# 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) January 17, 2001

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)		(IRS Employer Iden- tification Number)			
1 Becton Drive, Franklin Lak	es, New Jersey	07417-1880			
(Address of principal execu	tive 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 5. OTHER EVENTS

On January 17, 2001 the Registrant announced in a press release its results for the first quarter ended December 31, 2000. Attached hereto as Exhibit 99, which is incorporated herein by reference, is a copy of such press release.

### 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/ Richard A. Carbone Richard A. Carbone Assistant Secretary INDEX TO EXHIBITS

Exhibit Number Description of Exhibits ------99 Press release issued January 17, 2001. BD [LOGO]

Contact: - ------Camilla Jenkins / Media Relations - 201-847-5369 Dean Paranicas / Investor Relations - 201-847-7102

#### BD ANNOUNCES RESULTS FOR FISCAL FIRST QUARTER

### Performance Consistent With Company's November 9, 2000 Guidance

Franklin Lakes, NJ (January 17, 2001) - BD (Becton, Dickinson and Company) (NYSE: BDX) today reported revenues of \$843 million for the first quarter ended December 31, 2000, down 2 percent from the same period a year ago. At constant foreign exchange rates, revenues increased 3 percent.

As expected, revenues were negatively affected by foreign exchange translation, related primarily to the Euro, which reduced first quarter revenues by an estimated \$46 million. The quarter also reflected the impact of remaining inventory reductions at the trade level following the discontinuation of certain distributor incentive programs in the prior quarter, and an unfavorable comparison to the first quarter of fiscal 2000, which benefited from Y2K-related inventory stocking.

Diluted earnings per share and net income were 23 cents and \$61 million for the first quarter, compared with 29 cents and \$75 million for the same period in fiscal 2000.

Edward J. Ludwig, president and chief executive officer, reaffirmed the Company's guidance given at its November 9, 2000 meeting with analysts, investors and the press, indicating that "in fiscal 2001, the Company expects to achieve sales growth of approximately 5 percent on a reported basis, or approximately 7 percent at constant exchange rates." Mr. Ludwig also stated that "the Company remains on track to achieve earnings per share of approximately 44 cents for the second quarter of fiscal 2001, and an increase in net income of about 10 percent for fiscal 2001.

"While we remain focused on delivering solid financial performance, we continue to invest in promising product initiatives to drive revenue growth," Mr. Ludwig continued. "This includes scaling up production of the industry's broadest line of safety-engineered devices to meet the increasing customer demand related to federal and state needlestick safety legislation."

# Q1 Segment Results

As previously announced, beginning October 1, 2000, the Company revised its reporting segments. The microbiology product line (now known as diagnostic systems) was moved from the Biosciences segment and combined with the segment formerly known as Preanalytical Solutions to form the Clinical Laboratory Solutions segment. Summary revenue data reflecting the revised segments are as follows:

	First Fiscal Quart	
	(\$ in millions)	
Segment	2001	2000
Medical Systems	\$ 438	\$ 463
Clinical Laboratory Solutions	277	271*
Biosciences	128	125*
Total	\$ 843	\$ 859 =====

\* Restated Clinical Laboratory Solutions revenues for the first quarter of fiscal 2000 include \$132 million related to Preanalytical Solutions, and \$139 million related to microbiology that previously had been included in Biosciences revenues.

In the Medical Systems segment, worldwide revenues of \$438 million declined 5 percent in the quarter, and were essentially flat at constant foreign exchange rates. Included in Medical Systems revenues were U.S. safety-engineered sales of \$51 million, an increase of 37 percent versus the prior year's quarter. Growth in this segment was offset by the impact of inventory reductions at the trade level related to distributor incentive programs discontinued in the prior quarter. Segment revenue comparisons with the prior year also were affected by

Y2K-related inventory stocking.

In the Clinical Laboratory Solutions segment, first quarter worldwide revenues increased 2 percent to \$277 million, or 7 percent at constant foreign exchange rates. Revenue growth was equally driven by the preanalytical solutions and diagnostic systems product lines. Included in Clinical Laboratory Solutions revenues were U.S. safety-engineered sales of \$31 million, an increase of 38 percent versus the prior year's quarter.

Revenues for the Biosciences segment grew by 2 percent to \$128 million. At constant foreign exchange rates, revenues increased 8 percent. Biosciences revenue increases were led by sales of Clontech, PharMingen and Transduction Labs products.

# Q1 Geographic Results

On a geographic basis, first quarter revenues in the United States increased 1 percent to \$431 million. Revenues outside the United States of \$412 million declined 5 percent, but increased 6 percent at constant foreign exchange rates.

BD manufactures and sells a broad range of supplies, devices and systems for use by health professionals, medical research institutions, industry and the general public. For the fiscal year ended September 30, 2000, BD reported total revenues of \$3.6 billion.

