#### **BECTON DICKINSON & CO**

Form 4

January 30, 2014

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* BECTON HENRY P JR

2. Issuer Name and Ticker or Trading

Symbol

**BECTON DICKINSON & CO** [BDX]

Issuer

(Check all applicable)

5. Relationship of Reporting Person(s) to

C/O BECTON, DICKINSON AND

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 01/28/2014

\_X\_\_ Director 10% Owner Officer (give title Other (specify below)

COMPANY, 1 BECTON DRIVE

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

FRANKLIN LAKES, NJ 07417

(City)	(State) (Z	Zip) Table	e I - Non-D	Perivative Securities A	cquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	(A) or	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/28/2014		Code V A	Amount (D) Price 1,597 A \$ 0		D	
Common Stock					43,300	I	See footnote (1)
Common Stock					59,000	I	See footnote (2)
Common Stock					101,231	I	See footnote (3)
Common Stock					37,166	I	By wife (4)

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Common Stock	109,012	I	See footnote (5)
Common Stock	11,240	I	See footnote (6)
Common Stock	12,031	I	By GRATs
Common Stock	17,000	I	See footnote (7)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8	5. EtioiNumber of Securities Acquire (A) or Dispose of (D) (Instr. 3 4, and 5	(Month/Day, ve es d	ate	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)
				Code	V (A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
. 9	Director	10% Owner	Officer	Other		
BECTON HENRY P JR C/O BECTON, DICKINSON AND COMPANY 1 BECTON DRIVE FRANKLIN LAKES, NJ 07417	X					
Signatures						

## **Signatures**

Richard Stout, by power of attorney for Henry P.
Becton, Jr.
01/30/2014

\*\*Signature of Reporting Person Date

Reporting Owners 2

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## **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) Represents shares held in testamentary trusts of which reporting person is a beneficiary and co-trustee.
- (2) Represents shares held in trust of which reporting person is a beneficiary and a co-trustee.
- (3) Represents shares held in trust and/or limited liability company for benefit of reporting person.
- (4) Represents shares held in trust and directly by spouse.
- (5) By trusts for benefit of reporting person's children, with wife and independent advisor as co-trustees. The reporting person disclaims beneficial ownership of thes shares.
- (6) By trust for benefit of reporting person and his siblings, of which he is a co-trustee.
- (7) Represents shares held in trust for benefit of reporting person's wife and descendants of which wife is a co-trustee. The reporting person disclaims beneficial ownership of these shares.
- (8) Includes restricted stock units awarded under the Becton, Dickinson and Company 2004 Employee and Director Equity-Based Compensation Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.