FORM 4

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
   Fasolo Peter
   ONE JOHNSON & JOHNSON PLAZA
   NEW BRUNSWICK NJ 08933

2. Issuer Name and Ticker or Trading Symbol
   JOHNSON & JOHNSON [ JNJ ]

3. Date of Earliest Transaction (Month/Day/Year)
   02/14/2022

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
   Director
   Exec VP, Chief HR Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
   X 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

<table>
<thead>
<tr>
<th>Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Code</th>
<th>V</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>02/14/2022</td>
<td>M</td>
<td>11,154</td>
<td>A</td>
<td>$0.0000(1)</td>
</tr>
<tr>
<td>Common Stock</td>
<td>02/14/2022</td>
<td>F</td>
<td>5,114(2)</td>
<td>D</td>
<td>$165.89</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Code</th>
<th>V</th>
<th>(A) or (D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee Stock Options (Right to Buy)(3)</td>
<td>(3)</td>
<td>02/14/2022</td>
<td>A</td>
<td>43,256</td>
<td>02/14/2025/02/14/2032</td>
<td>Common Stock</td>
<td>43,256</td>
<td>$165.89</td>
<td>43,256</td>
</tr>
<tr>
<td>Restricted Share Units (4)</td>
<td>(4)</td>
<td>02/14/2022</td>
<td>A</td>
<td>2,190</td>
<td>02/14/2025/02/14/2032</td>
<td>Common Stock</td>
<td>2,190</td>
<td>$0.0000</td>
<td>2,190</td>
</tr>
<tr>
<td>Performance Share Units $0.0006(5)</td>
<td>(5)</td>
<td>02/15/2022</td>
<td>M</td>
<td>11,154</td>
<td>02/11/2022/02/14/2032</td>
<td>Common Stock</td>
<td>11,154</td>
<td>$0.0000</td>
<td>1,063</td>
</tr>
</tbody>
</table>

Explanation of Responses:
1. Performance Share Units awarded under Issuer's Long-Term Incentive Plan on February 11, 2019; converted into shares of Common Stock upon vesting.
2. Shares withheld for payment of taxes upon vesting of Performance Share Units.
3. Awarded under Issuer's Long-Term Incentive Plan.
4. Awarded under Issuer's Long-Term Incentive Plan. Each Restricted Share Unit represents a contingent right to receive one share of Common Stock and vests three years after date of grant.
5. Performance Share Units awarded under Issuer's Long-Term Incentive Plan on February 11, 2019. A portion of these Performance Share Units have been forfeited.

Raavi K. Deol, as attorney-in-fact for Peter Fasolo
02/16/2022
** Signature of Reporting Person

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).


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.