

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) November 9, 2000

BECTON, DICKINSON AND COMPANY

(Exact name of registrant as specified in its charter)

New Jersey

001-4802

22-0760120

(State or other juris-
diction of incorporation)

(Commission
File Number)

(IRS Employer Iden-
tification Number)

1 Becton Drive, Franklin Lakes, New Jersey

07417-1880

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code

(201) 847-6800

N/A

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

Item 9. Regulation FD Disclosure

Attached hereto as Exhibit 99, which is incorporated herein by
reference, is a copy of the slide presentations to be used at an
Analyst Meeting to be held by the Company on November 9, 2000.

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/ Michelle L. Defazio

Michelle L. Defazio
Assistant Secretary

Date: November 9, 2000

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INDEX TO EXHIBITS

Exhibit
Number

Description of Exhibits

Slide presentations from analyst meeting to be held on
November 9, 2000.

The forwarding may contain certain forward-looking statements (as defined under Federal securities laws) regarding the Company's performance, including future revenues, products and income, or events or developments that the Company expects to occur or anticipates occurring in the future. All such statements are based upon current expectations of the Company 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; the Company'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 the Company's ability to maintain favorable supplier arrangements and relationships; changes in interest or foreign currency exchange rates; delays in products introductions; and changes in health care or other governmental regulation, as well as other factors discussed in this press release and in the Company's filings with the Securities and Exchange Commission. We do not intend to update nay forward-looking statements.

=====
Review of BD Biosciences
=====

Deborah J. Neff
President, BD Biosciences
November 9, 2000

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human health

Business Definition
=====

- [] Our Business Provides Innovative Tools, Systems and Solutions for Supporting the Life Sciences and for Accelerating the Pace of Discovery
- [] We Leverage Technology Platforms Into High-Growth Areas With High-value Applications:
 - Drug discovery & development
 - Immune function monitoring
 - Functional genomics

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Customers Served
=====

- [] Academic & Government Institutions
- [] Pharma/Biotech Companies
- [] Clinical Laboratories & Blood Banks

Customers Use Our Research and Clinical Diagnostic Systems As the Standards for Studying and Monitoring Patients Infected with HIV

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Businesses and Locations
=====

[PICTURE]

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Immunocytometry Systems

Business: The leader in the detection, characterization and analysis of cell function

Major Products: Flow cytometry and scanning laser instrumentation as well as related assay systems

Markets Served: Cell Analysis/Immunology

Competitors: Beckman Coulter, Cytomation, Dako

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PharMingen/Transduction Labs

Business: A leading supplier of high-quality, cutting-edge reagents and services for biomedical research

Major Products: Monoclonal and polyclonal antibodies and related products for immunology, cell biology, signal transduction, and neurobiology

Markets Served: Immunology, Cell Biology

Competitors: Santa Cruz Bio, Caltag, Dako, R&D Systems

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Clontech

Business: A leader in molecular biology for the study of genes and how they affect body function

Major Products: DNA and RNA arrays, in-vitro gene cloning, protein expression systems, fluorescent protein detection technologies

Markets Served: Molecular Biology/Genomics, Proteomics

Competitors: Amersham Pharmacia Biotech, Invitrogen, Stratagene

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Discovery Labware

Business: Engineered labware products that combine biologics and plastics

Major Products: Products for tissue culture, fluid handling and high-throughput screening; cultureware with pre-applied biological coatings, toxicity assays for use in drug discovery

Markets Served: Cell Biology/Proteomics, Genomics/Molecular Biology, Cell Analysis/Immunology

Competitors: Corning, Greiner, Sybron, Nalgene/Nunc

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Revenue Breakdown by Business & Region (FY00)

By Business
(\$ Millions)

By Region
(\$ Millions)

\$500 Million

Pie Chart

Pie Chart

Discovery Labware -	26%
Immunocytometry -	46%
Clontech -	13%
PharMingen/Transduction -	15%

North America -	54%
Europe, ME & -	28%
Africa	
Japan -	13%
Asia Pac. -	4%
L.A. -	1%

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Business Dynamics

=====

- [] Worldwide Leadership Positions in Served Markets
- [] Integrated Systems: Instruments + Assays + Software + Consumables
- [] Over 8500 Products, With a Launch Rate of Approximately 2 Per Day
- [] Primarily Direct Distribution Channels Globally
- [] Nearly 200 PhDs Throughout Organization, with ~300 R&D Staff
- [] Strong Proprietary Technology: Patent Estate Includes ~275 Issued and ~50 Pending
- [] Strong Collaborations and Customer Relationships With Academia, Government, Pharma, and Medical Institutions

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The Convergence of Industry Drivers

=====

[CHART]

These drivers are accelerating the need for biotech tools that facilitate drug research and clinical applications.

