## Edgar Filing: JOHNSON & JOHNSON - Form 4

JOHNSON &	JOHNSON										
Form 4											
March 10, 200	05										
OMB APPROV											
Washington, D.C. 20549								OMB Number:	3235-0287		
Check this if no longe	r							Expires:	January 31,		
subject to Section 16		GES IN BENEFICIAL OWNERSHIP OF SECURITIES					2005 average Irs per				
Form 4 or					_			response 0			
Form 5 obligations	a *					-	ge Act of 1934,				
may contin			•	•	· ·		f 1935 or Sectio	n			
<i>See</i> Instruc 1(b).	ction	30(h) of the	Investment	Company	Act	01 19	40				
(Print or Type Ro	esponses)										
1. Name and Ad SCHACHT H	ldress of Reporting Po HENRY B	Symbo					5. Relationship of Reporting Person(s) to Issuer				
		JOHN	SON & JO	JOHNSON [JNJ] (Chea				k all applicable)			
(Last)	(First) (Mi	,	of Earliest Tra	ansaction					·		
			/Day/Year)	-			X_ Director Officer (give		b Owner er (specify		
	k JOHNSON, ON		2005				below)	below)	er (opeen)		
(Street) 4. If Ame			nendment, Dat	ndment, Date Original			6. Individual or Joint/Group Filing(Check				
	lonth/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					
NEW BRUN	SWICK, NJ 0893	00					Person				
(City)	(State) (Z	Zip) Ta	ble I - Non-D	erivative S	ecurit	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		Code	TransactionAcquired (A) or Code Disposed of (D)		Securities Beneficially Owned Following	5. Ownership Form: Direct D) or ndirect (I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				
Common							2,389 (1)	D			
Reminder: Repo	rt on a separate line f	or each class of se	curities benefi	cially owne	ed dire	ctly or	indirectly.				

Persons who respond to the collection of information contained in this form are not required to respond unless the form 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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Date	Underlying Securities	Derivative

### Edgar Filing: JOHNSON & JOHNSON - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year	Code ) (Instr. 8)	Securities Acquired (A) or	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		(Instr. 3 and 4)		Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units <u>(2)</u>	(3)	03/08/2005	J	53	(2)	(2)	Common	53	<u>(2)</u>

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SCHACHT HENRY B JOHNSON & JOHNSON ONE JOHNSON & JOHNSON PLAZA NEW BRUNSWICK, NJ 08933	Х						
Signatures							
Michael H. Ullmann, Attorney-in-Fact for Schacht	<b>.</b>	03/10/2005					
<u>**</u> 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 214 shares held under Issuer's Dividend Reinvestment Plan.
- (2) The Phantom Stock Units acquired under the Issuer's Non-Employee Director Deferred Fee Plan on March 8, 2005 at \$68.27 per share are to be settled in cash upon the Reporting Person's Retirement.

#### (**3**) 1 for 1

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.