

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) August 10, 1999  
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BECTON, DICKINSON AND COMPANY  
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(Exact name of registrant as specified in its charter)

New Jersey

001-4802

22-0760120  
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(State or other jurisdic-  
tion of incorporation)

(Commission  
File Number)

(IRS Employer Identifi-  
cation Number)  
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1 Becton Drive, Franklin Lakes, New Jersey

07417-1880  
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(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code

(201) 847-6800  
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N/A

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(Former name or former addresses if changed since last report.)  
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Item 5. OTHER EVENTS  
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Press release dated August 9, 1999.

Attached hereto as Exhibit 99, which is incorporated  
herein by reference, is a copy of the 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/ Bridget M. Healy  
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Bridget M. Healy  
Vice President and Secretary

Date: August 10, 1999

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INDEX TO EXHIBITS  
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Exhibit  
Number  
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Description of Exhibits  
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99

Press release dated August 9, 1999.



Contacts:  
Ronald Jasper  
Becton Dickinson and Company  
(201) 847-7160

William W. Sims  
Clontech Laboratories, Inc.  
(650) 424-8222, x1186

Becton, Dickinson and Company Announces  
Revised Agreement for Acquisition of Clontech Laboratories, Inc.

Franklin Lakes, NJ--Monday, August 9, 1999--Becton, Dickinson and Company (NYSE: BDX) announced today that it has entered into a revised agreement to acquire Clontech Laboratories, Inc., a privately-held company serving the life sciences market in the areas of gene-based drug discovery technology and molecular biology research. The revised agreement provides for the acquisition of Clontech by BD in exchange for \$200 million in cash. Under the previously announced agreement signed in April 1999, BD was to acquire Clontech in an approximately \$200 million stock-for-stock exchange. The companies expect to complete the transaction by August 31, 1999, following receipt of required consents and approvals.

Becton Dickinson and Company manufactures and sells a broad range of medical supplies and devices and diagnostic systems for use by health care professionals, medical research institutions, industry and the general public.

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