1980s
Monoclonal Antibodies
First Recombinant Drugs

1990s
Biotech Pharma Emerges
Increased Access to Capital
Pharma Consolidations
Increased Public Funding
Human Genome Project
Biotech Valuations
Internet - Enabled Information Explosion

2000s
Revolution in Drug Discovery

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\$3.3 Billion Served Market

=====

PIE CHART

Cell Biology/Proteomics -	30%
\$1,000 Million 15% projected growth rate	
Genomics/Molecular Biology -	26%
\$850 Million 17% projected growth rate	
Cell Analysis/Immunology -	44%

\$1,450 Million 13% projected growth rate

- BD Biosciences Participates in Each of These Segments
- Our Position in Each Area Can Be Expanded

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Key Market Drivers

- =====
- Biomedical Science Is Experiencing the Broadest and Most Powerful Growth Cycle Ever
 - Public and private funding is dramatically accelerating the pace of research
 - Sequencing the human genome is just the beginning
 - Immunology is rapidly emerging as the foundation of many new therapeutic modalities
 - Revolution in drug discovery due to massively parallel and high-throughput approaches

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Technology Investments

- =====
- Array Technology for Functional Genomics/Proteomics
 - Cytometric Bead Arrays
 - Advanced Immune Function Assays
 - Applications of Novel Fluorescent Proteins
 - Oxygen Sensing Plate Technology
 - Next Generation Flow Cytometry
 - Engineered Cell Lines
 - High-Density Screening & Storage Platforms

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Technology Integration

Drug Discovery & Development Process

Target ID	Target Validation	Lead ID Optimiz.	Patient Monitoring
-----------	-------------------	------------------	--------------------

BD Biosciences Capabilities

- Specialized Vessels for Cell Culture and Growth
- Reporter Systems to Tag the Samples for Analysis
- Assay Systems to Detect, Measure or Characterize
- Instrument Systems and Analysis Tools to Obtain Results
- Custom Services to Provide Unique Patient Monitoring Tools

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Technology Leverage - Toxicity Testing

=====

Problem:

- [] Drug Companies Screen Hundreds of Thousands of Chemical and Natural Compounds for Their Potential as Drugs
- [] Eliminating Unpromising and Toxic Compounds During Early Phases of Discovery Saves Huge Amounts of Time and Money; Post-Discovery Development Can Be Focused and Streamlined

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Technology Leverage - Toxicity Testing

=====
Solution:

- [] Plate-based Oxygen Biosensor Technology (OBT) Can Detect and Measure the Response of Cells to Drug Compounds; Toxic Drugs Destroy the Cell and Its Ability to Consume Oxygen
- [] Working With a Partner With Proprietary Hepatic Cell Lines and Combining With OBT, a Very High-Value Toxicity Screening Solution Can Be Created

[CHART]

Labware Plates & O Sensing 2	Phar Mingen Reagents
---------------------------------------	-------------------------

Tox
Assays

Gentest P450 Expressing Cell Lines	Clontech Immortalized Cells
------------------------------------------	-----------------------------------

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Adding Value to Drug Discovery

=====
Angiogenesis

Problem:

- [] Drug Companies Are Very Interested in Screening Drug Compounds That Either Promote Vascular Growth (to Enhance Perfusion of Tissues and Organs) or Retard Vascular Growth (to Starve Tumors and Reverse Progression of Cancer)
- [] Current Techniques Are Time-Consuming and Are Based on Animal Models

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Adding Value to Drug Discovery

=====
Angiogenesis

Solution:

- [] Discovery Labware Vessels and Biologics Are Used to Grow Micro-Vascular Structures in Multi-Well Plates
- [] Angiogenesis Enhancing or Inhibiting Compounds Can Then Be Applied
- [] Clontech Reporter Systems Determine How These Compounds Affect the Angiogenic Gene Expression
- [] Imaging Technology Is Used to View Cellular Response
- [] The Assays and Imaging Systems Can Be Automated for High-Throughput Screening, Saving Our Customers Time and Money

[PICTURE]

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Technology Leverage - Vaccine Development

=====

Problem:

- [] Autoimmune and Infectious Diseases (Including Cancer and AIDS) Present Increasing Challenges to the Global Society
- [] About One-Quarter of the Nearly 400 Biopharmaceutical Trials Underway Are for Vaccines
- [] The Cost of Bringing New Drug Products to Market Is ~\$500 Million
- [] Evaluating the Efficacy of New Vaccines Requires Carefully Controlled Studies and Accurate Measurement of Cellular Immune Response

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Technology Leverage - Vaccine Development

=====

Solution:

BD Biosciences Brings to Market an Unparalleled Portfolio of Tools That Enable the Assessment of Cellular Immune Response to Vaccine Therapies.

