

ANNUAL RATES Past Past Est'd '01-5 Yrs. 7.5% to '08-'1 of change (per sh) 10 Yrs. Sales "Cash Flow" 9.0% 11.5% 13.5% 13.0% 14.0% 11.5% Earnings Dividends Book Value 12.0% 16.0%

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Current Liab

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DOOK Value 14.5/6 12.0/6 10.0/6					
Fiscal Year Ends			ALES (\$ m Sep.Per	ill.) ^A Dec.Per	Full Fiscal Year
2002	8743	9073	9079	9403	36298
2003	9831	10322	10455	11254	41862
2004	11559	11484	11553	12752	47348
2005	12575	12500	12300		50675
2006	13400	13500	13250	14325	54475
Fiscal	EARNINGS PER SHARE AB _Full .				
Year Ends	Mar.Per	Jun.Per	Sep.Per	Dec.Per	Fiscal Year
2002	.59	.60	.60	.44	2.23
2003	.69	.70	.69	.57	2.65
2004	.83	.82	.78	.67	3.10
2005	.92	.91	.85	.72	3.40
2006	1.00	1.00	.95	.80	3.75
Cal-	QUARTERLY DIVIDENDS PAID C=				
endar	Mar.31	Jun.30	Sep.30	Dec.31	Year
2001	.16	.18	.18	.18	.70
2002	.18	.205	.205	.205	.80
2003	.20	.24	.24	.24	.92
2004	.24	.285	.285	.285	1.10
2005	.285				Lina

Johnson & Johnson is set to make the largest acquisition in its history. Ending months of speculation, the company announced in late December that it had agreed to purchase Guidant for an estimated \$24 billion. For \$30.40 in cash and \$45.60 in its stock for each of the target's shares, the New Jersey-based acquirer will get a lucrative and rapidly expanding cardiac rhythm management business. J&J will also get Guidant's bioerodable polymer and stents program, which should enhance its long-term competitive stance in the nascent drug-eluting stents market. The purchase would also eliminate a potential competitor that could have exerted substantial pricing and margin pressures in the stents arena. Some product divestitures will probably be required by government regulators, but the deal should close in the third quarter. The addition is expected to shave a few pennies from earnings in 2005 and 2006. It should enhance the growth rate in the subsequent years. (Note: Guidant will be excluded from our figures until the merger actually closes.)

The diversified healthcare products behemoth continues to perform very

well on its own. Indeed, it staged a broadbased top-line advance in 2004, with the Pharmaceutical, Medical Devices and Diagnostics, and Consumer segments posting gains of 13.4%, 13.2%, and 12.1%, respectively. Aggregate revenues were up 13.1%, which helped fuel a 17% expansion in share profits. Looking ahead, though, slumping *Procrit* sales, as well as impending launches of generic *Duragesic* and *Concerta*, strongly suggest that business activity won't be as dynamic in 2005. That said, we have added \$0.05 to our share-net estimate (to \$3.40), factoring in increased expectations for drug-eluting stent Cypher, a delay in *Duragesic* generics, and a slightly lower tax rate. In all, we look for revenues to increase 7% and for share profits to expand 10%. A comparable bottom-line gain seems likely next year.

This timely išsue represents a core long-term holding. J&J's robust presence in a host of healthcare sectors is certainly attractive. So, too, is its potent financial position, as this gives management ample flexibility. We think the stock will yield solid total returns to late decade. George Rho March 4, 2005

(A) Year ends on last Sunday of December.
(B) Primary earnings through '96, diluted thereafter. Excludes nonrecurring gains/(losses): '90, 5¢; '92, 23¢; '98, 22¢; '99, 2¢; '01, (7¢);

'02, (7¢); '03: Q2, (30¢). Next earnings report due mid-Apr. **(C)** Dividends historically paid mid: March, June, Sept., Dec. Div'd reinvestment plan available. (D) Incl. intang.: In '03,

\$12.2 billion, \$3.91/sh. (E) In mill., adj. for stock splits.

Company's Financial Strength Stock's Price Stability A++ 95 Price Growth Persistence **Earnings Predictability** 100