United States Securities and Exchange Commission

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
   Hait William
   (Last) (First) (Middle)
   ONE JOHNSON & JOHNSON PLAZA
   (Street)
   NEW BRUNSWICK NJ 08933
   (City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
   04/21/2022

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

5. Relationship of Reporting Person(s) to Issuer
   X Director
   10% Owner
   Officer (give title below)
   Other (specify below)

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>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>04/21/2022</td>
<td>M</td>
<td>A</td>
<td>$90.44</td>
<td>29,699</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>04/21/2022</td>
<td>S</td>
<td>100</td>
<td>D $183.577</td>
<td>109,935</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>04/21/2022</td>
<td>S</td>
<td>100</td>
<td>D $183.577</td>
<td>109,935</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>04/21/2022</td>
<td>S</td>
<td>225</td>
<td>D $183.577</td>
<td>109,935</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>04/21/2022</td>
<td>S</td>
<td>700</td>
<td>D $183.577</td>
<td>109,935</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>04/21/2022</td>
<td>S</td>
<td>1,403</td>
<td>D $183.577</td>
<td>109,935</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>04/21/2022</td>
<td>S</td>
<td>1,696</td>
<td>D $183.577</td>
<td>109,935</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>04/21/2022</td>
<td>S</td>
<td>2,884</td>
<td>D $183.577</td>
<td>109,935</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>04/21/2022</td>
<td>S</td>
<td>22,591</td>
<td>D $183.577</td>
<td>109,935</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee Stock Options (Right to Buy)</td>
<td>$90.44</td>
<td>04/21/2022</td>
<td>M</td>
<td>29,699</td>
<td>02/11/2017</td>
<td>02/09/2024</td>
<td>Common Stock 29,699 $0.000000  29,699 $0.000000  29,699 $0.000000</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
1. This transaction was executed in multiple trades at prices ranging from 183.57 to 183.64. 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.

Remarks:
Title: Executive Vice President, Chief External Innovation, Medical Safety and Global Public Health Officer
Raavi Deol, as attorney-in-fact for William Hait
04/25/2022
** 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).
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.