- [] Cellular Analysis Using Flow Cytometry and Laser Scanning Technology
 - [] Measurement of Antigen-Specific T-Cells for Vaccine Testing and Ongoing Patient Monitoring
 - [] ELISA Technology Assays
 - [] Dimerix Technology for Measuring Vaccine Response
- [PICTURE]

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Technology Leverage - Genomics

=====

Problem:

- [] The Landmark Sequencing of the Human Genome Is Generating Huge Amounts of Raw Data:
 - More than 100,000 genes
- [] Determining How Genes, Proteins and Cells Interact Is a Voluminous and Complex Challenge
- [] Deciphering Gene Function Is a Critical Next Step to Developing New Therapeutic Targets and Drug Candidates

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Solution: High-Throughput Expression Profiling

=====

<TABLE>		
<S>	<C>	<C>
Solution: A Unique Family of Molecular Biology Array Products	What genes are expressed	Where genes are expressed
[]Can Determine What Genes Are Expressed in Response to Stimuli	GENES	Tissue Samples
[]Once Key Genes Are Found, Can Determine Which Tissues the Genes Are Expressed.	PCR fragments or Polynucleotides	RNA or cDNA
	[PICTURE]	[PICTURE]

Benefits:

- []Most Relevant set of Genes
 - []Higher Accuracy, Sensitivity, Reproducibility, and Cost Effectiveness
 - []Proprietary Content Provides for
- | | |
|-------------------------|-----------------------|
| Atlas™ cDNA Array | Multiple Tissue Array |
| Atlas™ Glass Microarray | RNA Chip™ |

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Topics

- =====
- [] Business Segment Description
- [] Environmental Factors
- [] Strategic Growth Plan [PHOTO]
- [] Financial Projections

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Medical Systems Business Units

- =====
- -----
- Core Medical: [] Injection Syringes and Needles
- [] Infusion Therapy Devices
- [] Anesthesia Needles
- [] Surgical Blades and Scrubs
- [] Critical Care Devices
- -----

- -----
- Consumer Healthcare: [] Insulin Syringes and Pen Needles
- [] Elastic Support Products
- -----

- -----
- Pharmaceutical Systems: [] Prefillable Injection Devices
- -----

- -----
- Ophthalmic Systems: [] Ophthalmic Surgery Blades and Cannulas
- -----

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FY '00 Revenues - BD Medical Systems:
\$1.966 Billion

=====

By Business Unit

PIE CHART

- 59% - Core Medical:
- 26% - Consumer Healthcare:
- 13% - Pharmaceutical Systems:
- 3% - Ophthalmic Systems:

By Geography

PIE CHART

- 50% - US/Canada
- 28% - Europe/EMA
- 11% - Asia Pacific
- 11% - Latin America

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=====

<TABLE> <CAPTION> FACTOR:	IMPACT:
----- <S> Sharps Safety Legislation Designs and Regulation	<C> [] Full U.S. Conversion to Safety-engineered [] Europe Also to Convert Over Time
----- Global Immunization Standards to Eliminate Device Reuse	[] Global Immunization Campaign Conversion to Auto-disable Designs
----- Integration of Drugs and Devices	[] Conversion From Empty to Prefilled Devices
----- Intensified Treatment and Dramatic WW Growth of Diabetes	[] Increasing Utilization of Devices and Monitors [] Advancing Technologies and Competition
----- Surgical Treatment for Vision Correction Systems	[] Rapid Category Growth [] Increasing Quality Standards for Devices and
----- Growing Number of High-Value Injectables	[] Increasing Need for Advanced, Pain-free Injection Devices

</TABLE>

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Strategic Growth Plan

=====

Near Term: Revitalize Core Businesses with Higher Value Devices

-
1. Advanced Protection
 2. Safe Immunization
 3. Drug/Device Integration
-

Long Term: Leverage Current Positions into New Markets and Technologies

4. Advanced Diabetes Care
 5. Ophthalmic Surgery
 6. Advanced Drug Delivery
-

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1. Advanced Protection

=====

U.S. Policy Status

- [] Sixteen States Have Passed Laws, 21 States Have Laws in Process
- [] OSHA Modified Bloodborne Pathogens
Regulations in November 1999
- [] Federal "Needlestick Act" Passed
House of Representatives on
October 3, and Senate on
October 26

[] President Clinton Signed the Bill
Into Law on November 6

	% of Total Beds	
Passed	39.18%	[PICTURE]
In Process	47.50%	
Total	86.68%	

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1. Advanced Protection

=====

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[PICTURE]

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1. Advanced Protection

=====

Market Conversion Status (estimates)

