

Borzi James W
 Form 3
 October 03, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Â Borzi James W
 (Last) (First) (Middle)

2. Date of Event Requiring Statement
 (Month/Day/Year)
 10/01/2017

3. Issuer Name and Ticker or Trading Symbol
 BECTON DICKINSON & CO [BDX]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

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

(Street)

FRANKLIN LAKES,Â NJÂ 07417

(City) (State) (Zip)

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 EVP & Chief Supply Chain Offer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,404 ⁽¹⁾	D	Â
Common Stock	112	I	401(k) Trust ⁽²⁾

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Rights to Common Stock under Deferred Compensation Plan	Â ⁽³⁾	Â ⁽³⁾	Common Stock	287	\$ ⁽⁴⁾	D	Â
Stock Appreciation Rights	11/26/2014 ⁽⁵⁾	11/26/2023	Common Stock	1,508	\$ 108.89	D	Â
Stock Appreciation Rights	11/25/2015 ⁽⁶⁾	11/25/2024	Common Stock	5,643	\$ 134.73	D	Â
Stock Appreciation Rights	11/26/2016 ⁽⁷⁾	11/26/2025	Common Stock	8,074	\$ 150.12	D	Â
Stock Appreciation Rights	11/26/2017 ⁽⁸⁾	11/26/2026	Common Stock	5,879	\$ 170.69	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Borzi James W C/O BECTON, DICKINSON AND COMPANY 1 BECTON DRIVE FRANKLIN LAKES, NJ 07417	Â	Â	Â EVP & Chief Supply Chain Officer	Â

Signatures

Richard Stout, by power of attorney for James W Borzi

10/03/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes restricted stock units awarded under the Becton, Dickinson and Company 2004 Employee and Director Equity-Based Compensation Plan.
- (2) Represents shares of common stock held under the Becton, Dickinson and Company 401(k) Plan (the "401(k) Plan"). The information presented for the 401(k) Plan is as of September 29, 2017.
- (3) The securities are generally distributed upon termination, or following retirement on the date or dates specified by the reporting person.
- (4) The securities convert to common stock on a one-for-one basis.
- (5) The stock appreciation rights vest in four annual installments beginning November 26, 2014.
- (6) The stock appreciation rights vest in four annual installments beginning November 25, 2015.
- (7) The stock appreciation rights vest in four annual installments beginning November 26, 2016.
- (8) The stock appreciation rights vest in four annual installments beginning November 26, 2017.

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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