

PhaseBio Pharmaceuticals Inc  
Form SC 13G  
January 22, 2019  
7

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b),(c) AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)  
(Amendment No. )<sup>1</sup>

PhaseBio Pharmaceuticals, Inc.  
(Name of Issuer)

Common Stock, \$0.001 par value  
(Title of Class of Securities)

717224109  
(CUSIP Number)

December 31, 2018  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)  
☐ Rule 13d-1(c)  
☒ Rule 13d-1(d)

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<sup>1</sup> The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.



CUSIP No. 717224109

1.	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
	Johnson & Johnson EIN: 22-1024240
2.	CHECK THE APPROPRIATE BOX IF (a) <input type="checkbox"/> A (b) <input type="checkbox"/> MEMBER OF A GROUP SEC USE ONLY
3.	
4.	CITIZENSHIP OR PLACE OF ORGANIZATION  New Jersey
	SOLE VOTING POWER
5.	-0-
6.	SHARED VOTING POWER  1,616,863*
7.	SOLE DISPOSITIVE POWER

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

-0-

8. SHARED  
DISPOSITIVE  
POWER

1,616,863\*

9. AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON

1,616,863\*

10. CHECK  
BOX  
IF  
THE  
AGGREGATE  
AMOUNT  
IN [ ]  
ROW  
(9)  
EXCLUDES  
CERTAIN  
SHARES

11. PERCENT OF  
CLASS  
REPRESENTED  
BY AMOUNT IN  
ROW (9)

6.6%\*\*

12. TYPE OF  
REPORTING  
PERSON

CO

\* As of December 31, 2018.

\*\* Based on 24,498,275 shares of Common Stock outstanding as of November 26, 2018, as reported in the Issuer's Report on Form 10-Q for the period ended September 30, 2018 filed with the Securities and Exchange Commission on November 29, 2018.



CUSIP No. 717224109

1. NAME OF  
REPORTING  
PERSON  
S.S. OR I.R.S.  
IDENTIFICATION  
NO. OF ABOVE  
PERSON

Johnson & Johnson  
Innovation-JJDC,  
Inc.  
EIN: 22-2007137

2. CHECK  
THE  
APPROPRIATE  
BOX  
IF  
A (a) [ ]  
MEMBER  
OF  
A  
GROUP

3. SEC USE ONLY

4. CITIZENSHIP OR  
PLACE OF  
ORGANIZATION

New Jersey

5. SOLE VOTING  
POWER

-0-

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6. SHARED  
VOTING  
POWER

7. 1,616,863\*

SOLE  
DISPOSITIVE  
POWER

-0-

SHARED  
DISPOSITIVE  
POWER

8.

1,616,863\*

AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON

9.

1,616,863\*

CHECK  
BOX  
IF  
THE  
AGGREGATE  
AMOUNT  
IN [ ]  
ROW  
(9)  
EXCLUDES  
CERTAIN  
SHARES

10.

PERCENT OF  
CLASS  
REPRESENTED  
BY AMOUNT IN  
ROW (9)

11.

6.6%\*\*

TYPE OF  
REPORTING  
PERSON

12.

CO

\* As of December 31, 2018.

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CUSIP No. 717224109

SCHEDULE 13G

ITEM NAME OF  
1(a) ISSUER:

PhaseBio  
Pharmaceuticals,  
Inc.

ITEM ADDRESS OF  
1(b) ISSUER'S  
PRINCIPAL  
EXECUTIVE  
OFFICES:

1 Great Valley  
Parkway, Suite  
30, Malvern, PA  
19355

ITEM NAME OF  
2(a) PERSON  
FILING:

This statement is  
being filed by  
Johnson &  
Johnson, a New  
Jersey corporation  
("J&J"), and  
Johnson &  
Johnson  
Innovation-JJDC,  
Inc., a New Jersey  
corporation  
("JJDC"). JJDC is a  
wholly-owned  
subsidiary of J&J.  
The securities  
reported herein as  
being held by J&J  
and JJDC are  
directly  
beneficially  
owned by JJDC.  
J&J may be

deemed to  
indirectly  
beneficially own  
the securities that  
are directly  
beneficially  
owned by JJDC.

ITEM ADDRESS OF  
2(b) PRINCIPAL  
BUSINESS  
OFFICE:

J&J: One  
Johnson &  
Johnson Plaza,  
New Brunswick,  
NJ 08933  
JJDC: 410  
George Street,  
New Brunswick,  
NJ 08901

ITEM  
2(c) CITIZENSHIP:

J&J: New Jersey  
JJDC: New Jersey

ITEM TITLE OF  
2(d) CLASS OF  
SECURITIES:

Common Stock,  
\$0.001 par value

ITEM CUSIP  
2(e) NUMBER:

717224109

ITEM 3 STATEMENTS  
FILED  
PURSUANT TO  
RULES 13D-1(B)  
OR 13D-2(B) OR  
(C):

Not applicable.

ITEM 4 OWNERSHIP:

The information  
set forth in the  
cover pages to  
this Schedule 13G  
is incorporated  
herein by  
reference thereto.

ITEM 5 OWNERSHIP OF  
FIVE PERCENT  
OR LESS OF A  
CLASS:

Not applicable.

CUSIP No. 717224109

ITEM 6 OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Not applicable.

ITEM 7 IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT COMPANY:

Not applicable.

ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not applicable.

ITEM 9 NOTICE OF DISSOLUTION OF GROUP:

Not applicable.

ITEM 10 CERTIFICATION:

Not applicable.

CUSIP No. 717224109

SIGNATURE

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: January 22, 2019

JOHNSON & JOHNSON

By: /s/ Thomas Spellman III

Name: Thomas Spellman III

Title: Secretary

JOHNSON & JOHNSON  
INNOVATION-JJDC, INC.

By: /s/ Kevin Norman

Name: Kevin Norman

Title: Assistant Secretary