Estimated %
Adoption at Fiscal Year End

Product Category	2000	2003
Needleless IV Access	85%	95-100%
Blood Collection Sets	40	90-100
IV Catheters	35	90-100
Blood Collection Tubes	25	80-90
Injection Syringes/Needles	15	90-100
Blood Collection Needles	10	90-100

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1. Advanced Protection

=====

BD Competitive Advantages

- [] Broadest Product Array
- [] Multiple Offerings in Each Category
- [] Best Quality/Performance in Customer Evaluations
- [] Experience and Resources for Capacity Scale-up
- [] Leverage of Existing Capital Infrastructure
- [] Leverage of Existing Go-to-Market Infrastructure
- [] Established Market Positions and Customer Relationships

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1. Advanced Protection

=====

U.S. Revenue Projections (\$ MM)*

(CHART)

FY 2000

\$185 Net of Conventional Device Sales

\$268 Total BD Safety-Engineered Devices

FY 2001

\$243 Net of Conventional Device Sales

\$369 Total BD Safety-Engineered Devices

Growth '00 - '01

+ 32%

+ 38%

FY 2003

\$445 Net of Conventional Device Sales

\$696 Total BD Safety-Engineered Devices

CAGR '00 - '03

+ 34%

+ 38%

* Includes Preanalytical Solutions.

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2. Safe Immunization

=====

Policy

[] NGO Directives Require Complete Conversion to "Auto-Disable"
Injection Devices by 2004

Market Size/conversion

[] Approximately 1.5 Billion Units, 20% Converted

[] \$50+ Million Growth Potential for BD

Funding

[] Neonatal Tetanus Elimination (100 Million+ Units) Funded by
UNICEF/BD/Gates Foundation Partnership

BD Product Technologies

(PICTURES)

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3. Drug/Device Integration

=====

BD Pharmaceutical Systems

[] \$255 Million Global Business

[] 14% CGR for Past 5 Years [PHOTO]

[] Products: Hypak Glass Bulk, Hypak SCF,
Monovial, Purefill, AccuSpray, Pens [PHOTO]

[] Supplies Over 100 Pharmaceutical Companies

[] Investing \$100 Million in Capacity Expansion Over
Next Three Years

[] BD Also Prefilling Flush Syringes

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4. Advanced Diabetes Care

=====

[] Core Syringe and Pen Needle Businesses Continue to Grow, Due to Intensified
Therapy

- [] BD Making Strategic Investment in Glucose Monitoring Technologies [PHOTO]
- [] Glucose Monitoring a \$3.5 Billion Market, Growing 12% Annually
- [] BD Will Launch a Family of Products, Differentiated in Both Performance and Concept

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5. Ophthalmic Surgery

- =====
- [] Cataract Surgery Is Single Largest Surgical Procedure
 - [] Refractive Surgery (Vision Correction) Now Emerging As Second Largest Procedure Category
 - [] Procedures and Related Product Markets to Double Over Next Five Years [PHOTO]
 - [] \$100+ Million Growth Potential for BD
 - [] BD Expanding From Current Base Into Refractive and Other Surgical Procedures Categories

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6. Advanced Drug Delivery

- =====
- [] Developed AccuSpray Nasal Delivery System
 - [] Partnering With Aerogen for Pulmonary Delivery of Insulin
 - [] Developing Microneedle Arrays Using MEMS Technology
 - [] Development Agreements in Place With Leading Pharmaceutical Companies

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Product Demonstration

- =====
- [] Advanced Protection Devices
 - Injection
 - Infusion Therapy [PHOTO]
 - Blood Collection
 - [] Immunization Devices
 - [] Prefills

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Medical Systems FY '01 Projections

(CHART)

FY 00	
Core Business	1470 first line
Advanced Protection	180 (1650 second line)
Other	316 (1966 third line)
	(4% reported)
FY 00	
Core Business	1,447 first line
Advanced Protection	236 (1683 second line)
Other	356 (2039 third line)

*Excludes Blood Collection related revenues
**Includes Safe Immunization, Prefills, Advanced Diabetes Healthcare,
Ophthalmic Surgery and Advanced Drug Delivery

Growth Sources	
Base Business	(2%)*
Advanced Protection	31%*
Other Growth Platforms	13%**

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Closing Comments

- =====
- [] Near Term Opportunities Are in BD's "Power Alley"
 - [] Will Achieve Significantly Higher Value From Established Market Positions
 - [] Intensity of Capacity Expansions and Market Conversions Delay Full "See Through" of Margin Enhancements
 - [] Longer Term Opportunities Involve Higher Growth Industry Segments
 - [] These Longer Term Opportunities Also Leverage Existing BD Leadership Positions and Strengths

