

JONES LANG LASALLE INC
 Form 4
 February 27, 2014

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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)
 02/25/2014

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | | | | (A) or (D) | 84,772 | D | |

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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---------------------------|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Restricted Stock Units | \$ 0 | 02/25/2014 | | A | 6,099 | 02/25/2017 | 02/25/2019 ⁽¹⁾ | Common Stock | 6,099 |
| Restricted Stock Units | \$ 0 | 02/25/2014 | | A | 5,285 | 08/25/2015 | 08/25/2016 ⁽²⁾ | Common Stock | 5,285 |
| Restricted Stock Units | \$ 0 | 02/25/2014 | | A | 4,879 | 02/25/2017 | 02/25/2017 | Common Stock | 4,879 |
| Restricted Stock Units | \$ 0 | | | | | 07/03/2013 | 07/03/2014 ⁽³⁾ | Common Stock | 4,729 |
| Restricted Stock Units | \$ 0 | | | | | 07/03/2014 | 07/03/2015 ⁽⁴⁾ | Common Stock | 6,969 |
| Restricted Stock Units | \$ 0 | | | | | 02/23/2015 | 02/23/2015 | Common Stock | 6,186 |
| Restricted Stock Units | \$ 0 | | | | | 02/23/2015 | 02/23/2017 ⁽⁵⁾ | Common Stock | 7,278 |
| Restricted Stock Units | \$ 0 | | | | | 07/01/2014 | 07/01/2016 ⁽⁶⁾ | Common Stock | 15,380 |
| Restricted Stock Units | \$ 0 | | | | | 02/25/2014 | 02/25/2014 | Common Stock | 7,847 |
| Restricted Stock Units | \$ 0 | | | | | 02/25/2016 | 02/25/2018 ⁽⁷⁾ | Common Stock | 7,752 |
| Restricted Stock Units | \$ 0 | | | | | 02/25/2016 | 02/25/2018 ⁽⁸⁾ | Common Stock | 6,202 |
| | \$ 0 | | | | | 07/01/2013 | 07/01/2015 ⁽⁹⁾ | | 8,294 |

Restricted
Stock
Units

Common
Stock

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

/s/ Mark J. Ohringer, as
attorney-in-fact

02/26/2014

__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).
- (1) Vests with respect to one-half of the shares on each of February 25, 2017 and February 25, 2019.
- (2) Vests with respect to one-half of the shares on each of August 25, 2015 and August 25, 2016.
- (3) Vests with respect to one-half of the shares on each of July 3, 2013 and July 3, 2014.
- (4) Vests with respect to one-half of the shares on each of July 3, 2014 and July 3, 2015.
- (5) Vests with respect to one-half of the shares on each of February 23, 2015 and February 23, 2017.
- (6) Vests with respect to one-half of the shares on each of July 1, 2014 and July 1, 2016.
- (7) Vests with respect to one-half of the shares on each of February 25, 2016 and February 25, 2018.
- (8) Vests with respect to one-half of the shares on each of February 25, 2016 and February 25, 2018.
- (9) 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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