

WEBB EARL E  
Form 4/A  
March 20, 2002  
FORM 4/A

( ) Check this box if no longer  
subject to Section 16. Form 4  
or Form 5 obligations may continue.  
See Instruction 1(b).

U.S. SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment  
Company Act of 1940

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1. Name and Address of Reporting Person

Earl E. Webb  
c/o Jones Lang LaSalle Incorporated  
200 East Randolph Drive  
Chicago, IL 60601

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2. Issuer Name and Ticker or Trading Symbol

Jones Lang LaSalle Incorporated, JLL

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3. IRS IDENTIFICATION NUMBER OF REPORTING PERSON, IF AN ENTITY (VOLUNTARY)

-----  
4. Statement for Month/Year

2/02

-----  
5. If Amendment, Date of Original (Month/Year)

3/02

-----  
6. Relationship of Reporting Person to Issuer (Check all applicable)

- (X) DIRECTOR  
( ) 10% OWNER  
(X) OFFICER (GIVE TITLE BELOW)  
( ) OTHER (SPECIFY BELOW)

OFFICER OF SUBSIDIARY

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7. Individual or Joint/Group Filing (Check applicable line)

- (X) Form filed by One Reporting Person  
( ) Form filed by More than One Reporting Person

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TABLE I

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Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

-----  
1. Title of Security (Instr. 3)

Common Stock  
-----

2. Transaction Date (Month/Day/Year)

2/18/02  
-----

3. Transaction Code (Instr.8)

M  
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4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)

1,978 Shares

Number of shares acquired is net of those necessary to  
satisfy withholding obligations.  
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5. Amount of Securities Beneficially Owned at End of Month (Instr 3 and 4)

107,214 Shares  
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6. Ownership Form: Direct(D) or Indirect(I) (Instr. 4)

D  
-----

7. Nature of Indirect Beneficial Ownership (Instr. 4)

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

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

-----  
1. Title of Derivative Security (Instr. 3)

Vesting of Restricted Stock Units  
-----

2. Conversion or Exercise Price of Derivative Security

N.A.  
-----

3. Transaction Date (Month/Day/Year)

2/18/02  
-----

4. Transaction Code (Instr. 8)

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5. Number of Derivative Securities Acquired (A) or Disposed of (D)  
(Instr. 3, 4, and 5)

3,197 Shares, D

6. Date Exercisable and Expiration Date (Month/Day/Year)

N.A.

7. Title and Amount of Underlying Securities (Instr. 3 and 4)

Common Stock, 3,197 Shares

8. Price of Derivative Security (Instr. 5)

N.A.

9. Number of Derivative Securities Beneficially Owned at End of Year  
(Instr. 4)

98,980 Shares

10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)  
(Instr. 4)

D

11. Nature of Indirect Beneficial Ownership (Instr. 4)

EXPLANATION OF RESPONSES:

/s/ Gordon G. Repp as Attorney-in-Fact

March 20, 2002

\*\*SIGNATURE OF REPORTING PERSON

Date

INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACTS CONSTITUTE FEDERAL CRIMINAL VIOLATIONS. SEE 18 U.S.C. 1001 AND 15 U.S.C. 78FF(A).