

JONES LANG LASALLE INC
Form DEF 14A
April 16, 2009

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

Jones Lang LaSalle Incorporated

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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**NOTICE OF 2009
ANNUAL MEETING OF
SHAREHOLDERS
AND PROXY STATEMENT**

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Jones Lang LaSalle Incorporated
200 East Randolph Drive
Chicago, Illinois 60601

April 15, 2009

Dear Shareholder:

We would like to invite you to attend our 2009 Annual Meeting of Shareholders. It will take place on Thursday, May 28, 2009, beginning at 8:30 a.m., local time, at The Mid-America Club, located on the 80th floor of the Aon Center, 200 East Randolph Drive, Chicago, Illinois.

Your vote is very important to us. This year, we are again voluntarily furnishing proxy materials to our shareholders on the Internet rather than mailing printed copies of those materials to each shareholder. This serves our environmental goals and also saves us significant postage, printing and processing costs. Whether or not you plan to attend the Annual Meeting, please cast your vote, as instructed in the Notice of Internet Availability of Proxy Materials, over the Internet or by telephone, as promptly as possible. You may also request a paper proxy card to submit your vote by mail if you prefer. If you attend the Annual Meeting, you may vote your shares in person even if you have previously given your proxy.

The proxy materials we are furnishing on the Internet include our 2008 Annual Report to Shareholders, which includes our Annual Report on Form 10-K for the year ended December 31, 2008.

You will note in our proxy materials some important prospective changes to the composition of our Board of Directors:

Professor Henri-Claude de Bettignies, who has served on our Board for ten years, has decided to retire from his position and will not stand for re-election at this year's Annual Meeting. Our Board has been enriched by the depth of Henri-Claude's global perspectives on corporate responsibility and leadership.

Alain Monié has decided not to stand for re-election at this year's Annual Meeting so that he can devote more time to his other business activities. We have benefited from Alain's experience as a senior operational officer with major corporations on three continents.

We are very pleased that **Ming Lu**, a Partner with KKR & Co., has been nominated for election at our Annual Meeting. We look forward to the world-wide investment experience and business acumen that Ming will contribute.

We are grateful to both Henri-Claude and Alain for their dedicated and valuable service to our shareholders and we are confident that Ming will be an excellent addition.

We were very saddened by the sudden death of Board member **Sir Derek Higgs** in April 2008 at age 64. A noted expert on corporate governance, Sir Derek served with great distinction on our Board, including as the Chairman of our Audit Committee, and we miss him.

In July 2008, we welcomed to Board service **Roger T. Staubach**, who became the Executive Chairman of our Americas business after our merger with the significant tenant representation firm he founded, The Staubach Company.

We were also pleased that **Dr. DeAnne Julius**, the Chairman of the Royal Institute of International Affairs and a noted economist with significant global business experience, joined our Board in November 2008.

We appreciate your continued interest in our Company.

Sheila A. Penrose
Chairman of the Board of Directors

Colin Dyer
Chief Executive Officer and President

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Jones Lang LaSalle Incorporated
200 EAST RANDOLPH DRIVE
CHICAGO, ILLINOIS 60601

NOTICE OF 2009 ANNUAL MEETING OF SHAREHOLDERS
To Be Held Thursday, May 28, 2009

The 2009 Annual Meeting of Shareholders of Jones Lang LaSalle Incorporated will take place on Thursday, May 28, 2009, beginning at 8:30 a.m., local time, at The Mid-America Club, located on the 80th floor of the Aon Center, 200 East Randolph Drive, Chicago, Illinois.

The Annual Meeting will have the following purposes:

1. To elect nine Directors to serve one-year terms until the 2010 Annual Meeting of Shareholders or until their successors are elected and qualify;
2. To ratify the appointment of KPMG LLP as our independent registered public accounting firm for the year ending December 31, 2009; and
3. To transact such other business as may properly come before the Annual Meeting or any adjournments or postponements of the Annual Meeting.

Our Board of Directors has fixed the close of business on Friday, March 20, 2009 as the record date for determining the shareholders entitled to receive notice of, and to vote at, the Annual Meeting. We will permit only shareholders, or persons holding proxies from shareholders, to attend the Annual Meeting.

By Order of the Board of Directors

Mark J. Ohringer
Corporate Secretary

April 15, 2009

YOUR VOTE IS VERY IMPORTANT. ANY SHAREHOLDER MAY ATTEND THE ANNUAL MEETING IN PERSON. IN ORDER FOR US TO HAVE THE QUORUM NECESSARY TO CONDUCT THE ANNUAL MEETING, WE ASK THAT SHAREHOLDERS WHO DO NOT INTEND TO BE PRESENT AT THE ANNUAL MEETING IN PERSON GIVE THEIR PROXY OVER THE INTERNET OR BY TELEPHONE. IF YOU PREFER, YOU MAY ALSO REQUEST A PAPER PROXY CARD TO SUBMIT YOUR VOTE BY MAIL. YOU MAY REVOKE ANY PROXY IN THE MANNER DESCRIBED IN THE ACCOMPANYING PROXY STATEMENT AT ANY TIME BEFORE IT HAS BEEN VOTED AT THE ANNUAL MEETING.

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