

Ullmann Michael H
 Form 3
 January 03, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *

Ullmann Michael H
 (Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
 01/01/2012

3. Issuer Name and Ticker or Trading Symbol
 JOHNSON & JOHNSON [JNJ]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 VP, General Counsel

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

JOHNSON &
 JOHNSON, ONE JOHNSON
 & JOHNSON PLAZA
 (Street)

NEW
 BRUNSWICK, NJ 08933
 (City) (State) (Zip)

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 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	39,382	D	
Common Stock	12 ⁽¹⁾	I	Johnson & Johnson Stock Fund under the 401(k) Savings Plan
Common Stock	1,287 ⁽²⁾	I	ESOP under the 401(k) Savings Plan

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

SEC 1473 (7-02)

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

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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 (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to Buy) ⁽³⁾	02/11/2006	02/08/2013	Common Stock	1,915	\$ 52.2	D	Â
Stock Option (Right to Buy) ⁽³⁾	02/10/2007	02/07/2014	Common Stock	1,850	\$ 53.93	D	Â
Stock Option (Right to Buy) ⁽³⁾	02/10/2007	02/07/2014	Common Stock	20,650	\$ 53.93	D	Â
Stock Option (Right to Buy) ⁽³⁾	02/15/2008	02/13/2015	Common Stock	1,510	\$ 66.18	D	Â
Stock Option (Right to Buy) ⁽³⁾	02/15/2008	02/13/2015	Common Stock	21,490	\$ 66.18	D	Â
Stock Option (Right to Buy) ⁽⁴⁾	02/14/2009	02/12/2016	Common Stock	22,626	\$ 58.34	D	Â
Stock Option (Right to Buy) ⁽⁴⁾	02/13/2010	02/10/2017	Common Stock	27,735	\$ 65.62	D	Â
Restricted Share Units ⁽⁴⁾	02/09/2012	Â ⁽⁵⁾	Common Stock	9,142	\$ ⁽⁵⁾	D	Â
Restricted Share Units ⁽⁴⁾	02/08/2013	Â ⁽⁵⁾	Common Stock	8,943	\$ ⁽⁵⁾	D	Â
Restricted Share Units ⁽⁴⁾	01/10/2014	Â ⁽⁵⁾	Common Stock	9,265	\$ ⁽⁵⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ullmann Michael H JOHNSON & JOHNSON ONE JOHNSON & JOHNSON PLAZA NEW BRUNSWICK, NJ 08933	Â	Â	Â VP, General Counsel	Â

Signatures

Linda E. King, as Attorney-in-Fact for Michael H. Ullmann

01/03/2012

 **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).
- (1) Shares held in the Johnson & Johnson Stock Fund under Johnson & Johnson's 401(k) Savings Plan as of Plan's most recent reporting date (12/31/2011).
- (2) Shares held by ESOP under Johnson & Johnson's 401(k) Savings Plan as of Plan's most recent reporting date (12/31/2011).
- (3) Awarded under Issuer's Stock Option Plan.
- (4) Awarded under Issuer's Long-Term Incentive Plan.
- (5) Each Restricted Share Unit represents a contingent right to receive one share of Company Common Stock and vests three (3) years after date of grant.

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.