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 21, 1999

BECTON, DICKINSON AND COMPANY

(Exact name of registrant as specified in its charter)

New Jersey 001-4802 22-0760120

(State or other juris- (Commission (IRS Employer Idendiction of incorporation) File Number) 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.)

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/ Kenneth R. Weisshaar

Kenneth R. Weisshaar Senior Vice President - Finance and Chief Financial Officer

Date: January 22, 1999

INDEX TO EXHIBITS

Exhibit
Number Description of Exhibits

99 Press Release issued on January 21, 1999

R. Jasper 201-847-7160

January 21, 1999

BECTON DICKINSON REPORTS 16 PERCENT E.P.S. INCREASE FOR FISCAL FIRST QUARTER; REVENUES INCREASE 10 PERCENT

Franklin Lakes, NJ (January 21, 1999) Becton Dickinson and Company (NYSE:BDX) announced today results for its fiscal first quarter, which ended December 31, 1998. Diluted earnings per share were \$.29, a 16 percent increase over \$.25 a year ago. Reported revenues for the quarter increased by 10 percent from the first quarter of fiscal 1998 to \$769 million. Year-to-year changes in currency exchange rates reduced reported revenues by an estimated \$4 million and earnings per share by an estimated \$.01.

The company noted that gross profit margin, a key measure of manufacturing productivity, increased to 49.8 percent, reflecting the continuing leverage in this area.

During the quarter, the company benefited from a favorable one-time \$7 million tax judgment in Brazil, which was reflected in this quarter's income tax provision. The company expects its full year tax rate to be about 25 percent, which is at the low end of its customary 25-30 percent range.

By business segment, medical supplies and devices revenues grew 14 percent to \$425 million compared with \$373 million in last year's first quarter. These revenues reflected excellent growth from the prefillable syringe business and the infusion therapy business, which included the results from the purchase last April of the Medical Devices

Division (MDD) of The BOC Group. This segment's growth rate was unfavorably affected by a decrease in revenues for the diabetes health care business versus the first quarter last year, when unusually high revenue growth in advance of a January 1998 price increase was reported.

Diagnostic systems revenues increased to \$344 million, a 4 percent increase over the prior fiscal year's first quarter. The quarter's results reflected good growth in the company's flow cytometry, sample collection and tissue culture businesses. Infectious disease diagnostics revenues were about the same as last year, although the company noted that its BDProbeTec ET instrument, which was recently introduced in Europe, is expected to contribute to revenues in the second half of fiscal 1999.

By geographic area, revenues outside the United States were \$390 million, a 24 percent increase. The MDD acquisition contributed to the strong revenue growth. Revenues inside the United States were \$379 million, a decrease of 2 percent, primarily due to the diabetes health care business revenues discussed earlier.

Clateo Castellini, chairman, president and chief executive officer, said: "We continue to be pleased with our earnings performance as we strive to increase our relevance and drive towards our ambitious plans for growth. We are confident that we will report record earnings for the year and that sales growth will continue to show acceleration from recent years."

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 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, changes in regional, national or foreign economic conditions, changes in interest or foreign currency exchange rates, delays in product introductions, Year 2000 issues, and changes in health care or other governmental regulation, as well as other factors discussed herein and in the company's filings with the Securities and Exchange Commission.

-Selected Financial Schedules Follow-

INCOME STATEMENTS	Three Months 1998	1997	% Change
<s> REVENUES</s>		<c> \$701,640</c>	
Cost of products sold Selling and administrative Research and development	223,116 49,310		12.0 10.5
TOTAL OPERATING COSTS AND EXPENSES	658,136	598 , 573	10.0
OPERATING INCOME	110,830	103,067	7.5
Interest expense, net Other income (expense), net	1,025		NM
INCOME BEFORE INCOME TAXES	93,984	90,593	3.7
Income tax provision		26 , 272	
NET INCOME	\$ 76 , 158		
EARNINGS PER SHARE			
Basic Diluted	\$0.29	\$0.26 \$0.25	16.0
AVERAGE SHARES OUTSTANDING			-
Basic Diluted	265,419	243,624 256,574	-
NM - Not Meaningful			
SUMMARY OF REVENUES		Ended Decem	% Change
BY BUSINESS SEGMENT			
Medical Supplies and Devices Diagnostic Systems	\$425,165 343,801	329,075	4.5
TOTAL	\$768 , 966		9.6
BY GEOGRAPHIC AREA			
United States International 	389,733	\$388,585 313,055	24.5
TOTAL	\$768 , 966		9.6

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