SEC Form 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
(City)	(State)	(Zip)								
(Street) FRANKLIN LAKES	FRANKLIN NI 07417						X	Form filed by One Form filed by More		ng Person
1 BECTON DRIVE			4. If Ame	4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line)			
C/O BECTON, DICKINSON AND COMPANY							Senior Vice President			
(Last)	(First)	(Middle)	3. Date of 12/18/2	f Earliest Transaction 008	on (Month/Day/	Year)	x	Officer (give title below)		(specify
1. Name and Address of Reporting Person* DURACK DAVID T				2. Issuer Name and Ticker or Trading Symbol <u>BECTON DICKINSON & CO</u> [BDX]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			

ty (I Disposed Of (D) (Instr. 3, 4 and 5) Date Execution Date Transaction Securities Form: Direct (D) Indirect (Month/Day/Year Code (Instr. Beneficially Owned or Indirect (I) Beneficial fany (Month/Dav/Year Following Reported Transaction(s) 8) (Instr. 4) Ownership (Instr. 4) (A) or Price (Instr. 3 and 4) Code v Amount (D) Common Stock 12/18/2008 S 674 D \$69.25 8,153 D Common Stock 250 T By IRA 4.905(1) SIP Trust Common Stock I

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amount of 8. Price of 9. Number of 10. 11. Nature 4. Transaction Conversion of Indirect Derivative Date Execution Date Derivative Expiration Date Securities Underlying Derivative derivative Ownership Securities (Month/Day/Year) Derivative Security Security (Instr. 3) or Exercise (Month/Day/Year Code (Instr. Securities Form: Beneficial Security if any Acquired (A) or Disposed of Price of (Month/Day/Year) 8) (Instr. 3 and 4) (Instr. 5) Beneficially Direct (D) Ownership Derivative Owned or Indirect (Instr. 4) Security (D) (Instr. 3, 4 and 5) Following (I) (Instr. 4) Reported Transaction(s) Amount (Instr. 4) or Date Number Expiration v (D) Title

Exercisable

Date

Explanation of Responses:

1. Represents shares of common stock held under the Becton, Dickinson and Company Savings Incentive Plan (the "SIP"). The information presented for the SIP is as of November 30, 2008. Remarks:

Code

(A)

Patricia Walesiewicz, by power of 12/18/2008 attorney for David T. Durack ** Signature of Reporting Person Date

of Shares

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

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FORM 4