

JOHNSON & JOHNSON
Form 3
December 21, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting
Person *

JOHNSON & JOHNSON

(Last) (First) (Middle)

ONE JOHNSON AND
JOHNSON PLAZA

(Street)

NEW
BRUNSWICK, NJ 08933

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

12/16/2005

3. Issuer Name and Ticker or Trading Symbol
ANIMAS CORP [PUMP]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

6. Individual or Joint/Group
Filing(Check Applicable Line)
____X____ Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock, par value \$0.01 per share 6,153,393

I See explanatory note (1) below ⁽¹⁾

Common Stock, par value \$0.01 per share 1,616,488

I See explanatory note (2) below.
⁽²⁾

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

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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(Instr. 4)			Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)
Date Exercisable	Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOHNSON & JOHNSON ONE JOHNSON AND JOHNSON PLAZA NEW BRUNSWICK, NJ 08933	Y	Y	Y	Y

Signatures

Michael H. Ullmann --
Secretary

****Signature of Reporting Person** _____ **Date** _____

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).

Johnson & Johnson, a New Jersey Corporation, is party to a Stockholder Agreement dated as of December 16, 2005 with certain stockholders of Animas Corporation (the "Stockholder Agreement"). Pursuant to the Stockholder Agreement, Johnson & Johnson may be deemed a beneficial owner pursuant to Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Act"), of 6,153,393 shares of common stock, par value \$0.01 per share, of Animas Corporation that are subject to the Stockholder Agreement (the "Shares"). Pursuant to Rule 16a-1(a)(4) under the Act, Johnson & Johnson hereby states that this Initial Statement of Beneficial Ownership of Securities on Form 3 shall not be deemed an admission that Johnson & Johnson is, for purposes of Section 16 of the Act or otherwise, the beneficial owner of the shares. Johnson & Johnson has no pecuniary interest in the Shares.

- (2) As a result of a past acquisition of 1,616,488 shares of Animas Corporation common stock by Johnson & Johnson Development Corporation ("JJDC"), a wholly owned subsidiary of Johnson & Johnson, Johnson & Johnson may be deemed to indirectly beneficially own the securities that are directly beneficially owned by JJDC. The acquisition of these securities was reported on a Schedule 13G filed on February 3, 2005.

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.