

Dyer Colin
 Form 4
 February 08, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN 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 *
 Dyer Colin

2. Issuer Name and Ticker or Trading Symbol
 JONES LANG LASALLE INC
 [JLL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 200 EAST RANDOLPH DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/07/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

CHICAGO, IL 60601

(City) (State) (Zip)

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

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 02/07/2013 | | S | 3,000 D | \$ 98.285 104,816 | D | |
| | | | | | (1) | | |

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Transaction Code (Instr. 8) | 5. Number 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Restricted Stock Units | \$ 0 | | | | | 07/03/2012 07/03/2013 ⁽²⁾ | Common Stock | 2,609 |
| Restricted Stock Units | \$ 0 | | | | | 07/01/2011 07/01/2013 ⁽³⁾ | Common Stock | 5,579 |
| Restricted Stock Units | \$ 0 | | | | | 07/01/2014 07/01/2016 ⁽⁴⁾ | Common Stock | 15,385 |
| Restricted Stock Units | \$ 0 | | | | | 02/25/2014 02/25/2014 | Common Stock | 7,847 |
| Restricted Stock Units | \$ 0 | | | | | 07/03/2013 07/03/2014 ⁽⁵⁾ | Common Stock | 9,458 |
| Restricted Stock Units | \$ 0 | | | | | 02/23/2015 02/23/2015 | Common Stock | 6,186 |
| Restricted Stock Units | \$ 0 | | | | | 02/23/2015 02/23/2017 ⁽⁶⁾ | Common Stock | 7,278 |
| Restricted Stock Units | \$ 0 | | | | | 07/01/2013 07/01/2015 ⁽⁷⁾ | Common Stock | 16,589 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Dyer Colin 200 EAST RANDOLPH DRIVE CHICAGO, IL 60601 | X | | President and CEO | |

Signatures

Mark J. Ohringer, as
attorney-in-fact

02/08/2013

__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).

This represents the aggregate number of shares sold on the date indicated and the weighted average price at which such sales were made.

- (1) Such sales were made at prices ranging from \$98.10 to \$98.47 per share. The reporting person will provide to the Commission, the issuer and any stockholder, upon request, full information regarding the number of shares sold at each separate price.
- (2) Vests with respect to one-half of the shares on each of July 3, 2012 and July 3, 2013.
- (3) Vests with respect to one half of the shares on each of July 1, 2011 and July 1, 2013.
- (4) Vests with respect to one-half of the shares on each of July 1, 2014 and July 1, 2016.
- (5) Vests with respect to one-half of the shares on each of July 3, 2013 and July 3, 2014.
- (6) Vests with respect to one-half of the shares on each of February 23, 2015 and February 23, 2017.
- (7) Vests with respect to one-half of the shares on each of July 1, 2013 and July 1, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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