## Edgar Filing: COSGROVE STEPHEN J - Form 4

COSGROVI Form 4 September 1	E STEPHEN J 1, 2012											
									OMB APPROVAL			
<b>CUNIVI 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMMISSION	OMB Number:	3235-0287		
Check this box										Expires:	January 31, 2005	
if no long subject to Section 1 Form 4 c Form 5	or <b>SIAIEN</b> or	<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</b> Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,										
obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17(	a) of the I	Public U	tility H	Iold		pany	Act of	1935 or Section	1		
(Print or Type ]	Responses)											
1. Name and Address of Reporting Person <u>*</u> COSGROVE STEPHEN J						Ticker or T		0	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N	Middle)				ansaction		-	(Checl	ek all applicable)		
(				(Month/Day/Year) 09/07/2012					below)	title 10% Owner below) orate Controller		
	4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check					
Filed(Month/ NEW BRUNSWICK, NJ 08933						)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - No	on-D	erivative S	Securi		iired, Disposed of	or Beneficial	v Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Fransaction Date 2A. Deemed				4. Securiti n(A) or Dis (Instr. 3, 4	ies Ac sposed	quired l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. 7. Nature o Ownership Indirect Form: Direct Beneficial (D) or Ownership Indirect (I) (Instr. 4) (Instr. 4)		
C				Code	V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	09/07/2012			М		23,085	А		102,915	D		
Common Stock	09/07/2012			S		20,085	D	\$ 67.78 (1)	82,830	D		
Common Stock (2)	08/31/2012			J	V	17	A	(2)	404	Ι	Johnson & Johnson Stock Fund under the 401(k) Savings	

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									Plan		
Common Stock (3)							.,594	Ι	ESOP under the 401(k) Savings Plan		
Reminder: Re	port on a separ	rate line for each class	s of securities benefic	cially owned	l direc	tly or indir	rectly.				
	informat required	tion co I to re s a cui	ontained espond u	to the collect I in this form a nless the forn alid OMB cont	are not n	EC 1474 (9-02)					
			tive Securities Acqui ıts, calls, warrants, o								
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)	Code	5. Number of tiorDerivative Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)		6. Date Exerci Expiration Dat (Month/Day/Y	te	Underlying S	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
Employee				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy) (4)	\$ 52.2	09/07/2012		М		23,085	02/11/2006	02/08/2013	Common Stock	23,085	
Report	ing Ov	vners									
Repo	orting Owner	Name / Address		Relationships							
	Tung of the		Director	10% Owner	Г	Officer	Other				
COSGROVE STEPHEN J JOHNSON & JOHNSON ONE JOHNSON & JOHNSON PLAZA NEW BRUNSWICK, NJ 08933				Corporate Controller							
Signat	ures										
Linda E. King, Attorney-in-Fact for Stephen J. Cosgrove				09/	11/20	)12					
	**Signature			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 transaction was executed in multiple trades at prices ranging from \$67.75 to \$67.83. The price reported above reflects the weighted
(1) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (2) Shares acquired in the Johnson & Johnson Stock Fund under the Johnson & Johnson 401(k) Savings Plan as of Plan's most recent reporting date (08/31/2012).
- (3) Shares held by ESOP under the Johnson & Johnson 401(k) Savings Plan as of Plan's most recent reporting date (8/31/2012).
- (4) Awarded under Issuer's Stock Option Plan and exercisable in full starting three years from 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.