

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 11-K

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE
SECURITIES AND EXCHANGE ACT OF 1934

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF
1934

For the fiscal year ended June 30, 1998

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT
OF 1934

For the transition period from to

Commission file number 1-4802

BECTON, DICKINSON AND COMPANY SAVINGS INCENTIVE PLAN
(FULL TITLE OF THE PLAN)

BECTON, DICKINSON AND COMPANY
(NAME OF ISSUER OF SECURITIES HELD PURSUANT TO THE PLAN)

1 Becton Drive
Franklin Lakes, New Jersey
(ADDRESS OF PRINCIPAL EXECUTIVE
OFFICER)

07417-1880
(ZIP CODE)

(201) 847-6800
(TELEPHONE NUMBER)

1. FINANCIAL STATEMENTS AND SCHEDULES.

The following financial data for the Plan are submitted herewith:

Report of Independent Auditors

Statements of Net Assets Available for Benefits, with Fund Information as of
June 30, 1998 and 1997

Statement of Changes in Net Assets Available for Benefits, with Fund
Information for the year ended June 30, 1998

Notes to Financial Statements

Item 27a--Schedule of Assets Held for Investment Purposes as of June 30,
1998

Item 27d--Schedule of Reportable Transactions for the year ended June 30,
1998

2.1 EXHIBITS.

See Exhibit Index for a list of Exhibits filed or incorporated by reference
as part of this report.

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Becton, Dickinson and Company
Savings Incentive Plan

Audited Financial Statements and Schedules

June 30, 1998

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Report of Independent Auditors

Savings Incentive Plan Committee
 Becton, Dickinson and Company

We have audited the accompanying statements of net assets available for benefits of the Becton, Dickinson and Company Savings Incentive Plan as of June 30, 1998 and 1997, and the related statement of changes in net assets available for benefits for the year ended June 30, 1998. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan at June 30, 1998 and 1997, and the changes in its net assets available for benefits for the year ended June 30, 1998, in conformity with generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplemental schedule of assets held for investment purposes as of June 30, 1998, and schedule of reportable transactions for the year then ended are presented for purposes of complying with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, and are not a required part of the basic financial statements. The fund information in the statements of net assets available for benefits and the statement of changes in net assets available for benefits is presented for purposes of additional analysis rather than to present the net assets available for benefits and changes in net assets available for benefits of each fund. The supplemental schedules and fund information have been subjected to the auditing procedures applied in our audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Hackensack, New Jersey
 December 4, 1998

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Becton, Dickinson and Company
 Savings Incentive Plan

Statement of Net Assets Available for Benefits, with Fund Information

June 30, 1998

<TABLE>
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	Fund Information			
	Fixed Income Fund	S&P 500 Index Fund	Becton, Dickinson and Company Common Stock Fund	Becton, Dickinson and Company Preferred Stock Fund
<S>	<C>	<C>	<C>	<C>
Assets				
Investments at fair value:				
Becton, Dickinson and Company Common Stock (6,062,104 shares)			\$ 234,560,006	\$ 725,462
Becton, Dickinson and Company Series B ESOP Convertible Preferred Stock (837,613 shares) (Note 6)				208,063,120

State Street Bank and Trust Company S&P 500 Flagship Fund Series A (574,418 units)		107,738,476		
State Street Bank and Trust Company MidCap Index Fund Series A (2,214,514 units)				
Barclays Global Investors Commingled Fund (1,179,187 units)				
Investment Contracts at contract value (equivalent to cost):				
Allstate Life Insurance Company	\$ 31,353,804			
Caisse des Depots CDC	3,280,269			
Hartford Life Insurance Company	6,532,192			
John Hancock Mutual Life Insurance Company	18,132,815			
Metropolitan Life Insurance Company	18,226,767			
People's Security Life Insurance Company	23,836,646			
Continental Assurance	13,953,050			
Prudential Cap Max	5,000,000			
Security Life of Denver Insurance Company	6,108,911			
Trans America Life & Annuity Company	10,129,263			
State Street Bank and Trust Company	16,191,512			
	-----	-----	-----	-----
Total investments	152,745,229	107,738,476	234,560,006	208,788,582
Receivables:				
Interest	795,336			4,529
Dividends				803,290
Participants' contributions		4,928	4,928	
Employer contributions				4,462,935
Other receivable	358,806	91,913		
Loans receivable from participants (Note 2)				
Cash and cash equivalents	1,508,470		2,323,606	1,010,782
	-----	-----	-----	-----
Total assets	155,407,841	107,835,317	236,888,540	215,070,118
Liabilities				
Accrued interest payable				1,784,351
Debt obligations (Notes 6 and 7)				37,764,028
Investment management fees payable	74,701	37,292	51,460	
Other	109,360		4,801	
	-----	-----	-----	-----
Total liabilities	184,061	37,292	56,261	39,548,379
	-----	-----	-----	-----
Net assets available for benefits	\$155,223,780	\$107,798,025	\$236,832,279	\$ 175,521,739
	=====	=====	=====	=====

</TABLE>

See accompanying notes.

