SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) April 25, 2003

BECTON, DICKINSON AND COMPANY

(Exact name of registrant as specified in its charter)

<TABLE>

<C> 001-4802 New Jersev

22-0760120 _ ______ (State or other juris- (Commission (IRS Employer Idendiction of incorporation) File Number) tification Number) (IRS Employer Iden-

1 Becton Drive, Franklin Lakes, New Jersey .-----

(Address of principal executive offices) </TABLE>

Registrant's telephone number, including area code (201) 847-6800

N/A

(Former name or former addresses if changed since last report.)

Item 7. Financial Statements and Exhibits.

(c) Exhibits.

Exhibit 99.1 Press release dated April 25, 2003 announcing financial results for the second quarter ended March 31, 2003.

Item 9. Regulation FD Disclosure.

The information contained in this Item 9 of this Current Report is being furnished pursuant to "Item 12. Disclosure of Results of Operations and Financial Condition", in accordance with SEC Release No. 33-8216. The information in this Current Report is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section.

On April 25, 2003, the Company issued a press release announcing its preliminary financial results for the second quarter ended March 31, 2003. A copy of the press release is attached hereto as Exhibit 99.1.

In the press release, the Company presented the following non-GAAP (generally accepted accounting principles) financial measures:

- The Company presented the Company's revenue growth rates at constant foreign exchange rates. Management believes that presenting growth rates at constant foreign exchange rates allows investors to view the business results of the Company and of its segments without the impact of fluctuations in foreign currency exchange rates, thereby facilitating comparisons to prior periods.
- The Company presented the Company's earnings per share for the three

and six-month periods ended March 31, 2002 after excluding the impact of a special charge relating to a manufacturing restructuring. Management believes that excluding this charge from earnings per share allows investors to more easily compare the Company's financial performance to the corresponding prior period and to understand the operating results of the Company without the effects of this charge.

The Company's management considers these non-GAAP financial measures internally in evaluating the Company's performance. Investors should consider these non-GAAP measures in addition to, not as a substitute for or as superior to, measures of financial performance prepared in accordance with GAAP. Reconciliations of these financial measures to the most directly comparable GAAP financial measures were provided in the press release.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BECTON, DICKINSON AND COMPANY (Registrant)

By: /s/ Gary DeFazio
Gary DeFazio
Assistant Secretary

Date: April 25, 2003

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INDEX TO EXHIBITS

<TABLE> <CAPTION>

Exhibit
Number Description of Exhibits

<S> <C:

99.1 Press release issued April 25, 2003

</TABLE>

Contact:

Patricia A. Spinella/Investor Relations - 201-847-5453 Charles A. Borgognoni/Corporate Communications - 201-847-6651

BD ANNOUNCES FISCAL SECOND QUARTER RESULTS

Company Increases Earnings Guidance For Fiscal Year 2003

Franklin Lakes, NJ (April 25, 2003) - BD (Becton, Dickinson and Company) (NYSE: BDX) today reported record quarterly revenues of \$1.134 billion for the fiscal second quarter ended March 31, 2003, an increase of 12 percent from the same period a year ago. At constant foreign exchange rates, revenues increased 7 percent. Revenue growth in all segments benefited from favorable foreign currency translation, particularly with respect to the Euro.

"We are pleased with our performance in the second quarter," said Edward J. Ludwig, Chairman, President and Chief Executive Officer. "Strong revenue growth was driven, in particular, by our broad line of safety-engineered devices. Also this quarter, the Company launched significant new products - the BD Logic(TM) Blood Glucose Monitor, the BD Latitude(TM) Diabetes Management System and the BD FACSAria(TM) cell sorter. These introductions underscore our strategy of pursuing sustainable revenue growth by focusing on products that have a higher benefit to patients, healthcare workers and researchers."

