

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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Duato Joaquin</u> _____ (Last) (First) (Middle) <u>ONE JOHNSON &amp; JOHNSON PLAZA</u> _____ (Street) <u>NEW BRUNSWICK NJ 08933</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>JOHNSON &amp; JOHNSON [ JNJ ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice Chair, Exec Committee</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/07/2018</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/07/2018		M		19,293	A	\$62.2	112,848	D	
Common Stock	11/07/2018		M		15,577	A	\$65.37	128,425	D	
Common Stock	11/07/2018		M		5,130	A	\$58.33	133,555	D	
Common Stock	11/07/2018		S		40,000	D	\$144.362 <sup>(1)</sup>	93,555	D	
Common Stock								636 <sup>(2)</sup>	I	By 401k

**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)	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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Employee Stock Options (Right to Buy)	\$62.2	11/07/2018		M			19,293	01/11/2014	01/08/2021	Common Stock 19,293	\$0.0000	0.0000	D	
Employee Stock Options (Right to Buy)	\$65.37	11/07/2018		M			15,577	01/18/2015	01/17/2022	Common Stock 15,577	\$0.0000	84,423	D	
Employee Stock Options (Right to Buy)	\$58.33	11/07/2018		M			5,130	02/10/2012	02/08/2019	Common Stock 5,130	\$0.0000	0.0000	D	

**Explanation of Responses:**

- This transaction was executed in multiple trades at prices ranging from \$144.31 to \$144.484. The price reported above reflects the weighted 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.
- Includes shares accrued due to dividend reinvestment in the Johnson & Johnson Stock Fund under the Johnson & Johnson Savings Plan as of the Plan's most recent reporting date (10/31/2018).

Linda E. King, as attorney-in-fact for Joaquin Duato 11/09/2018

\*\* Signature of Reporting Person    Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**