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This press release 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 product 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 any forward-looking statements.

\* \* \*

BD's news releases can be found on its website at www.bd.com or through Business

Wire at www.businesswire.com. A conference call with analysts regarding this

news release will be broadcast live on BD's website at 8:30 a.m. EST Thursday, January 18, 2000. The conference call will be available for playback at 1-888-300-0165.

BECTON DICKINSON AND COMPANY REVENUES BY BUSINESS SEGMENTS AND MAJOR PRODUCT GROUPS FISCAL YEAR 2001 (Unaudited; Amounts in thousands)

		United States	
		Q1	% Change
MEDICAL SYSTEMS			
Core Medical Consumer Health Care Pharmaceutical Systems Ophthalmic Systems	Ş	140,040 44,501 10,270 7,208	3.8 (20.0) 19.2 (3.4)
TOTAL	\$ 	202,019	(2.2)

## CLINICAL LABORATORY SOLUTIONS

Preanalytical Solutions Diagnostic Systems	Ş	76,580 83,099	10.9 4.6
- TOTAL	Ş	159 <b>,</b> 679	7.5

BIOSCIENCES		
Immunocytometry & Reagents Discovery Labware	\$ 51,494 18,092	(3.4) 0.6
TOTAL	\$  69,586	(2.4)
TOTAL UNITED STATES	\$  431,284	1.1

		International		
		Q1	% Change	
MEDICAL SYSTEMS				
Core Medical Consumer Health Care Pharmaceutical Systems Ophthalmic Systems	Ş	136,836 47,906 46,721 4,952	(2.0)	
TOTAL	\$	236,415	(7.6)	
CLINICAL LABORATORY SOLUTIONS				
Preanalytical Solutions Diagnostic Systems	\$	,	(9.6) 1.2	
TOTAL	\$	117,274	(4.3)	
BIOSCIENCES				
Immunocytometry & Reagents Discovery Labware	Ş	,	11.9 (3.4)	
TOTAL	\$	58,284	7.6	
TOTAL INTERNATIONAL	\$	411,973	(4.8)	

		Total		
		Q1	% Change	
MEDICAL SYSTEMS				
Core Medical Consumer Health Care Pharmaceutical Systems Ophthalmic Systems	Ş	92,407	(3.2) (11.6) (3.9) (3.7)	
TOTAL		,	(5.2)	
CLINICAL LABORATORY SOLUTIONS				
Preanalytical Solutions Diagnostic Systems	Ş		1.1 3.1	
TOTAL		276,953	2.2	
BIOSCIENCES				
Immunocytometry & Reagents Discovery Labware	Ş	,	3.1 (1.2)	
TOTAL	\$	127,870	1.9	
TOTAL REVENUES	Ş		(1.9)	

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

	Three Mont 2000	hs	Ended Decembe 1999	
REVENUES	\$ 843,257	\$	859,164	(1.9)
Cost of products sold	448,947		449,951	
Selling and administrative Research and development	235,292 52,727		233,838 53,743	0.6 (1.9)
TOTAL OPERATING COSTS	 			
AND EXPENSES	736,966		737,532	(0.1)
OPERATING INCOME	106,291		121,632	(12.6)
Interest expense, net	(18,564)			(13.9)
Other (expense) income, net	 (7,961)		1,674	NM
INCOME BEFORE				
INCOME TAXES	79,766		101,749	(21.6)
Income tax provision	19,144		26,455	(27.6)
NET INCOME	\$ 60,622	\$	75 <b>,</b> 294	(19.5)
EARNINGS PER SHARE				
Basic	\$ 0.24	\$	0.30	(20.0)
Diluted	\$ 0.23	\$	0.29	(20.7)
AVERAGE SHARES OUTSTANDING				
Basic	254,465		251,328	
Diluted	 266,237 		262,593	
NM - Not Meaningful				
BECTON DICKINSON AND COMPANY SUPPLEMENTAL REVENUE INFORMATION (Unaudited; Amounts in thousands				
	Three Mont	hs	Ended Decembe	r 31,
	 2000		1999	% Change
MEDICAL SYSTEMS				
United States	\$ 202,019	\$	206,622	(2.2)
International	 236,415		255,984	
TOTAL	\$ 438,434	\$	462,606	(5.2)
CLINICAL LABORATORY SOLUTIONS				
United States International	\$ 159,679 117,274		148,523 122,576	7.5 (4.3)
TOTAL 	276,953	Ş 	271,099	2.2
BIOSCIENCES				
United States International	\$ 69,586 58,284		71,314 54,145	(2.4) 7.6
 TOTAL	 \$ 			1.9
	121,010	ڊ 	123,439	1.9 
TOTAL REVENUES				
United States	\$		426,459	
International				
TOTAL 	\$ 843,257	\$	859,164	(1.9)