Diluted earnings per share and net income for the quarter were 54 cents and \$142 million, respectively. For the same period in fiscal 2002, net income was \$129 million and diluted earnings per share were 48 cents, or 50 cents excluding the impact of a special charge of 2 cents per share relating to the manufacturing restructuring in the BD Medical Systems segment.

Q2 Segment Results

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In the BD Medical Systems segment, worldwide revenues of \$602 million increased 13 percent. Included in BD Medical Systems revenues were U.S. safety-engineered product sales of \$98 million, versus \$85 million in the prior year's quarter. Also contributing to the growth of the segment were sales of prefillable drug delivery devices. The overall growth rate in the segment was partly offset by reduced sales of conventional devices in the U.S. due to the transition to safety-engineered devices.

In the BD Clinical Laboratory Solutions segment, worldwide revenues increased 12 percent to \$357 million. Revenue growth of 15 percent in the Preanalytical Solutions portion of the segment included U.S. safety-engineered device sales of \$68 million, versus \$50 million in the prior year's quarter. These results were partly offset by reduced sales of conventional devices due to the transition to safety-engineered devices.

In the BD Biosciences segment, worldwide revenues grew 6 percent to \$175 million. Revenue growth was driven primarily by favorable foreign exchange as well as immunology/cell biology (Pharmingen) reagents and Discovery Labware products. This growth was offset in part by continued weaker demand for certain molecular biology (Clontech) reagents. As expected, sales of current flow cytometry instruments were negatively impacted as some customers decided to wait for the new BD FACSAria(TM) cell sorter, which began initial shipments at the end of March.

Q2 Geographic Results

On a geographic basis, second quarter revenues in the U.S. increased 6 percent to \$578 million. Revenues outside the U.S. of \$556 million grew 19 percent, or 9 percent at constant foreign exchange rates. International revenues in the second quarter benefited from favorable foreign exchange as well as strong performance in Europe, Japan and Asia Pacific, offset in part by the effects of continuing unfavorable economic conditions in Latin America.

Six-month Results

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For the six-month period ended March 31, 2003, reported revenues were \$2.186 billion, a 12 percent increase over a year ago, or 8 percent at constant foreign exchange rates. Diluted earnings per share for the six-month period were 97 cents. For the same period in fiscal 2002, diluted earnings per share were 85 cents, or 87 cents excluding the special charge relating to the manufacturing restructuring.

BD has completed its assessment of the impacts resulting from the explosion on January 29, 2003 of the West Pharmaceutical Services facility in Kinston, NC. West is a supplier of rubber, plastic and metal components used in the manufacture of various BD products. West and BD successfully worked together under difficult circumstances following the explosion to minimize the impact on product supply to customers. The cost to BD in the second quarter was negligible, and the Company expects the impact for the balance of fiscal 2003 also to be negligible.

Fiscal 2003 Outlook

The Company increased its earnings guidance for fiscal 2003 from \$2.09 to \$2.12. For the third and fourth quarters, the Company expects diluted earnings per share of 54 cents and 61 cents, respectively. These expectations assume that U.S. dollar exchange rates, in particular related to the Euro, remain approximately at current levels.

Conference Call Information

A conference call regarding BD's second quarter results and its expectations for the third and fourth quarters will be broadcast live on BD's website at www.bd.com at 8:30 a.m. (ET) Friday, April 25, 2003. The conference call will be available for replay on BD's website at www.bd.com/investors or at 1-800-945-6737 (domestic) and 1-402-220-3456 (international) through the close of business on May 2, 2003.

This news release contains certain non-GAAP financial measures. A reconciliation of these measures to the comparable GAAP measures is included in this release and in the attached financial tables.

BD is a medical technology company that serves healthcare institutions, life science researchers, clinical laboratories, industry and the general public. BD manufactures and sells a broad range of medical supplies, devices, laboratory equipment and diagnostic products. For the fiscal year ended September 30, 2002, BD reported total revenues of \$4.033 billion.

