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JOHNSON & JOHNSON
Form 8-K
February 15, 2007

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported):
February 12, 2007

JOHNSON & JOHNSON
(Exact name of registrant as specified in its charter)

New Jersey	1-3215	22-1024240
(State or Other	(Commission File	IRS Employer Identi-
Jurisdiction of	File Number)	fication No.)
Incorporation		

One Johnson & Johnson Plaza, New Brunswick, New Jersey 08933
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code:
732-524-0400

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On February 12, 2007, the Company announced that Michael J. Dormer, Worldwide Chairman, Medical Devices, has retired from the Corporation, effective immediately. The Company issued a related press release dated February 12, 2007, which appears as Exhibit 99.1 to this report.

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Item 8.01. Other Events.

On February 12, 2007, the Company voluntarily disclosed to the U.S. Department of Justice ("DOJ") and the U.S. Securities and Exchange Commission ("SEC") that subsidiaries outside the United States are believed to have made improper payments in connection with the sale of medical devices in two small-market countries. The actions were contrary to the Company's policies, and the payments may fall within the jurisdiction of the Foreign Corrupt Practices Act. The Company will provide additional information to DOJ and SEC, and will cooperate with the agencies' reviews of these matters. The Company issued a related press release dated February 12, 2007, which appears as Exhibit 99.1 to this report.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

JOHNSON & JOHNSON
(Registrant)

Date: February 15, 2007 By: /s/ S. M. Rosenberg
S. M. Rosenberg
Secretary

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press release dated February 12, 2007.