## Edgar Filing: JOHNSON & JOHNSON - Form 4

JOHNSON &	JOHNSON									
Form 4										
September 12	2, 2006									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									PPROVAL	
	UNITE	D STATES		ITIES AI hington, l			COMMISSION	OMB Number:	3235-0287	
Check this								Expires:	January 31,	
if no longe subject to Section 16	<b>STATI</b> 5.	EMENT O	F CHAN	GES IN E SECURI		CIAL OW	Estimated average burden hours per			
Form 4 or Form 5			<b>a</b> 17		a	<b>F</b> 1		response	0.5	
obligation							ge Act of 1934,			
may conti				•		•	f 1935 or Sectio	n		
See Instru	ction	30(n)	of the Inv	vestment	Company	Act of 19	40			
1(b).										
(Print or Type R	esponses)									
1. Name and Address of Reporting Person *2. IssuREINEMUND STEVENSymbol				Name and '	Ticker or T	rading	5. Relationship of Reporting Person(s) to Issuer			
			-	ON & JOI	HNSON [	JNJ]				
(Last)	(First)	(Middle)	3 Date of	Earliest Tra	nsaction		(Cheo	ck all applicable	e)	
(2000)	(1 1100)	(initiatite)	(Month/Da		insaction		X Director	10%	o Owner	
JOHNSON & JOHNSON, ONE 09/12/20			-			Officer (give titleOther (specify				
JOHNSON &	& JOHNSON	PLAZA					below)	below)		
	(Street)		4. If Amer	Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
				nth/Day/Year)			Applicable Line)			
NEW BRUN	ISWICK, NJ (	)8933					_X_ Form filed by Form filed by M Person	One Reporting Po More than One Ro		
(City)	(State)	(Zip)								
(eng)	(Build)	(24)	Table	e I - Non-De	erivative So	ecurities Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, in any (Month/Day/Year)			on Date, if	Code Disposed of (D)			SecuritiesIBeneficially0OwnedIFollowing0	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	<ul><li>(A)</li><li>or</li><li>(D) Price</li></ul>	Reported Transaction(s) (Instr. 3 and 4)			
Common							4,425	D		
Reminder: Repo	ort on a separate l	ine for each c	lass of secur	rities benefic	cially owne	d directly or	indirectly.			

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	2.	3. Transaction Date	3A. Deemed	4. 5	i.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Date	Underlying Securities	Derivative

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		/Year)	(Instr. 3 and 4)		Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units <u>(2)</u>	(1)	09/12/2006		J	10	(2)	(2)	Common	10	<u>(2)</u>

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
REINEMUND STEVEN JOHNSON & JOHNSON ONE JOHNSON & JOHNSON PLAZA NEW BRUNSWICK, NJ 08933	Х						
Signatures							
Linda E. King, as Attorney-in-Fact for Steven S Reinemund 09/12/2006							
**Signature of Reporting Person			Date	e			

## **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) 1 for 1
- (2) The Phantom Stock Units acquired under the Issuer's Non-Employee Director Deferred Fee Plan on September 12, 2006 at \$63.82 per share are to be settled in cash upon the Reporting Person's Retirement.

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.