* * *

This press release may contain certain forward-looking statements (as defined under Federal securities laws) regarding BD's performance, including future revenues, products and income, or events or developments that BD expects to occur or anticipates occurring in the future. All such statements are based upon current expectations of BD and involve a number of business risks and uncertainties. Actual results could vary materially from anticipated results described, implied or projected in any forward-looking statement. Factors that could cause actual results to vary materially from any forward-looking statement include, but are not limited to: competitive factors; pricing and market share pressures; uncertainties of litigation; BD's ability to achieve sales and earnings forecasts, which are based on sales volume and product mix assumptions, to achieve its cost savings objectives, and to achieve anticipated synergies and other cost savings in connection with acquisitions; changes in regional, national or foreign economic conditions; increases in energy costs; fluctuations in costs and availability of raw materials and in BD's ability to maintain favorable supplier arrangements and relationships; changes in interest or foreign currency exchange rates; delays in product introductions; and changes in health care or other governmental regulation, as well as other factors discussed in this press release and in BD's filings with the Securities and Exchange Commission. We do not intend to update any forward-looking statements.

BECTON DICKINSON AND COMPANY
CONSOLIDATED INCOME STATEMENTS
(Unaudited; Amounts in thousands, except per-share data)

<TABLE> <CAPTION>

Three Months Ended March 31,

REVENUES	\$1,134,041	\$1,012,971	12.0
Cost of products sold Selling and administrative Research and development Special charges	298,798 60,034	•	20.6
TOTAL OPERATING COSTS AND EXPENSES	937,260	837,044	12.0
OPERATING INCOME	196,781	175 , 927	11.9
Interest expense, net Other (expense) income, net	(8,653) (1,847)	492	(2.1) NM
INCOME BEFORE INCOME TAXES	186,281	167,580	11.2
Income tax provision	44,241	38,392	15.2
NET INCOME	\$ 142,040 	\$ 129,188	9.9
EARNINGS PER SHARE			
Basic Diluted		\$ 0.50 \$ 0.48	
AVERAGE SHARES OUTSTANDING			
Basic Diluted 			

 254,694 263,369 | 258,436 269,709 | || -/ | | | |
NM - Not Meaningful

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BECTON DICKINSON AND COMPANY
CONSOLIDATED INCOME STATEMENTS
(Unaudited; Amounts in thousands, except per-share data)

<TABLE> <CAPTION>

Six Months Ended March 31,

		2002	_
<s> REVENUES</s>	<c></c>		<c></c>
Cost of products sold Selling and administrative Research and development Special charges	582,979 119,879	495,954	17.5 7.5
TOTAL OPERATING COSTS AND EXPENSES	1,831,325	1,640,337	11.6
OPERATING INCOME	354,364	317,580	11.6
Interest expense, net Other expense, net		(18,410) (1,124)	
INCOME BEFORE INCOME TAXES	335,315	298,046	12.5
Income tax provision	79 , 637	69,185	15.1
NET INCOME	\$ 255,678	\$ 228,861	11.7

EARNINGS PER SHARE

Diluted	\$ 0.97	\$ 0.85	14.1
Basic	\$ 1.00	\$ 0.88	13.6

AVERAGE SHARES OUTSTANDING

Basic 254,994 258,819
Diluted 263,328 270,030

</TABLE>

NM - Not Meaningful

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BECTON DICKINSON AND COMPANY SUPPLEMENTAL REVENUE INFORMATION REVENUES BY SEGMENT AND GEOGRAPHIC AREA (Unaudited; Amounts in thousands)

