

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported) October 5, 2012**

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**BECTON, DICKINSON AND COMPANY**

**(Exact Name of Registrant as Specified in Its Charter)**

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**New Jersey**  
**(State or Other Jurisdiction of Incorporation)**

**001-4802**  
**(Commission File Number)**

**22-0760120**  
**(IRS Employer Identification No.)**

**1 Becton Drive, Franklin Lakes, New Jersey**  
**(Address of Principal Executive Offices)**

**07417-1880**  
**(Zip Code)**

**(201) 847-6800**  
**(Registrant's Telephone Number, Including Area Code)**

**N/A**  
**(Former Name or Former Address, if Changed Since Last Report)**

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Check the appropriate box below if the Form 8-K Filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.02      Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On October 5, 2012, David V. Elkins, Executive Vice President and Chief Financial Officer of Becton, Dickinson and Company (“BD”), informed BD that he is resigning. Mr. Elkins’ resignation is effective November 9, 2012.

Suketu Upadhyay, 43, has been named as interim Chief Financial Officer, effective November 9, 2012. Mr. Upadhyay has been serving as BD’s Senior Vice President and Controller since November 2011. Prior to that, Mr. Upadhyay served as BD’s Vice President of Finance – International. Before joining BD in 2010, Mr. Upadhyay was employed with AstraZeneca, serving as the Global Head of R&D Finance, and also served in various leadership roles in commercial finance. Prior to that, Mr. Upadhyay was Head of Finance for Centocor, Inc., a former subsidiary of Johnson & Johnson.

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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/ Gary DeFazio  
Gary DeFazio  
Vice President and Corporate Secretary

Date: October 10, 2012