

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Form 3 Holdings Reported.

Form 4 Transactions Reported.

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

1. Name and Address of Reporting Person * <u>BECTON HENRY P JR</u> (Last) (First) (Middle) <u>C/O BECTON, DICKINSON AND COMPANY</u> <u>1 BECTON DRIVE</u> (Street) <u>FRANKLIN LAKES</u> NJ 07417 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BECTON DICKINSON & CO [BDX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>09/30/2009</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	12/16/2008		G	600	D	\$0	198,997	I	See footnote ⁽¹⁾
Common Stock	02/06/2009		G	179	A	\$0	109,662	I	See footnote ⁽²⁾
Common Stock	02/17/2009		G	370	D	\$0	190,443	I	See footnote ⁽³⁾
Common Stock	07/08/2009		G	30,550	D	\$0	0	I	See footnote ⁽⁴⁾
Common Stock	07/08/2009		G	6,110	A	\$0	205,107	I	See footnote ⁽¹⁾
Common Stock	07/08/2009		G	6,110	A	\$0	196,553	I	See footnote ⁽³⁾
Common Stock							278,160	I	See footnote ⁽⁵⁾
Common Stock							36,988	I	By wife ⁽⁶⁾
Common Stock							26,598	I	See footnote ⁽⁵⁾
Common Stock							14,050	I	See footnote ⁽⁷⁾
Common Stock							15,055	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Held in trust and/or limited liability company for benefit of reporting person.
- By trusts for benefit of reporting person's children, with wife and independent advisor as co-trustees.
- Represents shares held in trust for sibling of which reporting person is a co-trustee.
- Represents shares from charitable lead annuity trust of which reporting person as a remainder beneficiary.
- Represents shares held in trust for parent of which reporting person has become a co-trustee.
- Represents shares held in trust and directly by spouse.
- By trust for benefit of reporting person and his siblings, of which he is a co-trustee.

Remarks:

Patricia Walesiewicz, by power of 11/16/2009 attorney for Henry P. Becton, Jr.

** Signature of Reporting Person

Date

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.

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