## Edgar Filing: LANGBO ARNOLD G - Form 4

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Form 4	AKNOLD G													
February 1											С	MB AP	PROVA	۸L
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								SION	OME Num	B 3235-028 nber:				
Check	•••	11 ushington, 17.0. 2037)									Janua	-		
if no lo subject Section Form 4 Form 5	F CHANGES IN BENEFICIAL OWNERSHIP ( SECURITIES Section 16(a) of the Securities Exchange Act of 193								Estin burde	Expires: 2005 Estimated average burden hours per esponse 0.5				
obligat may co <i>See</i> Ins 1(b).				•		olding Co nt Compa	-	•	t of 1935 or S 1940	ection				
(Print or Type	e Responses)													
1. Name and LANGBO	2. Issuer Name <b>and</b> Ticker or Trading Symbol JOHNSON & JOHNSON [JNJ]						5. Relationship of Reporting Person(s) to Issuer							
(Last)	(Che							(Check	ck all applicable)					
				/Day/Y					_X_ Director 10% Owner Officer (give title Other (specify					
	N & JOHNSON, ( N & JOHNSON P		02/09/	2009					below)	r (give t		Othe low)	r (specify	
				nendme lonth/Da		Date Originar)	nal		<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>					
									Person					
(City)	(State)	(Zip)	Ta	ble I - I	Non	-Derivativ	e Sec	urities	Acquired, Dispo	sed of,	or Be	neficiall	y Owne	d
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ion Date 2A. Deemed 3. 4. Securities y/Year) Execution Date, if any Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A)					))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	7. Nature of Indirect ership Beneficial a: Ownership et (D) (Instr. 4) direct r. 4)			lirect		
				Code	v	Amount	or (D)	Price	(Instr. 3 and 4)					
Common	02/09/2009			А		1,714 (1)	А	\$0	6,570 <u>(2)</u>	D				
Common	12/29/2008			G	V	1,511	D	\$ 0	185 <u>(3)</u>	Ι			er-Direo g Trust	
Common									900 (4)	Ι		Held Wife	in Trus	t for
Common									700	I		Held	in lation	

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

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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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year) ve ss d		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 (5)	<u>(6)</u>				(5)	(5)	Common	0	

# **Reporting Owners**

Reporting Owner Name / Address								
I G G G G G G G G G G G G G G G G G G G	Director	10% Owner	Officer	Other				
LANGBO ARNOLD G JOHNSON & JOHNSON ONE JOHNSON & JOHNSON PLAZA NEW BRUNSWICK, NJ 08933	Х							
Signatures								
Linda E. King, Attorney in Fact for Arnol Langbo	ld G.	02	/11/2009	)				
**Signature of Reporting Person			Date					
Explanation of Responses:								

## 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) Annual grant of Restricted Stock issued to Non-Employee Directors under Issuer's Long-Term Incentive Plan.
- (2) Adjusted to reflect deduction of 1,511 shares which were transferred into Broker-Directed Living Trust.
- (3) Adjusted to reflect addition of 1,511 shares formerly held directly.

(4)

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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.

- (5) The Phantom Stock Units acquired under the Issuer's Non-Employee Director Deferred Fee Plan are to be settled in cash upon the Reporting Person's Retirement.
- (6) 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.