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human health

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The following are trademarks of BD: Hypak, MonoVial, Purefill, Accuspray, Saf-T-Intima, Insyte Autoguard, Introsyte Autoguard, Safety-Lok, SafetyGlide, VACUTAINER, SoloShot, Uniject, Microneedle

=====

From Vision to Value

=====

Edward J. Ludwig
President & Chief Executive Officer

NOVEMBER 9, 2000

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Changes at BD

- =====
- [] Strategic Initiatives
 - [] Important New Products
 - [] Integration of Acquisitions
 - [] Geographic Expansion
 - [] Refocused Management Direction

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Core Businesses

- =====
- [] BD Clinical Laboratory Solutions
 - [] BD Medical Systems

[PICTURES]

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BD Provides the Tools for Human Health

=====

- [] Patients and Health Care Practitioners
 - [] Research and Clinical Laboratories
 - [] Hospitals and Homes
 - [] Pharma and Biopharma
- "Indispensable to Human Health"

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Global Presence

=====

Worldwide Immunization Programs

[PICTURES]

BD FACScalibur
Worldwide Immunization Programs

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Long-Term Sustainable Competitive Advantage

=====

- [] Engineering
- [] Manufacturing
- [] Marketing
- [] Distribution

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BD Goals

=====

Consistently

- [] Deliver High Quality Products
- [] Provide Customer Value
- [] Attract the Best Talent
- [] Deliver Long-Term Sustainable Growth
- [] Provide Excellent Returns to Shareholders

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Strong Product Franchises

=====

[PIE CHART]

Market
Competition

Growth
Opportunities

BD Clinical Laboratory Solutions

Support Initiatives

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New Growth Markets

- 80% Comes From 4 Industrialized Regions (U.S., Canada, Western Europe, Japan)
- 20% Comes From Rest of World
- Operations in More Than 100 Countries
- Cultural Diversity in Management

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External Growth

- Alliances
- Strategic Investments
- Acquisitions

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Strategic Actions for the Future

- Foundation

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Steps Toward Sustainable Growth

Safety-Engineered Products Initiative

- New Manufacturing Systems Completed by End of 2001
- \$300 Million Capital Spending Program
- Broadest Line of Safety-Engineered Products
- Needlestick Safety & Prevention Act

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Steps Toward Sustainable Growth

State-of-the-Art Diagnostic Systems

- BDProbeTec ET Launched
- BD Phoenix
 - Launched in Europe
 - U.S. launch in early FY03

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Steps Toward Sustainable Growth
=====

Integrated Acquisitions in BD Biosciences

[PICTURE]

Clontech	Worldwide Leadership
PharMingen	- Instruments
	- Assays
	- Software
Transduction Labs	- Consumables
	- Service

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BD Biosciences = A Life Sciences Business
=====

- [] Separate Business Segment in FY01
 - Provide transparency to highlight growth and value
- [] Fast Moving Biotech Environment
 - Continue with acquisitions
 - New technologies
 - Creative alliances

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Strategic Initiatives and Actions
=====

- [] Reduce Costs
- [] Improve Operating and Financial Performance
- [] Reintroduce Greater Clarity, Discipline and Consistency
- [] Reinvest to Support Growth in Core Businesses

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Genesis - Installation of SAP
=====

- [] Backbone of BD Worldwide Manufacturing, Distribution and Customer Service Operations
- [] Went Live in 5 North American Manufacturing Facilities [PICTURE]
- [] Full Implementation in 2002

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E-Business Strategy
=====

Global Healthcare Exchange

- [] Includes Leading Medical Device Companies [LOGO] GHX
Global Healthcare Exchange
- [] Single Destination
 - Accessing full product array
 - Faster, more efficient purchasing decisions
- [] Enhances Opportunities For

- Sales Growth
- Supply Chain Efficiencies
- Further Cost Reduction

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Six Sigma
=====

Continuous Improvement Program

- [] Focus on Quality
- [] Over 50 BD Associates Achieved "Black Belt" Quality Certification in 2000
- [] Potential for Significant Cost Savings

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2000 and Beyond
=====

[PICTURE]

Operational Excellence

Long-term Vision [LOGO] BD Investor Confidence

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Outlook for 2001
=====

- [] Reported Sales Growth of 5% (7%, Fx Neutral)
- [] Net Income Increases 10%

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Build Shareholder Value
=====

Increased Shareholder Value
Purposeful Growth
Execute
Improve
Focus

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BD Culture
=====

- [] Talented Associates
- [] Experienced Leadership Team [PICTURE]
- [] Common Vision
- [] Clear Objectives

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Elements for Success
=====

Deliver Predictable, Consistent Performance

- People
- Products
- Resources

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[LOGO] BD Indispensable to human health

Review of BD Clinical Laboratory Solutions

Richard O. Brajer

President

BD Clinical Laboratory Solutions

November 9, 2000

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FY00 Revenues - BD Clinical Laboratory Solutions
\$1.1 Billion