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Becton, Dickinson and Company
Savings Incentive Plan

Statement of Net Assets Available for Benefits, with Fund Information

June 30, 1998 (continued)

<TABLE>
<CAPTION>

	Balanced Fund	MidCap Index Fund	Loans Receivable Account	Holding Account	Total
	-----	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>	<C>
Assets					
Investments at fair value:					
Becton, Dickinson and Company Common Stock (6,062,104 shares)					
\$235,285,468					
Becton, Dickinson and Company Series B ESOP Convertible Preferred Stock (837,613 shares) (Note 6)					
208,063,120					
State Street Bank and Trust Company S&P 500 Flagship Index Fund Series A (574,418 units)					
107,738,476					
State Street Bank and Trust Company MidCap Index Fund Series A (2,214,514 units)		\$25,187,883			
25,187,883					
Barclays Global Investors Commingled Fund (1,179,187 units)	\$25,701,548				
25,701,548					
Investment Contracts at contract value (equivalent to cost):					
Allstate Life Insurance Company	31,353,804				
31,353,804					
Caisse des Depots CDC	3,280,269				
3,280,269					
Hartford Life Insurance Company					

6,532,192				
John Hancock Mutual Life Insurance Company				
18,132,815				
Metropolitan Life Insurance Company				
18,226,767				
People's Security Life Insurance Company				
23,836,646				
Continental Assurance				
13,953,050				
Prudential Cap Max				
5,000,000				
Security Life of Denver Insurance Company				
6,108,911				
Trans America Life & Annuity Company				
10,129,263				
State Street Bank and Trust Company				
16,191,512				

Total investments	25,701,548	25,187,883		
754,721,724				
Receivables:				
Interest	4			
799,869				
Dividends				
803,290				
Participants' contributions	1,643	4,928		
16,427				
Employer contributions				
4,462,935				
Other receivable	8,729	13,197		
472,645				
Loans receivable from participants (Note 2)			16,425,438	
16,425,438				
Cash and cash equivalents	50		1,605,143	
6,448,051				

Total assets	25,711,974	25,206,008	16,425,438	1,605,143
784,150,379				
Liabilities				
Accrued interest payable				
1,784,351				
Debt obligations (Notes 6 and 7)				
37,764,028				
Investment management fees payable	17,967	22,232		
203,652				
Other				
114,161				

Total liabilities	17,967	22,232		
39,866,192				

Net assets available for benefits	\$25,694,007	\$25,183,776	\$16,425,438	\$ 1,605,143
\$744,284,187				
=====				

</TABLE>

Savings Incentive Plan

Statement of Net Assets Available for Benefits, with Fund Information

June 30, 1997

<TABLE>
<CAPTION>

	Fund Information			
	Fixed Income Fund	S&P 500 Index Fund	Becton, Dickinson and Company Common Stock Fund	Becton, Dickinson and Company Preferred Stock Fund
<S>	<C>	<C>	<C>	<C>
Assets				
Investments at fair value:				
Becton, Dickinson and Company Common Stock (6,717,862 shares)			\$170,045,781	\$ 82
Becton, Dickinson and Company Series B ESOP Convertible Preferred Stock (873,698 shares) (Note 6)				141,539,050
State Street Bank and Trust Company S&P 500 Flagship Index Fund (561,403 units)		\$80,850,400		
State Street Bank and Trust Company MidCap Index Fund (524,824 units)				
Barclays Global Investors Commingled Fund (987,486 units)				
Investment Contracts at contract value (equivalent to cost):				
Allstate Life Insurance Company	\$ 16,648,345			
Caisse des Depots CDC	1,872,027			
The Canada Life Assurance Company	4,136,125			
Hartford Life Insurance Company	6,089,486			
John Hancock Mutual Life Insurance Company	20,426,286			
Metropolitan Life Insurance Company	23,191,463			
New York Life Insurance Company	7,726,349			
Provident Life and Accident	17,006,989			
Providian Capital Management	24,541,124			
Security Life of Denver Insurance Company	5,773,721			
Trans America Life & Annuity Company	5,098,926			
State Street Bank and Trust Company	16,593,121			
Total investments	149,103,962	80,850,400	170,045,781	141,539,132
Receivables:				
Interest	795,059		1,466	4,449
Dividends				837,800
Participants' contributions		13,294		
Employer contributions				4,167,655
Loans receivable from participants (Note 2)				
Cash and cash equivalents	6,397,032	34	1,117,142	996,729
Total assets	156,296,053	80,863,728	171,164,389	147,545,765
Liabilities				
Accrued interest payable				1,974,436
Debt obligations (Notes 6 and 7)				41,787,010
Payable for investments purchased			350,922	
Investment management fees payable	16,019	24,067	17,364	
Other	795,371	(889,378)	1,077,338	
Loan repayments	16,673	(2,491)	(7,662)	
Total liabilities	828,063	(867,802)	1,437,962	43,761,446
Net assets available for benefits	\$155,467,990	\$81,731,530	\$169,726,427	\$103,784,319

</TABLE>

See accompanying notes.

