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

FORM 8-K/A

CURRENT REPORT PURSUANT TO  
SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) February 7, 2011

**BECTON, DICKINSON AND COMPANY**

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(Exact Name of Registrant as Specified in Its Charter)

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New Jersey

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(State or Other Jurisdiction of Incorporation)

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001-4802

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(Commission File Number)

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22-0760120

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(IRS Employer Identification No.)

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1 Becton Drive, Franklin Lakes, New Jersey

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(Address of Principal Executive Offices)

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07417-1880

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(Zip Code)

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(201) 847-6800

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(Registrant's Telephone Number, Including Area Code)

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N/A

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(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K Filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**EXPLANATORY NOTE**

Becton, Dickinson and Company is amending this report to correct a date referenced in Exhibit 99.2.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

The following exhibit is filed with this Current Report on Form 8-K/A.

Exhibit 99.2 Reconciliation of non-GAAP financial measures, which is furnished pursuant to Item 2.02

**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/ Dean J. Paranicas  
Dean J. Paranicas  
Vice President, Corporate  
Secretary and Public Policy

Date: February 8, 2011

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Exhibit Index

99.2 Reconciliation of non-GAAP financial measures, which is furnished pursuant to Item 2.02

**Reconciliations of non-GAAP financial measures**  
**(All figures are rounded. Totals may not add up due to rounding)**

**Fiscal Year 2010 adjusted earnings per share ("EPS")**

Reported EPS	\$4.90
Tax charge (1)	<u>\$0.04</u>
Adjusted EPS	\$4.94

(1) Represents impact of non-cash charge related to health care reform impacting Medicare Part D reimbursements.

**First quarter Fiscal Year 2011 foreign currency-neutral EPS growth**

	Reported Q1 FY2011	Reported Q1 FY2010	Change (\$)	Q1 FY2010 hedge loss	Total favorable foreign currency impact	Foreign currency neutral growth (\$)	Foreign currency neutral growth (%)
EPS	\$ 1.35	\$ 1.25	\$ 0.10	<u>\$ 0.04</u>	<u>\$ 0.04</u>	<u>\$ 0.06</u>	<u>4.8%</u>