Two Pie Charts

By Business Unit

BD Diagnostic	49%	By Geography	
BD PreAnalytical Solutions	51%	US/Canada	59%
		Europe/EMA	23%
		Japan	8%
		Asia Pacific	5%
		Latin America	5%

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Our Customers' Needs

- Focused on Cost and Labor Constraints Imposed on the Healthcare System
- Department Boundaries Are Becoming Blurred (ie, Core Labs)
- Looking for Multidisciplined Suppliers (ie, Microbiology, Flow, Specimen Collection)
- Looking to Form Long-Term Partnerships to Achieve System-Wide Cost Containment
- Striving for Technological Advantage
- Information Systems Being Called on To Handle Larger Amounts of Patient Data

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BD Clinical Laboratory Solutions

Preanalytical

Diagnostic

Solutions

Systems

Services

Vision:

- Provide Customers With System Solutions to Their Most Pressing Problems
- Organize the Way Customers Think About and Want to Interact With BD
- Open Our Field of View to New Growth Opportunities

[LOGO] BD Indispensable to human health

A Customer-Focused Approach

<TABLE>

<CAPTION>

Preanalytical
PhaseAnalytical
PhasePost-analytical
Phase

Preanalytical Phase	Analytical Phase	Post-analytical Phase
<input type="checkbox"/> Specimen Collection	<input type="checkbox"/> Data Production	<input type="checkbox"/> Information Communication
<input type="checkbox"/> ID	<input type="checkbox"/> Information Generation	<input type="checkbox"/> Specimen Retention
<input type="checkbox"/> Transport		

[LOGO] BD Indispensable to human health

A Customer-Focused Approach

<TABLE>

<CAPTION>

Preanalytical
PhaseAnalytical
PhasePost-analytical
Phase

Preanalytical Phase	Analytical Phase	Post-analytical Phase
<input type="checkbox"/> Specimen Collection	<input type="checkbox"/> Data Production	<input type="checkbox"/> Information Communication
<input type="checkbox"/> ID	<input type="checkbox"/> Information Generation	<input type="checkbox"/> Specimen Retention
<input type="checkbox"/> Transport		

Preanalytical
SolutionsDiagnostic
SystemsPost-analytical
Phase

<input type="checkbox"/> BD Vacutainer - Blood Collection Needles/Winged Sets	<input type="checkbox"/> Plated Media	<input type="checkbox"/> BD EpiCenter
<input type="checkbox"/> BD Vacutainer Evacuated Tubes	<input type="checkbox"/> BD BACTEC	<input type="checkbox"/> BD.id
<input type="checkbox"/> Urine Collection Systems	<input type="checkbox"/> BDProbeTec ET	
<input type="checkbox"/> PreAnalytiX Molecular Testing	<input type="checkbox"/> BD Phoenix	
<input type="checkbox"/> BD.id	<input type="checkbox"/> BD EpiCenter	

Consulting & Services

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2000 Progress

Preanalytical Solutions:

- 8%* Business Unit Sales Growth
- Double-Digit Sales Growth in Asia Pacific and Latin America
- Safety Manufacturing Capacity Expansion
- Eclipse Safety-Engineered Needle Launch in U.S.
- Worldwide Market Share Increased 2%

[PHOTO]

*Fx Neutral.

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2000 Progress

=====

Diagnostic Systems:

- 4%* Business Unit Sales Growth
- Double-Digit Sales Growth in Japan, Asia Pacific and Latin America
- BDProbeTec ET Worldwide Launch
- 148 BD ProbeTec ET Placements

[PHOTO]

*Fx Neutral

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2000 Progress

=====

Information and Services:

- BD.id Specimen Management System Went "Live"
- BD.id Medication Error Management System Progressed Well in Beta Testing [PHOTO]
- Good Growth in Consulting

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Growing the Business Segment

=====

Developed Countries

Developing Countries

Single-Digit Growth

Double-Digit Growth

- Upgrade Value in Current Offering in Response to Real Customer Problems
- Enter New Product and Service Markets
- Drive Market Conversion

Grow Segment by 7%* in 2001

*Fx Neutral.

