Edgar Filing: JOHNSON & JOHNSON - Form 4

JOHNSON & JOHNSON Form 4 September 09, 2009 FORM 4

Check this box

if no longer

Section 16.

Form 4 or

Form 5

1(b).

subject to

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person _ PRINCE CHARLES			2. Issuer Symbol	Name and	l Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
			JOHNS	ON & JC	HNSON [JNJ]	(Ch	eck all applicable	e)		
(Last)	(First)	(Middle)	3. Date of	Earliest Tr	ansaction					
	& JOHNSON, & JOHNSON		(Month/D 09/08/20	•		X Director Officer (give below)	ve title $\frac{109}{\text{below}}$ Oth	% Owner her (specify		
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
	NEWICK NI	00022	Filed(Mon	th/Day/Yea)		y One Reporting Po More than One Ro			
NEW BRU	NSWICK, NJ (18933				Person				
(City)	(State)	(Zip)	Table	e I - Non-I	Derivative Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of	2. Transaction I	Date 2A. De	emed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Ye	ar) Execut	ion Date, if	Transact	onAcquired (A) or	Securities	Form: Direct	Indirect		
(Instr 3)		anv		Code	Disposed of (D)	Beneficially	(D) or	Beneficial		

Security	(Month/Day/Year)	Execution Date, if	I ransactio	nAcquirea	(A) or		Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed	of (D)		Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	4 and 5)		Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(Λ)		Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D) Pr	ice	(Instr. 3 and 4)		
Common							15,856	D	
Common							800 (1)	Ι	By Wife

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

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. Transacti Code (Instr. 8)	5. orNumber 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 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 (2)	<u>(3)</u>	09/08/2009		J	40	(2)	(2)	Common	40	\$ 0

Edgar Filing: JOHNSON & JOHNSON - Form 4

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 Charles Prince		09/09/2009				
**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.

(2) The Phantom Stock Units acquired under the Issuer's Non-Employee Director Deferred Fee Plan on September 8, 2009 at \$59.99 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 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.