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Becton, Dickinson and Company
Savings Incentive Plan

Statement of Net Assets Available for Benefits, with Fund Information

June 30, 1997 (continued)

<TABLE>
<CAPTION>

	Balanced Fund	MidCap Index Fund	Loans Receivable Account	Total
	<C>	<C>	<C>	<C>
Assets				
Investments at fair value:				

Becton, Dickinson and Company Common Stock (6,717,862 shares)				\$170,045,863
Becton, Dickinson and Company Series B ESOP Convertible Preferred Stock (873,698 shares) (Note 6)				141,539,050
State Street Bank and Trust Company S&P 500 Flagship Index Fund (561,403 units)				80,850,400
State Street Bank and Trust Company MidCap Index Fund (524,824 units)		\$15,939,941		15,939,941
Barclays Global Investors Commingled Fund (987,486 units)	\$17,295,264			17,295,264
Investment Contracts at contract value (equivalent to cost):				
Allstate Life Insurance Company				16,648,345
Caisse des Depots CDC				1,872,027
The Canada Life Assurance Company				4,136,125
Hartford Life Insurance Company				6,089,486
John Hancock Mutual Life Insurance Company				20,426,286
Metropolitan Life Insurance Company				23,191,463
New York Life Insurance Company				7,726,349
Provident Life and Accident				17,006,989
Providian Capital Management				24,541,124
Security Life of Denver Insurance Company				5,773,721
Trans America Life & Annuity Company				5,098,926
State Street Bank and Trust Company				16,593,121

Total investments	17,295,264	15,939,941		574,774,480
Receivables:				
Interest	77			801,051
Dividends				837,800
Participants' contributions	27,674	6,947		47,915
Employer contributions				4,167,655
Loans receivable from participants (Note 2)			\$12,829,334	12,829,334
Cash and cash equivalents	100,013			8,610,950

Total assets	17,423,028	15,946,888	12,829,334	602,069,185
Liabilities				
Accrued interest payable				1,974,436
Debt obligations (Notes 6 and 7)				41,787,010
Payable for investments purchased				350,922
Investment management fees payable		10,336		67,786
Other	(642,960)	(168,415)		171,956
Loan repayments	1,588	490		8,598

Total liabilities	(641,372)	(157,589)		44,360,708

Net assets available for benefits	\$18,064,400	\$16,104,477	\$12,829,334	\$557,708,477
				=====

</TABLE>

Becton Dickinson and Company
Savings Incentive Plan

Statement of Changes in Net Assets Available for Benefits, with Fund Information
Year ended June 30, 1998

<TABLE>
<CAPTION>

FUND INFORMATION

BECTON,
DICKINSON
AND
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AND

	FIXED INCOME FUND	S&P 500 Index Fund	COMPANY COMMON STOCK FUND	COMPANY PREFERRED STOCK FUND	BALANCED FUND
<S>	<C>	<C>	<C>	<C>	<C>
Additions:					
Participants' contributions	\$ 10,610,807	\$ 7,407,458	\$ 5,894,615		\$ 2,374,927
Rollover contributions	1,197,926	444,062	576,873		177,429
Company contributions				\$ 4,462,935	
Loan repayments	1,726,398	1,125,840	2,168,883		275,513
Interest income	10,158,634	1,588	55,128	34,832	2,027
Dividends			1,798,364	3,269,957	59
Other			90,638		
Transfers between funds	955,762	1,859,282	(8,141,804)	(83,622)	2,497,221
	24,649,527	10,838,230	2,442,697	7,684,102	5,327,176
Deductions:					
Distributions to participants	21,827,595	7,729,636	15,313,945	5,113,540	2,096,730
Loan withdrawals	2,903,775	1,640,581	3,091,489	420,120	358,963
Interest expense				3,568,700	
Administrative expenses	162,367	53,020	66,254		18,082
Other				271,625	
	24,893,737	9,423,237	18,471,688	9,373,985	2,473,775
Net appreciation in fair value of investments		24,651,502	83,134,843	73,427,303	4,776,206
Net increase (decrease)	(244,210)	26,066,495	67,105,852	71,737,420	7,629,607
Net assets available for benefits at beginning of year	155,467,990	81,731,530	169,726,427	103,784,319	18,064,400
Net assets available for benefits at end of year (Note 3)	\$155,223,780	\$107,798,025	\$236,832,279	\$175,521,739	\$25,694,007