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2001 Priorities

=====

Preanalytical Solutions:

Grow Business Unit by 8%*

- Drive Safety Conversion
 - Goal of 50% market conversion in U.S. by year-end
- New Product launches (Molecular/PreAnalytiX)

- [] Drive BD.id Placements and Broaden Application Offering Through Partnerships
- [] Drive Geographic Expansion
 - Goal of market conversion to 53% by year-end

*Fx Neutral

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2001 Priorities

=====

Diagnostic Systems:
Grow Business Unit by 6%*

- [] BD Phoenix (ID/AST) Ex-U.S. Launch
 - Goal of 75 placements by year-end
- [] BDProbeTecET Penetration
 - Goal of 150 new placements
- [] Drive Profit Growth in BACTEC Base

*Fx Neutral

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Financial Review and Outlook

=====

John R. Considine
Executive Vice President and
Chief Financial Officer

November 9, 2000

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Actions to Improve Operating and Financial Performance

=====

- [] Discontinue Certain Distributor Incentive Programs
- [] Restructure Organization Worldwide
- [] Impose Cost Controls
- [] Reduce Foreign Exchange Volatility

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Actions to Improve Operating and Financial Performance

=====

Discontinue Certain Distributor Incentive Programs

- [] Reduces FY'00 Q4 Revenues by an Estimated \$50M and EPS by About 6 Cents
- [] Improves Supply Chain and Manufacturing Efficiencies
- [] Reduces Costs
- [] Establishes Closer Links With Customers
- [] Further Inventory Reductions at the Trade Level Anticipated in FY '01 Q1

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Actions to Improve Operating
and Financial Performance

=====

Worldwide Workforce Reorganization

- [] Eliminated 600 Staffed and 400 Vacant Positions
- [] Improves Cost Structure
- [] Majority of Savings Reinvested to Fund Key Initiatives

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Actions to Improve Operating
and Financial Performance

=====

Impose Cost Controls

- [] Includes Both Operating Costs and Capital Spending
- [] Expense Increases Will Not Exceed Revenue Growth

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Actions to Improve Operating
and Financial Performance

=====

Program to Reduce Foreign Exchange Volatility

- [] Currency Translation Hedging of European Currencies (60%), Japanese Yen and Canadian Dollar
- [] Cost for Fiscal 2001 of 3 Cents per Share Included in FY '01 EPS Guidance
- [] Translation Impact Expected to Be Unfavorable in First Half of FY '01

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Fourth Quarter Earnings Reconciliation

(\$ in Millions)

	Net Income	EPS
Reported	\$ 84	\$ 0.32
Add Back:		
Special Charges	38	0.14
Less:		
Gains and Favorable Tax Effects	(20)	(0.07)
	----	-----
Pro Forma	\$102	\$ 0.39

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Full Year 2000 EPS Reconciliation

	Q1	Q2	Q3	Q4	Full Year
Reported EPS	\$ 0.29	\$ 0.45	\$ 0.43	\$ 0.32	\$1.49

Special Charges	--	--	--	0.14	0.14
One-Time Gains and Favorable Tax Effects	--	(0.07)	(0.06)	(0.07)	(0.20)
Product Recall	--	0.04	--	--	0.04
Acquired In-Process R&D	--	--	0.02	--	0.02
Property Impairment	--	--	0.01	--	0.01
Rounding	--	--	--	--	(0.01)

Pro Forma EPS	\$ 0.29	\$ 0.42	\$ 0.40	\$ 0.39	\$1.49
---------------	---------	---------	---------	---------	--------

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Fourth Quarter Pro Forma Statement of Income

(\$ in Millions)

<TABLE>
<CAPTION>

	FY	% of	FY	% of	Growth	
					2000	Revenue
Revenue	\$ 920		\$ 903		1.9%	4.4%
<S>	<C>	<C>	<C>	<C>	<C>	<C>
Gross Profit Margin	449	48.8%	467	51.8%		
Selling and Administrative Research & Development	247	26.9%	244	27.0%		
	53	5.7%	55	6.1%		
Operating Income	149	16.2%	168	18.7%		
Interest and Other, Net	(16)		(20)			
Income Before Income Tax	133	14.5%	148	16.4%		
Income Tax / Rate	31	23.2%	38	26.0%		
Net Income	\$ 102	11.1%	\$ 110	12.1%		

</TABLE>

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Segment Revenue - FY 2000

(\$ in Millions)

<TABLE>
<CAPTION>

	FY '00	Fourth Quarter		FY '00	Full Year	
		Growth	Reported		Growth	Reported
Neutral						
<S>	<C>	<C>	<C>	<C>	<C>	<C>
BD Medical Systems 4.7%	\$502	(3.4%)	(0.9%)	\$1,966	2.2%	
BD Preanalytical Solutions 7.5%	131	2.2%	4.8%	534	5.1%	
BD Biosciences 14.9%	287	12.7%	14.9%	1,118	13.4%	
	-----	-----	-----	-----	-----	
8.0%	\$920	1.9%	4.4%	\$3,618	5.8%	

====

 </TABLE>

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Fourth Quarter Pro Forma Statement of Income

(\$ in Millions)

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	=====		=====	

</TABLE>

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Fourth Quarter Tax Rate Reconciliation