<TABLE> <CAPTION>

CONT 110NA		Three Mor	nths	Ended Mar	ch	31,
		2003		2002	응	Change
<s> BD MEDICAL SYSTEMS</s>	<c< td=""><td>:></td><td></td><td>></td><td>_</td><td><c></c></td></c<>	:>		>	_	<c></c>
United States International		•		269,073 261,311		8.8 18.3
TOTAL		601,819	\$	530,384		13.5
BD CLINICAL LABORATORY SOLUTIONS United States International		206,206 150,594		193,402 124,255		6.6 21.2
TOTAL	\$	356,800	\$	317,657		12.3
BD BIOSCIENCES United States International	\$			84,192* 80,738*		(6.7) 20.0
TOTAL	\$			164,930		6.4
TOTAL REVENUES United States International		577 , 545 556 , 496		546,667* 466,304*		5.6 19.3
TOTAL			\$1	,012,971		12.0

 | | | | | |* Prior year data reclassified to conform to current year presentation

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BECTON DICKINSON AND COMPANY SUPPLEMENTAL REVENUE INFORMATION REVENUES BY SEGMENT AND GEOGRAPHIC AREA (Unaudited; Amounts in thousands)

<TABLE> <CAPTION>

<s></s>	<c></c>	<c></c>	<c></c>
BD MEDICAL SYSTEMS United States International	\$ 589,220 584,236	\$ 519,975 513,439	13.3 13.8
TOTAL	\$1,173,456		
BD CLINICAL LABORATORY SOLUTIONS United States International	\$ 397,738 290,716	246,516	8.7 17.9
TOTAL	\$ 688,454	\$ 612,406	12.4
BD BIOSCIENCES United States International	\$ 147,882 175,897 \$ 323,779	154,046*	14.2
TOTAL REVENUES United States International	\$1,134,840 1,050,849		8.7 15.0
TOTAL	\$2,185,689	\$1,957,917	11.6

 | | |^{*} Prior year data reclassified to conform to current year presentation

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BECTON DICKINSON AND COMPANY
SUPPLEMENTAL REVENUE INFORMATION
REVENUES BY BUSINESS SEGMENTS AND MAJOR PRODUCT GROUPS
Three Months Ended March 31,
(Unaudited; Amounts in thousands)

<TABLE> <CAPTION>

		2002	
<s> BD MEDICAL SYSTEMS</s>		<c></c>	
Medical Surgical Consumer Health Care Pharmaceutical Systems Ophthalmic Systems	83,658 22,795	\$170,048* 77,923* 14,635 6,467	7.4 55.8
TOTAL		\$269,073	
BD CLINICAL LABORATORY SOLUTIONS Preanalytical Solutions Diagnostic Systems		\$ 92,497 100,905	2.3
TOTAL	\$206,206		
BD BIOSCIENCES Discovery Labware Immunocytometry & Reagents:	23,226	23,637	(1.7)
Flow Cytometry Instruments & Reagents Molecular Biology Reagents Immunology/Cell Biology Reagents	8,399	16,779	(21.8)
Total Immunocytometry & Reagents		60,555*	(8.6)
TOTAL	\$ 78 , 545		
TOTAL UNITED STATES	\$577 , 545	\$546 , 667*	5.6

</TABLE>

* Prior year data reclassified to conform to current year presentation

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BECTON DICKINSON AND COMPANY
SUPPLEMENTAL REVENUE INFORMATION
REVENUES BY BUSINESS SEGMENTS AND MAJOR PRODUCT GROUPS
Three Months Ended March 31, (continued)
(Unaudited; Amounts in thousands)