<CAPTION>

	MIDCAP INDEX FUND	LOANS RECEIVABLE ACCOUNT	HOLDING ACCOUNT	TOTAL
<S>	<C>	<C>	<C>	<C>
Additions:				
Participants' contributions	\$ 3,018,420		\$1,605,143	\$ 30,911,370
Rollover contributions	200,068			2,596,358
Company contributions				4,462,935
Loan repayments	374,840	\$ (5,671,474)		-
Interest income	146	1,032,269		11,284,624
Dividends				5,068,380
Other				90,638
Transfers between funds	2,913,161			-
	6,506,635	(4,639,205)	1,605,143	54,414,305
Deductions:				
Distributions to participants	1,613,969	646,181		54,341,596
Loan withdrawals	466,562	(8,881,490)		-
Interest expense				3,568,700
Administrative expenses	32,477			332,200
Other				271,625
	2,113,008	(8,235,309)		58,514,121
Net appreciation in fair value of investments	4,685,672			190,675,526
Net increase (decrease)	9,079,299	3,596,104	1,605,143	186,575,710
Net assets available for benefits at beginning of year	16,104,477	12,829,334		557,708,477
Net assets available for benefits at end of year (Note 3)	\$25,183,776	\$ 16,425,438	\$ 1,605,143	\$ 744,284,187

</TABLE>

See accompanying notes.

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Becton, Dickinson and Company
Savings Incentive Plan

Notes to Financial Statements

June 30, 1998

1. SIGNIFICANT ACCOUNTING POLICIES

Accounting records of the Becton, Dickinson and Company Savings Incentive Plan (the "Plan") are maintained on the accrual basis whereby all income, costs and expenses are recorded when earned or incurred. Investments are recorded on the basis of cost but are reported in the Plan's financial statements at fair value, redemption value or contract value. Fair value of marketable equity securities is determined by quoted market prices in an active market. The value of the Becton, Dickinson and Company Series B ESOP Convertible Preferred Stock was determined based upon the guaranteed redemption value of \$59 per share or 640% of the fair value of the Becton, Dickinson and Company Common Stock, whichever is higher. The underlying investments in the Fixed Income Fund are contracts with insurance companies which are fully benefit responsive and valued at contract value. Contract value represents contributions made, plus interest at the contract rate and transfers, less distributions. Interests in commingled trust funds and mutual funds are valued at the redemption price established by the trustee or investment manager of the respective fund. Participant loans are valued at unpaid principal balances with maturities ranging from three months to four and one-half years for ordinary loans and twenty years for primary residence loans. Cash equivalents are stated at cost, which approximates fair value. The Company considers all highly-liquid investments with a maturity of 90 days or less when purchased to be cash equivalents. Investment management fees, brokerage fees, commissions, stock transfer taxes, and other expenses related to each investment fund are paid out of the respective fund. Becton Dickinson pays trustee fees and other administrative expenses directly from corporate funds. All ESOP fees are paid by Becton, Dickinson and Company.

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

2. DESCRIPTION OF THE PLAN

The Plan is a defined contribution plan established for the purpose of encouraging and assisting employees in following a systematic savings program and to provide an opportunity for employees, at no cost to themselves, to become shareholders of Becton, Dickinson and Company. Employees of Becton, Dickinson and Company and certain of its domestic subsidiaries (the "Company") are eligible for participation in the Plan on the first enrollment date coincident with or next following the date on which the employee commences employment with the Company.

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Becton, Dickinson and Company
Savings Incentive Plan

Notes to Financial Statements (continued)

2. DESCRIPTION OF THE PLAN (CONTINUED)

Eligible employees who are members of the Plan can authorize a payroll deduction for a contribution to the Plan in an amount per payroll period equal to any selected whole percentage of pay from 2% to 20% inclusive. For purposes of the Plan, total pay includes base pay, overtime compensation and commissions. Pre-tax contributions are subject to annual limitations of \$10,000 and \$9,500 for 1998 and 1997, respectively, which may be increased annually based on the Consumer Price Index.

Individual employee contributions of up to 6% of total pay are eligible for a matching Company contribution. The Board of Directors of the Company may, within prescribed limits, establish, from time to time, the rate of Company contributions. It has authorized the Company to make a monthly contribution to the Plan in an amount equal to 50% of eligible employee contributions during said month minus any forfeitures.

Employee contributions can be in either before-tax ("401(k)") dollars or after-tax dollars or a combination of both. Employee contributions in before-tax dollars result in savings going into the Plan before most federal, state or local taxes are withheld. Taxes are deferred until the employee withdraws the 401(k) contributions from the Plan.

Participating employees are not liable for federal income taxes on amounts earned in the Plan or on amounts contributed by the Company until such time that their participating interest is distributed to them. In general, a participating employee is subject to tax on the amount by which the distribution paid to him exceeds the amount of after-tax dollars he has contributed to the Plan.

Employee contributions are invested in five funds as described below:

Fixed Income Fund: A fixed income fund with the full principal amount of employee contributions guaranteed by the Company.