<S>	<C>	Pretax	<C>	Income Tax	<C>	Effective Rate
Reported Earnings		\$ 91,570		\$ 7,556		8.3%
Nonrecurring Gains and Interest on Tax Refunds		(15,923)		(6,527)		41.0%
Special Charges		57,514		19,644		34.2%
Favorable Tax Audits		-		10,200		-
		-----		-----		-----
		-----		-----		-----
Pro Forma Earnings		133,161		30,873		23.2%
		-----		-----		-----
		-----		-----		-----
Add Back Estimated Impact from Discontinuance of Distributor Incentive Programs		25,000		10,250		41.0%
		-----		-----		-----
		158,161		\$41,123		26.0%
		=====		=====		=====

</TABLE>

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Full Year Pro Forma Statement of Income

(\$ in Millions)

<S>	<C>	<C>	<C>	<C>	Growth	
					Reported	FX Neutral
					<C>	<C>
Revenue	\$3,618		\$3,418		5.8%	8.0%
	-----		-----		-----	-----
Gross Profit Margin	1,783	49.3%	1,734	50.7%		
Selling and Administrative	974	26.9%	932	27.3%		
Research & Development	219	6.0%	205	6.0%		
	-----		-----			
Operating Income	590	16.3%	597	17.4%		
Interest and Other, Net	(69)		(73)			
	-----		-----			
Income Before Income Tax	521	14.4%	524	15.3%		

Income Tax / Rate	132	25.3%	129	24.7%
	-----	----	-----	----
Net Income	\$ 389	10.8%	\$ 395	11.5%
	=====	=====	=====	=====

</TABLE>

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Full Year Pro Forma Statement of Income

(\$ in Millions)

<TABLE>
<CAPTION>

	FY 2000	% of Revenue	FY 1999	% of Revenue
Revenue	\$3,618		\$3,418	
Gross Profit Margin	1,783	49.3%	1,734	50.7%
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Interest and Other, Net	(69)		(73)	
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Net Income	\$ 389	10.8%	\$ 395	11.5%

</TABLE>

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Full Year Pro Forma Statement of Income

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Net Income	\$ 389	10.8%	\$ 395	11.5%

</TABLE>

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Full Year 2000 Condensed Cash Flow

(\$ in Millions)

Pro Forma Net Income	\$ 389
Depreciation & Amortization	288
Capital Expenditures	(376)

Increase in Working Capital	(20)
Dividends Paid	(96)
Other, Net	(28)

Free Cash Flow	157
Debt Reduction	(168)

Decrease in Cash and Equivalents	\$ (11)
	=====

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Key Ratios

	FY 2000	FY 1999
Debt to Capitalization	41.4%	47.2%
Return to Equity (a)	20.9%	22.5%
Return to Total Assets (a)	13.6%	14.3%
Days Sales Outstanding	66	74
Inventory Turns	2.3	2.5

(a) Adjusted to exclude impact of special charges and non-recurring gains and losses in both years.

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FY 2001 Estimates - Full Year

	5% Reported FY' 01	7% Fx Neutral FY' 00
Sales Growth		
Operating Margin	17.3%	16.3%
Pro Forma EPS	\$1.63 - \$1.65	\$ 1.49
Capital Expenditures (\$ in millions)	\$ 300	\$ 376
Shares (in millions)	\$ 266.7	263.2
Free Cash Flow (\$ in millions)	\$ 300	\$ 157

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FY 2001 -

First Quarter Revenue Estimate Sales Growth 2% Reported 3% Fx Neutral
Reported Revenue Impacted by:
 Unfavorable Foreign Exchange Translation
 Continuing Inventory Reductions at the Trade Level
 Y2K Inventory Stocking in FY '00

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FY 2001 Estimates - Full Year

	5% Reported FY' 01	7% Fx Neutral FY' 00
Sales Growth		
Operating Margin	17.3%	16.3%

Pro Forma EPS	\$1.63 - \$1.65	\$ 1.49
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Shares (in millions)	\$ 266.7	263.2
Free Cash Flow (\$ in millions)	\$ 300	\$ 157

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Cash EPS
[Chart]

[CHART]

EPS \$ 2.00
\$ 1.75
\$ 1.50
\$ 1.25
\$ 1.00

<TABLE>
<CAPTION>

	FY '96	FY '97	FY '98	FY '99	FY '00	FY '01E
<S>	<C>	<C>	<C>	<C>	<C>	<C>
Cash EPS	\$ 1.10	\$ 1.26	\$ 1.45	\$ 1.62	\$ 1.66	\$ 1.81 - \$ 1.83
ProForma EPS	\$ 1.05	\$ 1.21	\$ 1.37	\$ 1.49	\$ 1.49	\$ 1.63 - \$ 1.65

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