<TABLE> <CAPTION>

International

		% Change			
	2003	2002	Reported	FX Neutral	-
<s> BD MEDICAL SYSTEMS</s>		<c></c>	<c></c>		<c></c>
Medical Sistems Medical Surgical Consumer Health Care		\$144,177		6.4 (1.0)	5.0 9.0
Pharmaceutical Systems	91,011	46,465 64,301	41.5	21.8	19.7
Ophthalmic Systems	7 , 173	6,368 	12.6	(0.3)	12.9
TOTAL	\$309 , 025	\$261,311	18.3	8.7	9.6
BD CLINICAL LABORATORY SOLUTIONS Preanalytical Solutions Diagnostic Systems		\$ 61,183 63,072	22.9		11.4 10.4
TOTAL	\$150 , 594	\$124 , 255	21.2	10.3	10.9
BD BIOSCIENCES Discovery Labware Immunocytometry & Reagents: Flow Cytometry Instruments	20,160	16,797	20.0	7.3	12.7
& Reagents	,	44,440			14.4
Molecular Biology Reagents Immunology/Cell Biology Reagents	13,489		25.3		11.2 15.1
Total Immunocytometry & Reagents		63,941*	20.0	5.9	14.1
TOTAL	\$ 96,877 	\$ 80,738*	20.0	6.2	13.8
TOTAL INTERNATIONAL		\$466,304*		8.7	10.6

 | | | | |^{*} Prior year data reclassified to conform to current year presentation

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BECTON DICKINSON AND COMPANY
SUPPLEMENTAL REVENUE INFORMATION
REVENUES BY BUSINESS SEGMENTS AND MAJOR PRODUCT GROUPS
Three Months Ended March 31, (continued)
(Unaudited; Amounts in thousands)

<TABLE> <CAPTION>

Total

% Change

<\$>	<c< th=""><th>:></th><th><0</th><th>:></th><th><c></c></th><th><c></c></th><th><c></c></th></c<>	:>	<0	:>	<c></c>	<c></c>	<c></c>
BD MEDICAL SYSTEMS							
Medical Surgical				314,225*		6.3	2.3
Consumer Health Care		133,832		124,388*	7.6	4.2	3.4
Pharmaceutical Systems		113,806		78 , 936	44.2	28.1	16.1
Ophthalmic Systems		12,783		12,835	(0.4)	(6.8)	6.4
TOTAL	\$	601,819	\$		13.5	8.8	
BD CLINICAL LABORATORY SOLUTIONS							
Preanalytical Solutions	Ś	176.057	Ś	153,680	14.6	10.0	4.6
Diagnostic Systems				163,977	10.2	6.2	4.0
TOTAL		356 800				8.1	4.2
101711							
BD BIOSCIENCES							
Discovery Labware		43 386		40 434	7.3	2.0	5.3
Immunocytometry & Reagents:		43,300		40,434	7.5	2.0	3.3
Flow Cytometry Instruments							
& Reagents		83.480		77,469	7.8	(0.5)	8.3
Molecular Biology Reagents		17.288		19,479	(11.2)	(16.3)	5.1
34 3		31,268		27,548	13.5	7.6	5.9
Total Immunocytometry & Reagents		132,036			6.1		7.3
rotar immunocytometry a neagenes							
TOTAL	Ś	175,422	Ś	164,930	6 4	(0.4)	6.8
101112							
TOTAL REVENUES		,134,041			12.0	7.1	4.9
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BECTON DICKINSON AND COMPANY
SUPPLEMENTAL REVENUE INFORMATION
REVENUES BY BUSINESS SEGMENTS AND MAJOR PRODUCT GROUPS
Six Months Ended March 31,
(Unaudited; Amounts in thousands)

<TABLE> <CAPTION>

United States

	United States				
				2002	
<s> BD MEDICAL SYSTEMS</s>		:>			<c></c>
Medical Surgical Consumer Health Care Pharmaceutical Systems Ophthalmic Systems		159,154 44,322 12,262		337,079* 139,215* 30,918 12,763	14.3 43.4 (3.9)
TOTAL				519,975	
BD CLINICAL LABORATORY SOLUTIONS Preanalytical Solutions Diagnostic Systems		193 , 757		179,812 186,078	4.1
TOTAL			\$	365,890	
BD BIOSCIENCES Discovery Labware Immunocytometry & Reagents: Flow Cytometry Instruments		46,346		45 , 902	1.0
& Reagents Molecular Biology Reagents Immunology/Cell Biology Reagents		16,262		60,410 20,481* 31,258	(20.6)
Total Immunocytometry & Reagents		101,536		112,149*	