S&P 500 Index Fund: A diversified portfolio of common stocks and securities convertible into common stock. The Trustee's investment approach

will be to hold all the common stocks included in Standard and Poor's 500 Stock Index (S&P 500) and, as a result, to produce an investment return very similar to that of the Index.

Becton, Dickinson and Company Common Stock Fund: A fund which is comprised entirely of the Company's common stock.

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Becton, Dickinson and Company
Savings Incentive Plan

Notes to Financial Statements (continued)

2. DESCRIPTION OF THE PLAN (CONTINUED)

Balanced Fund: A balanced fund comprised of fixed income securities, common stocks and convertible securities.

MidCap Index Fund: A diversified portfolio of common stocks and securities convertible into common stock that make up the S&P MidCap 400 Stock Index. These stocks represent companies whose total market values are generally below those of the stocks in the S&P 500 Index. The fund seeks greater capital appreciation than the S&P 500 Flagship Fund Series A, but with greater volatility.

Employee contributions are invested, at the option of the employee, in the Fixed Income, the S&P 500 Index, the Becton, Dickinson and Company Common Stock, the Balanced and the MidCap Index Funds in any combination of 1%, with a maximum of 100% (50% prior to August 1, 1996) of the employee's contribution being contributed to the Becton, Dickinson and Company Common Stock Fund.

The assets of the Fixed Income Fund are invested in contracts with various insurance companies, which provide known rates of return on deposited funds, provided that the contracts remain in force until their maturity. The weighted average yield for the investment contracts was 6.46% and 6.42% at June 30, 1998 and 1997, respectively. The crediting interest rates range from 5.55% to 7.49% at June 30, 1998 and 5.28% to 7.27% at June 30, 1997. Crediting interest rates are determined based on the balance and duration of the contract, with certain contracts subject to quarterly rate resets based on market indices. There are no minimum crediting interest rates or limitations on guarantees under the terms of the contracts. No valuation reserves have been established to adjust contract amounts. The fair value of the investment contracts recorded at contract value is approximately \$155,922,000 at June 30, 1998.

State Street Bank & Trust Company ("State Street Bank") is the Plan's Trustee. State Street Bank is also the investment manager of the S&P 500 Index Fund, the MidCap Index Fund and the Becton, Dickinson and Company Common Stock Fund. PRIMCO Capital Management Inc. is the investment manager of the Fixed Income Fund. Barclays Global Investors is the investment manager of the Balanced Fund.

The assets of the Company Common Stock Fund are invested in shares of the Company's common stock. The Trustee has advised that its present intention is to purchase the Company's common stock exclusively on the open market.

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Becton, Dickinson and Company
Savings Incentive Plan

Notes to Financial Statements (continued)

2. DESCRIPTION OF THE PLAN (CONTINUED)

Contributions to the Company Common Stock Fund are comprised of both employee contributions, as well as employer matching contributions. For recordkeeping purposes, separate funds have been created to account for the respective contributions. These funds are referred to as Fund C for employer matching contributions and Fund D for employee contributions. Funds C and D have been combined into one investment fund, referred to as the Becton, Dickinson and Company Common Stock Fund, for financial statement purposes.

Any portion of the Funds, pending permanent investment or distribution, may be held on a short-term basis in cash or cash equivalents. The holding account represents funds received awaiting allocation to an investment fund.

The Company implemented an Employee Stock Ownership Plan (ESOP) whereby the Becton, Dickinson and Company Preferred Stock Fund was created to account for employer matching contributions being invested in convertible preferred stock on behalf of employees. Refer to Note 6.

The Plan also has a loan provision whereby employees are allowed to take loans on their vested account balances. Loans originating during a year bear a fixed rate of interest which is set annually. Employees are required to pay

installment payments at each payroll date. The outstanding balance of a loan becomes due and payable upon an employee's termination. Should an employee, upon his termination, elect not to repay the outstanding balance, the loan is canceled and deemed a distribution under the Plan.

The Plan provides for vesting in employer matching contributions based on months of participation as follows:

FULL MONTHS OF PARTICIPATION	PERCENTAGE
Less than 24 months	0%
24 but less than 36 months	50%
36 but less than 48 months	75%
48 months or more	100%

Any participating employee with 5 or more years of service regardless of months of participation will have a 100% vested percentage in the Company's matching contributions. Also, participants may become fully vested on the date of termination of employment by reasons of death, retirement or disability, or attainment of age 65. Participants may be partially vested under certain

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Becton, Dickinson and Company
Savings Incentive Plan

Notes to Financial Statements (continued)

2. DESCRIPTION OF THE PLAN (CONTINUED)

conditions in the event of termination of employment or participation in the Plan for any other reason. Non-vested Company contributions forfeited by participants are applied to reduce future Company contributions. Participants' contributions are always 100% vested.

