

JONES LANG LASALLE INC
 Form 4
 March 10, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 O'Brien Greg

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 E. RANDOLPH DR.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 03/07/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 CEO, Americas

CHICAGO, IL 60601

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | | | | (A) or (D) | 10,658 | D | |

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

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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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Restricted Stock Units | \$ 0 | 03/07/2014 | | A | 1,216 | 07/01/2017 07/01/2019 ⁽¹⁾ | Common Stock | 1,216 |
| Restricted Stock Units | \$ 0 | | | | | 01/01/2016 ⁽²⁾ 01/01/2018 | Common Stock | 5,900 |
| Restricted Stock Units | \$ 0 | | | | | 07/01/2014 ⁽³⁾ 07/01/2016 | Common Stock | 1,000 |
| Restricted Stock Units | \$ 0 | | | | | 07/01/2015 ⁽⁴⁾ 07/01/2017 | Common Stock | 620 |
| Restricted Stock Units | \$ 0 | | | | | 07/01/2016 ⁽⁵⁾ 07/01/2018 | Common Stock | 1,300 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| O'Brien Greg 200 E. RANDOLPH DR. CHICAGO, IL 60601 | | | CEO, Americas | |

Signatures

/s/ Mark J. Ohringer, as attorney-in-fact
 Date: 03/10/2014

**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).
- (1) Vests with respect to one-half of the shares on each of July 1, 2017 and July 1, 2019.

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- (2) Vests with respect to one-half of the shares on each of January 1, 2016 and January 1, 2018.
- (3) Vests with respect to one-half of the shares on each of July 1, 2014 and July 1, 2016.
- (4) Vests with respect to one-half of the shares on each of July 1, 2015 and July 1, 2017.
- (5) Vests with respect to one-half of the shares on each of July 1, 2016 and July 1, 2018.

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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