^{*} Prior year data reclassified to conform to current year presentation

TOTAL	\$ 147,882	\$ 158,051*	(6.4)
TOTAL UNITED STATES	\$1,134,840	\$1,043,916*	8.7
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</TABLE>

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International

BECTON DICKINSON AND COMPANY
SUPPLEMENTAL REVENUE INFORMATION
REVENUES BY BUSINESS SEGMENTS AND MAJOR PRODUCT GROUPS
Six Months Ended March 31, (continued)
(Unaudited; Amounts in thousands)

<TABLE> <CAPTION>

	2003	2002	Reported	FX Neutral	-
<s></s>				<c></c>	
BD MEDICAL SYSTEMS Medical Surgical Consumer Health Care Pharmaceutical Systems Ophthalmic Systems	94,223 162,729	91,439 119,566 12,293	3.0 36.1 12.7	3.7 (3.4) 21.2 2.4	4.3 6.4 14.9 10.3
TOTAL	\$ 584,236	\$513,439	13.8	6.5 	7.3
BD CLINICAL LABORATORY SOLUTIONS Preanalytical Solutions Diagnostic Systems		\$123,251 123,265	22.9		8.5 7.5
TOTAL	\$ 290,716	\$246,516 	17.9	10.0	7.9
BD BIOSCIENCES Discovery Labware Immunocytometry & Reagents: Flow Cytometry Instruments	38,915	32,573	19.5	10.4	9.1
& Reagents Molecular Biology Reagents Immunology/Cell Biology Reagents	16,781 25,009	15,978* 20,550	5.0 21.7	10.3	8.2 11.4
Total Immunocytometry & Reagents	136,982	121,473*	12.8	2.5	
TOTAL		\$154 , 046*		4.2	10.0
TOTAL INTERNATIONAL	\$1,050,849	\$914,001*		7.0	8.0

^{*} Prior year data reclassified to conform to current year presentation

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BECTON DICKINSON AND COMPANY
SUPPLEMENTAL REVENUE INFORMATION
REVENUES BY BUSINESS SEGMENTS AND MAJOR PRODUCT GROUPS
Six Months Ended March 31, (continued)
(Unaudited; Amounts in thousands)

</TABLE>

^{*} Prior year data reclassified to conform to current year presentation

Total

% Change

			o onange		
		2002	- L	FX Neutral	FX Impact
<\$>		<c></c>			<c></c>
BD MEDICAL SYSTEMS					
Medical Surgical	\$ 686,917	\$ 627,220*	9.5	7.5	2.0
Consumer Health Care	253,377	230,654*			2.6
Pharmaceutical Systems	207,051	150,484	37.6	25.7	11.9
Ophthalmic Systems	26,111	25 , 056		, ,	5.0
TOTAL		\$1,033,414			
BD CLINICAL LABORATORY SOLUTIONS					
Preanalytical Solutions	\$ 343,260	\$ 303,063	13.3	9.8	3.5
Diagnostic Systems		309,343			3.0
TOTAL	\$ 688,454	\$ 612,406			3.2
BD BIOSCIENCES					
Discovery Labware	85,261	78,475	8.6	4.9	3.7
Immunocytometry & Reagents:					
Flow Cytometry Instruments					
& Reagents		145,355	1.5	(4.6)	6.1
	33,043	36,459	(9.4)	(13.0)	3.6
Immunology/Cell Biology Reagents	57 , 943	51,808 			4.5
Total Immunocytometry & Reagents	238,518	233,622			
TOTAL	\$ 323 , 779	\$ 312 , 097	3.7	(1.2)	4.9
TOTAL REVENUES	\$2,185,689	\$1,957,917	11.6	7.9	3.7

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^{*} Prior year data reclassified to conform to current year presentation