The Board of Directors of the Company reserves the right to terminate, modify, alter or amend the Plan at any time and at its own discretion, provided that no such termination, modification, alteration or amendment shall permit any of the funds established pursuant to the Plan to be used for any purpose other than the exclusive benefit of the participating employees. The right to modify, alter or amend includes the right to change the percentage of the Company's contributions.

Amounts allocated to withdrawn participants which have not yet been distributed from the Plan as of June 30, 1998 and 1997 amounted to \$839,972 and \$5,562,000, respectively. For the purpose of preparing the Plan's Form 5500 such amounts are recorded as liabilities.

3. UNIT VALUES

The number of units and unit values of each Fund at June 30, 1998 and 1997 were as follows:

	NUMBER OF UNITS/SHARES	UNIT/SHARE VALUE
June 30, 1998:		
Fixed Income Fund	18,042,512	\$ 8.611487
S&P 500 Index Fund	2,953,268	36.468983
Becton, Dickinson and Company Common Stock Fund	6,579,262	35.997180
Becton, Dickinson and Company Preferred Stock Fund	370,645	248.400000
Balanced Fund	11,752,827	2.185357
MidCap Index Fund	10,755,407	2.339824

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Becton, Dickinson and Company
Savings Incentive Plan

Notes to Financial Statements (continued)

3. UNIT VALUES (CONTINUED)

<TABLE>
<CAPTION>

	NUMBER OF UNITS/SHARES	UNIT/SHARE VALUE
<S>	<C>	<C>
June 30, 1997:		
Fixed Income Fund	19,243,372	\$ 8.079041

S&P 500 Index Fund	2,914,202	28.045943
Becton, Dickinson and Company Common Stock Fund	7,275,641	23.328037
Becton, Dickinson and Company Preferred Stock Fund	351,199	162.000000
Balanced Fund	10,277,335	1.757693
MidCap Index Fund	8,748,582	1.840810

</TABLE>

4,595,940 units and 1,983,322 units of the Company Common Stock Fund were allocated to participant accounts in Funds C and D, respectively, as of June 30, 1998. As of June 30, 1997, 5,207,371 units and 2,068,270 units of the Company Common Stock Fund were allocated to participant accounts in Funds C and D, respectively. In the Becton, Dickinson and Company Preferred Stock Fund, 370,645 and 351,199 of the total preferred shares of 837,613 and 873,698 held as of June 30, 1998 and 1997, respectively, were allocated to participant accounts.

4. INCOME TAX STATUS

The Internal Revenue Service has ruled (December 30, 1994) that the Plan qualifies under Section 401(a) and 401(k) of the Internal Revenue Code (IRC) and is, therefore, not subject to tax under present income tax law. Once qualified, the Plan is required to operate in conformity with the IRC to maintain its qualification. The Plan Administrator is not aware of any course of action or series of events that have occurred that might adversely affect the Plan's qualified status.

5. RELATED PARTY TRANSACTIONS

During the year ended June 30, 1998, the Plan purchased and distributed 386,226 shares and 1,041,984 shares, respectively, of the Company's common stock and recorded \$1,798,364 in dividends on the common stock from the Company. In addition, the Plan distributed 36,085 shares of the Series B ESOP convertible preferred stock of the Company and recorded \$3,269,957 in dividends on the preferred stock from the Company.

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Becton, Dickinson and Company
Savings Incentive Plan

Notes to Financial Statements (continued)

6. EMPLOYEE STOCK OWNERSHIP PLAN (ESOP)

The Company maintains an Employee Stock Ownership Plan (ESOP) as part of the Savings Incentive Plan. The ESOP operates to satisfy all or part of the Company's obligation to match 50% of employees' contributions, up to a maximum of 3% of each participant's covered compensation. To accomplish this, the ESOP borrowed \$60,000,000 in a private debt offering and used the proceeds to buy the Company's Series B ESOP convertible preferred stock.

Each share of preferred stock has a guaranteed liquidation value of \$59 per share and is convertible into 6.4 shares of the Company's common stock. The preferred stock pays an annual dividend of \$3.835 per share which will be used by the ESOP, together with Company contributions to repay the ESOP borrowings. The allocated and unallocated shares at cost and market at June 30 were as follows:

<TABLE>

<CAPTION>

	JUNE 30, 1998		June 30, 1997	
	ALLOCATED	UNALLOCATED	ALLOCATED	UNALLOCATED
<S>	<C>	<C>	<C>	<C>
Becton, Dickinson and Company Series B ESOP Convertible Preferred Stock:				
Number of shares	370,645	466,968	351,199	522,499
Cost	\$21,868,233	\$ 27,551,337	\$20,720,725	\$30,827,416
Market	92,068,269	115,994,851	56,894,228	84,644,822

</TABLE>

Over a 15 year period, the trust will repay the loan; and as the loan is gradually repaid, a portion of the preferred stock will be released and used to match participants' contributions in the Plan. The initial allocation of preferred stock to plan participants began in March 1990. Each year, a pre-determined number of preferred shares will be released and available to be allocated to participants' accounts. If the total value of the preferred shares released (as the ESOP loan is repaid) is not sufficient to fully match the participants' contributions, the remaining portion of the match will be made to the Company Common Stock Fund (Fund C).

