### Edgar Filing: JOHNSON & JOHNSON - Form 4

JOHNSON	& JOHNSON												
Form 4													
March 15, 2									0				
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								NOI			MB APPROVAL		
		<b>BIIII</b>		ashingto					OMB Num		3235-	0287	
Check t if no loi	laer								Expir	res:	January 31 2005		
subject to STATEMENT OF CHANGES					ES IN BENEFICIAL OWNERSHIP OF ECURITIES					mated average den hours per		0.5	
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17	(a) of the l	Public I	Utility Ho	olding Co		ange Act of 19 et of 1935 or S 1940						
(Print or Type	Responses)												
1. Name and Address of Reporting Person <u>*</u> LANGBO ARNOLD G			2. Issuer Name <b>and</b> Ticker or Trading Symbol JOHNSON & JOHNSON [JNJ]				5. Relationship of Reporting Person(s) to Issuer						
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				(Check all applicable)						
JOHNSON & JOHNSON, ONE JOHNSON & JOHNSON PLAZA			(Month/Day/Year) 03/14/2006				X_ Director10% Owner Officer (give titleOther (specify below)below)						
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check						
Fil			Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
NEW BRU	JNSWICK, NJ 08	933					Person	·			-		
(City)	(State)	(Zip)	Та	ble I - Non	-Derivativ	e Securities	Acquired, Dispo	osed of,	or Bei	neficially	Owned	1	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, Amount	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Owne Form: Direct or Ind (I) (Instr.	(D) irect	7. Natur Benefic Owners (Instr. 4	ial hip	lirect	
Common				coue r	7 milount		3,225	D					
Common							185	Ι		By Broke Living		cted	
Common							900 (1)	Ι		Held i Wife	n Trus	t for	
Common							700	Ι		Held i Found			

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 information contained in this form are not 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. Transact Code (Instr. 8)	Derivative	Expiration Date e (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivativ Security (Instr. 5)
			Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units <u>(2)</u>	<u>(3)</u>	03/14/2006	J	662	(2)	(2)	Common	662	<u>(2)</u>

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	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 Arno Langbo	03/15/2006						
**Signature of Reporting Person			Date				
Evaloretion of Deener							

## **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 March 14, 2006 at \$59.19 per share are to be settled in cash upon the Reporting Person's Retirement.

(**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.

#### **Reporting Owners**

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