BECTON HENRY P JR

Form 4 May 31, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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obligations may continue. See Instruction

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).

(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]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

05/22/2013

Issuer

10% Owner Officer (give title Other (specify

C/O BECTON, DICKINSON AND COMPANY, 1 BECTON DRIVE

> (Street) 4. If Amendment, Date Original

> > Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

_X__ Director

X Form filed by One Reporting Person Form filed by More than One Reporting

FRANKLIN LAKES, NJ 07417

(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner								lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or)) 5)	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	05/22/2013		Code G	V V	Amount 300	(D)	Price \$ 0	89,241	I	See footnote (1)
Common Stock								517,860	I	See footnote (2)
Common Stock								37,166	I	By wife (3)
Common Stock								109,012	I	See footnote (4)
Common Stock								16,200	I	See footnote (5)

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Common Stock	11,320	I	See footnote (6)
Common Stock	41,021	I	By GRATs
Common Stock	23,820 (7)	D	

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

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SEC 1474

(9-02)

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)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Becton, Jr.

Reporting Owner Name / Address	Relationships					
Reporting Owner Name / Namess	Director	10% Owner	Officer	Other		
BECTON HENRY P JR C/O BECTON, DICKINSON AND COMPANY 1 BECTON DRIVE FRANKLIN LAKES, NJ 07417	X					
Signatures						
Richard Stout, by power of attorney for Henry P.		05/3	1/2013			

**Signature of Reporting Person Date

Reporting Owners 2

05/31/2013

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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 trust and/or limited liability company for benefit of reporting person.
- (2) Represents shares held in a limited liability company (the "LLC") in which the reporting person had previously held a passive interest. The reporting person disclaims beneficial interest in the shares except to the extent in the LLC.
- (3) Represents shares held in trust and directly by spouse.
- (4) By trusts for benefit of reporting person's children, with wife and independent advisor as co-trustees.
- (5) Represents shares held in a certain trust of which reporting person is a co-trustee. These shares were formerly in trust for reporting person's parent.
- (6) By trust for benefit of reporting person and his siblings, of which he is a co-trustee.
- (7) 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.