7. DEBT OBLIGATIONS

In connection with the Employee Stock Ownership Plan feature, the Plan issued \$60,000,000 of ESOP notes in a private placement. The notes bear interest at 9.45% and are guaranteed by the Company. The notes, which are due July 1, 2004,

Becton, Dickinson and Company
Savings Incentive Plan

Notes to Financial Statements (continued)

7. DEBT OBLIGATIONS (CONTINUED)

require semi-annual interest payments and annual principal payments. The aggregate annual maturities of the debt obligations during the years ended June 30, 1999 to 2003 are as follows: 1999-\$4,422,000; 2000-\$4,861,000; 2001-\$5,343,000; 2002-\$5,873,000 and 2003-\$6,455,000.

8. YEAR 2000 READINESS DISCLOSURES (UNAUDITED)

The Plan Sponsor has developed a Company-wide Year 2000 plan (the "Year 2000 Plan") with the intent to ensure that its internal information technology systems will function properly into the Year 2000. The Year 2000 Plan also includes determining whether third-party service providers have reasonable plans in place to become Year 2000 compliant. Detailed evaluations of critical third-party service providers have been initiated through questionnaires, interviews, on-site visits and other available means. The Plan Sponsor intends to monitor the progress made by those parties, to test critical system interfaces and to formulate appropriate contingency plans to address third-party issues identified through its evaluations and assessments. The Plan Sponsor presently believes it has an effective Year 2000 Plan in place to anticipate and resolve any potential Year 2000 issues in a timely manner. In the event, however, that the Plan Sponsor does not properly identify Year 2000 issues, or the compliance, assessment, remediation and testing is not conducted on a timely basis with respect to Year 2000 issues identified, there can be no assurance that Year 2000 issues will not materially affect the Plan and its operations.

9. SUBSEQUENT EVENT

On August 20, 1998, Becton, Dickinson and Company distributed to shareholders an additional share of common stock for each share owned on August 10, 1998 to effect a two-for-one stock split. Accordingly, all Becton, Dickinson and Company common share and per share data have been adjusted to reflect the stock split.

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Becton, Dickinson and Company
Savings Incentive Plan

Item 27a--Schedule of Assets Held for Investment Purposes

June 30, 1998

<TABLE>
<CAPTION>

IDENTITY OF ISSUE, BORROWER, LESSOR OR SIMILAR PARTY AND DESCRIPTION OF INVESTMENT	NUMBER OF UNITS OR SHARES	COST	CONTRACT OR FAIR VALUE
STATE STREET BANK & TRUST COMPANY <S> *Becton, Dickinson and Company Common Stock	<C> 6,062,104	<C> \$40,854,803	<C> \$235,285,468
STATE STREET BANK & TRUST COMPANY *Becton, Dickinson and Company Series B ESOP Convertible Preferred Stock	837,613	49,419,570	208,063,120
STATE STREET BANK & TRUST COMPANY S&P 500 Flagship Series A Fund	574,418	92,434,926	107,738,476
STATE STREET BANK & TRUST COMPANY S&P MidCap Index Fund Series A	2,214,514	23,422,651	25,187,883
BARCLAYS GLOBAL INVESTORS Commingled Fund	1,179,187	17,289,162	25,701,548
ALLSTATE LIFE INSURANCE COMPANY GIC #GA/5483A, due 7/28/98, at 5.85%		3,900,752	3,900,752
GIC #GA/77016A, due 2/15/03, at 6.37%		16,904,064	16,904,064
GIC #GA/5506A, due 9/16/98, at 5.73%		3,728,471	3,728,471
GIC #GA/31028, due 2/15/02, at 6.23%		6,820,517	6,820,517
CAISSE DES DEPOTS BR-239-01, due 5/31/00, at 6.08%		1,283,766	1,283,766
BR-239-02, due 12/12/02, at 5.77%		1,996,503	1,996,503
HARTFORD LIFE INSURANCE COMPANY GIC #GA/10120, due 8/2/99, at 7.27%		6,532,192	6,532,192

JOHN HANCOCK MUTUAL LIFE INSURANCE COMPANY		
GIC #GA/7238, due 11/12/98, at 5.59%	1,355,229	1,355,229
GIC #GA/7238-1, due 12/2/02, at 6.04%	1,500,000	1,500,000
GIC #GA/7433, due 5/1/04, at 5.79%	15,277,586	15,277,586
METROPOLITAN LIFE INSURANCE COMPANY		
GIC #GA/13669, due 2/15/99, at 5.61%	6,370,010	6,370,010
GIC #GA/13817, due 1/2/01, at 6.35%	11,856,757	11,856,757
PRUDENTIAL CAP MAX		
GIC #10008/211, due 6/19/08, at 6.05%	5,000,000	5,000,000

* As Becton, Dickinson and Company is the plan sponsor, these represent party-in-interest transactions.

