	\$7,538,424		\$7,725,197,921
RL	Ralph Lauren Corporation	\$20,303,522	\$27,700,007		\$11,992,907,903
ROST	Ross Stores, Inc.	\$10,599,729	\$11,669,734		\$9,096,470,516

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps.

Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

3M Company, Eaton Corp., Lear Corp., Alcoa Inc., Emerson Electric Co., Lockheed Martin Corp., Caterpillar Inc., General Dynamics Corp., Motorola Inc., Deere & Company, Goodyear Tire & Rubber Co., Northrop Grumman Corp., Dow Chemical, Honeywell International Inc., Raytheon Co., E.I. du Pont de Nemours, Illinois Tool Works, United Technologies Corp., International Paper, Whirlpool Corp.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Jeffrey A. Joerres	Chairman	52	Male	11	Outside
Dennis W. Archer	Member	69	Male	10	Outside
Eugenio Clariond Reves-Retana	Member	68	Male	7	Outside
William H. Lacy	Member	66	Male	15	Outside

This report is for informational purposes only, and should not be considered a solicitation to buy or sell any security. Thomson Reuters Business Classification (TRBC) is a global industry classification system that is owned and operated by Thomson Reuters and has been licensed for use by GMI.

COPYRIGHT 2012 | GMI | ALL RIGHTS RESERVED