

JONES LANG LASALLE INC

Form 4

July 18, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
PENROSE SHEILA A

2. Issuer Name **and** Ticker or Trading
Symbol
JONES LANG LASALLE INC
[JLL]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

200 EAST RANDOLPH DRIVE

(Street)

CHICAGO, IL 60601

(City)

(State)

(Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
06/30/2014

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

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

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 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	06/30/2014		A ⁽¹⁾		435	A	\$ 126.39
							54,415
							D

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

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information contained in this form are not
required to respond unless the form
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SEC 1474
(9-02)

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

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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 Underlying Securities (Instr. 3 and 4)	8. D S (	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0					05/31/2012	<u>(2)</u>	Common Stock	0
Restricted Stock Units	\$ 0					05/29/2013	<u>(2)</u>	Common Stock	0
Restricted Stock Units	\$ 0					05/28/2014	<u>(2)</u>	Common Stock	0
Restricted Stock Units	\$ 0					12/01/2013 ⁽³⁾	06/01/2015	Common Stock	871
Restricted Stock Units	\$ 0					11/30/2015 ⁽⁴⁾	05/30/2017	Common Stock	990
Restricted Stock Units	\$ 0					05/26/2016	<u>(2)</u>	Common Stock	967
Restricted Stock Units	\$ 0 ⁽⁵⁾					05/27/2015	<u>(2)</u>	Common Stock	1,186
Restricted Stock Units	\$ 0					11/30/2014 ⁽⁶⁾	05/31/2016	Common Stock	1,307

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PENROSE SHEILA A 200 EAST RANDOLPH DRIVE	X			

CHICAGO, IL 60601

Signatures

Gordon G. Repp, as attorney-in-fact for Sheila A.
Penrose

07/18/2014

__Signature of Reporting Person

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).

- Represents shares elected to be received in lieu of annual cash retainer of \$140,000 payable in equal quarterly installments in advance, and annual cash committee retainers payable in advance for the third quarter of fiscal year 2014 in accordance with prior election under the Non-Executive Director Compensation Plan. The receipt of these shares has been deferred pursuant to the Non-Executive Director Compensation Plan.
- (1)
 - (2) Vests on the fifth anniversary of the grant date.
 - (3) Vests with respect to one-half of the shares on each of December 1, 2013 and June 1, 2015.
 - (4) Vests with respect to one-half of the shares on each of November 30, 2015 and May 30, 2017.
 - (5) Converts to common stock on vesting date.
 - (6) Vests with respect to one-half of the shares on each of November 30, 2014 and May 31, 2016.

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

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