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Becton, Dickinson and Company
Savings Incentive Plan

Item 27a--Schedule of Assets Held for Investment Purposes (continued)

June 30, 1998

<TABLE>
<CAPTION>

IDENTITY OF ISSUE, BORROWER, LESSOR OR SIMILAR PARTY AND DESCRIPTION OF INVESTMENT	NUMBER OF UNITS OR SHARES	COST	CONTRACT OR FAIR VALUE

CONTINENTAL ASSURANCE COMPANY <S> GIC #630/05752, due 9/15/00, at 7.49%	<C>	<C> \$ 13,953,050	<C> \$ 13,953,050
PEOPLES SECURITY LIFE INSURANCE COMPANY #BDA00027TR1, due 6/15/04, at 6.82%		23,836,646	23,836,646
SECURITY LIFE OF DENVER INSURANCE COMPANY GIC #FR108, due 12/31/99, at 6.53%		6,108,911	6,108,911
STATE STREET BANK AND TRUST GIC #96034, due 12/31/00, at 6.70%		16,191,512	16,191,512
TRANS AMERICA LIFE INSURANCE AND ANNUITY COMPANY GIC #76572, due 11/15/04, at 5.62%		10,129,263	10,129,263
		-----	-----
Total investments		376,166,341	754,721,724
Loans receivable from participants (original loan amounts ranging from \$1,000 to \$50,000 bearing interest at rates ranging from 7% to 11.5%)		16,425,438	16,425,438
		-----	-----
		\$392,591,779	\$771,147,162
		=====	=====

</TABLE>

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Becton, Dickinson and Company
Savings Incentive Plan

Item 27d--Schedule of Reportable Transactions

Year ended June 30, 1998

<TABLE>
<CAPTION>

IDENTITY OF PARTY INVOLVED	DESCRIPTION OF ASSETS	TOTAL NUMBER OF PURCHASES OR SALES	AGGREGATE VALUE OF PURCHASES	AGGREGATE VALUE OF SALES	GAIN OR (LOSS)

<S>	<C>	<C>	<C>	<C>	<C>
CATEGORY (i)-INDIVIDUAL					
TRANSACTIONS IN EXCESS OF 5%					
State Street Bank and Trust Company	S&P 500 Flagship Fund		\$ 90,025,993		
State Street Bank and Trust Company	S&P 500 Flagship Fund			\$90,025,993	\$45,207,160

CATEGORY (iii)-SERIES OF

TRANSACTIONS IN EXCESS OF 5%

State Street Bank and Trust Company	S&P 500 Flagship Fund	106	106,326,094		
State Street Bank and Trust Company	S&P 500 Flagship Fund	79		104,090,114	\$48,434,867
State Street Bank and Trust Company	Short-term	356	113,745,769		
	Investment Fund				
State Street Bank and Trust Company	Short-term	276		118,390,237	
	Investment Fund				
State Street Bank and Trust Company	Midcap Index Fund Series A	63	26,095,891		
State Street Bank and Trust Company	Midcap Index Fund Series A	61		2,783,328	110,087
Becton Dickinson and Company	Common Stock	104	11,944,700		
Becton Dickinson and Company	Common Stock	151		29,925,531	18,669,636

</TABLE>

There were no category (ii) or (iv) reportable transactions during 1998.

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SIGNATURES

PURSUANT TO THE REQUIREMENTS OF THE SECURITIES EXCHANGE ACT OF 1934, THE MEMBERS OF THE SAVINGS INCENTIVE PLAN COMMITTEE HAVE DULY CAUSED THIS ANNUAL REPORT TO BE SIGNED BY THE UNDERSIGNED HEREUNTO DULY AUTHORIZED.

Becton, Dickinson and Company
Savings Incentive Plan

/s/ Gerald Caporicci

GERALD CAPORICCI
MEMBER, SAVINGS INCENTIVE PLAN
COMMITTEE

Date: December 11, 1998

EXHIBIT INDEX

<TABLE> <CAPTION> EXHIBIT NUMBER -----	DESCRIPTION -----	METHOD OF FILING -----
<S> 23	<C> Consent of Independent Auditors	<C> Filed with this report

</TABLE>

CONSENT OF INDEPENDENT AUDITORS

We consent to the incorporation by reference in the Registration Statements (Form S-8 Nos. 33-33791 and 33-23055) pertaining to the Becton, Dickinson and Company Savings Incentive Plan and in the related prospectuses of our report dated December 4, 1998, with respect to the financial statements and schedules of the Becton, Dickinson and Company Savings Incentive Plan included in this Annual Report (Form 11-K) for the year ended June 30, 1998.

/s/ Ernst & Young LLP

Ernst & Young LLP

Hackensack, New Jersey
December 4, 1998