Edgar Filing: JOHNSON & JOHNSON - Form 4

JOHNSON -	& JOHNSON										
Form 4											
June 15, 201	11										
FORM	Λ4							~ ~		PPROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OND	3235-0287		
Check th	uis box		Was	hington,	D.C. 205	949			Number:		
if no longer							Expires:	January 31 2005			
subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF							Estimated				
Section Form 4 c	Section 16. SECURITIES							burden hou	•		
Form 5		purcuent to	Section 16	S(a) of the	Socuriti	oc Ex	cohone	ge Act of 1934,	response	0.5	
obligatio		•					-	of 1935 or Section	ND		
may con	unue.) of the Inv	•	U				,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
See Instr 1(b).	ruction	50(11) of the m	vestment	company	1100	0117	10			
1(0).											
(Print or Type	Responses)										
	Address of Repor	ting Person [*]	2. Issuer	Name and	Ticker or T	radin	g	5. Relationship o	of Reporting Person(s) to		
PRINCE CHARLES Symbol								Issuer			
			JOHNS	ON & JO	HNSON	[JNJ]]	(Cha	ak all applicabl	2)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				k all applicable)				
(Month/Da							_X_ Director 10% Owner				
JOHNSON & JOHNSON, ONE 06/14/20				-			Officer (give title Other (specify				
JOHNSON	& JOHNSON	N PLAZA						below)	below)		
(Street) 4.			4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
				onth/Day/Year)				Applicable Line)			
				• •				$_X_Form filed by$			
NEW BRU	NSWICK, NJ	08933						Person	More than One R	eporting	
(City)	(State)	(Zip)									
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecuri	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of		Date 2A. De		3.	4. Securit			5. Amount of		7. Nature of	
Security	(Month/Day/Y		ion Date, if	on Date, if Transaction				Securities	Form: Direct	Indirect	
(Instr. 3)		any (Month	/Day/Year)	Code (Instr. 8)	Disposed of (D) (Instr. 3, 4 and 5)			•	(D) or Indirect (I)	Beneficial Ownership	
		(monu	(Duj) Iour)	(11541.0)	(1150.5,	i una		Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported			
						or		Transaction(s)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common								19,102	D		
Stock								17,102			
Common								000 (1)	-		
Stock								800 (1)	Ι	By Wife	

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)	A 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. 6. Date Exercisable ar prinumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units <u>(2)</u>	(3)	06/14/2011		J	44	(2)	(2)	Common Stock	44	\$ 0

Reporting Owners

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			
PRINCE CHARLES JOHNSON & JOHNSON ONE JOHNSON & JOHNSON PLAZA NEW BRUNSWICK, NJ 08933	Х						
Signatures							
Linda King, as Attorney-in-Fact for Char Prince	les	06/15/2011					
**Signature of Reporting Person		Date	e				

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) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

The Phantom Stock Units acquired under the Issuer's Non-Employee Director Deferred Fee Plan on June 14, 2011 at \$66.62 per share are to be settled in cash upon the Reporting Person's Retirement (with each Phantom Stock Unit representing the fair market value of one

(2) to be settled in cash upon the Reporting Person's Remembert (with each Phantom Stock Ontrepresenting the fait market value of one share of Common Stock on the settlement date). Alternatively, the cash value represented by the Phantom Stock Units may be transferred by the Reporting Person into an alternative investment account under the Plan at any time.

(**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.