

**UNITED STATES
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) March 28, 2022

BECTON, DICKINSON AND COMPANY

(Exact Name of Registrant as Specified in Its Charter)

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)

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol	Name of each exchange on which registered
Common stock, par value \$1.00	BDX	New York Stock Exchange
Depository Shares, each representing a 1/20th interest in a share of 6.00% Mandatory Convertible Preferred Stock, Series B	BDXB	New York Stock Exchange
1.000% Notes due December 15, 2022	BDX22A	New York Stock Exchange
1.900% Notes due December 15, 2026	BDX26	New York Stock Exchange
1.401% Notes due May 24, 2023	BDX23A	New York Stock Exchange
3.020% Notes due May 24, 2025	BDX25	New York Stock Exchange
0.632% Notes due June 4, 2023	BDX/23A	New York Stock Exchange
1.208% Notes due June 4, 2026	BDX/26A	New York Stock Exchange
1.213% Notes due February 12, 2036	BDX/36	New York Stock Exchange
0.000% Notes due August 13, 2023	BDX23B	New York Stock Exchange
0.034% Notes due August 13, 2025	BDX25A	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On March 28, 2022, Alberto Mas, Executive Vice President and President of the Medical segment of BD informed BD of his intention to retire, effective at the end of BD's fiscal year on September 30, 2022. BD intends to name a successor to Mr. Mas prior to his retirement date. To support a successful succession process, Mr. Mas will be paid a one-time cash retention award of \$300,000, contingent upon his continuing active employment through September 30, 2022.

Item 7.01. Other Events.

On March 31, 2022, BD issued a press release relating to the matters described above in Item 5.02. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated into this Item 7.01 by reference. The information in this Item 7.01 shall neither be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

Exhibit 99.1 [Press release dated March 31, 2022, which is furnished pursuant to Item 7.01.](#)

Exhibit 104 Cover Page Interactive Data File (embedded within the Inline XBRL document).

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)

Date: March 31, 2022

By: /s/ Gary DeFazio
Gary DeFazio
Senior Vice President and Corporate Secretary



NEWS RELEASE

FOR IMMEDIATE RELEASE

Alberto Mas Announces Intent to Retire from BD at End of Fiscal Year

FRANKLIN LAKES, N.J. (March 31, 2022)— BD (Becton, Dickinson and Company) (NYSE: BDX), a leading global medical technology company, announced today that Alberto Mas has informed the company of his intent to retire from BD, effective at the end of the company’s fiscal year on Sept. 30, 2022.

Mas, 60, is currently executive vice president and president of the Medical segment for BD, a position he has held since May 2018. Prior to his current role, Mas was president of the Life Sciences Segment for BD from 2016-2018. Over his nearly 30-year career at BD, Mas has held numerous executive leadership positions including president of multiple major business units for the company in Diagnostic Systems, Biosciences and Medical Surgical Systems (now known as Medication Delivery Solutions).

“Throughout his BD career, Alberto has demonstrated superb strategic ability, talent development, global perspective and an unwavering drive to deliver results in the right way,” said Tom Polen, chairman, CEO and president of BD. “I want to express BD’s sincere gratitude to Alberto for his countless contributions to BD, health care providers and patients around the world, and we will miss his discipline, commitment to innovation and focus on execution. We wish him all the best in his well deserved retirement.”

BD intends to name a successor to Mas prior to his retirement date.

“When you spend three decades at a company, it becomes more than a job or a career — it becomes a second family,” Mas said. “When I reflect on my BD career, I am inspired to see the transformation of the company over the past three decades to fulfill our purpose of advancing the world of health for patients around the globe. I am honored to have been a part of a team that has grown this company into one of the most essential medical technology companies in the world, and I look forward to watching my colleagues continue this legacy of growth and impact.”

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About BD

BD is one of the largest global medical technology companies in the world and is advancing the world of health by improving medical discovery, diagnostics and the delivery of care. The company supports the heroes on the frontlines of health care by developing innovative technology, services and solutions that help advance both clinical therapy for patients and clinical process for health care providers. BD and its 75,000 employees have a passion and commitment to help enhance the safety and efficiency of clinicians’ care delivery process, enable laboratory scientists to accurately detect disease and advance researchers’ capabilities to develop the next generation of diagnostics and therapeutics. BD has a presence in virtually every country and partners with organizations around the world to address some of

the most challenging global health issues. By working in close collaboration with customers, BD can help enhance outcomes, lower costs, increase efficiencies, improve safety and expand access to health care. For more information on BD, please visit bd.com or connect with us on LinkedIn at www.linkedin.com/company/bd/ and Twitter [@BDandCo](https://twitter.com/BDandCo).

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