

OMB APPROVAL	
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**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

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

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 NJ 07417</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BECTON DICKINSON &amp; 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. Date of Earliest Transaction (Month/Day/Year) <u>11/06/2013</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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/06/2013		M		2,276	A	\$49.05	26,096 <sup>(1)</sup>	D	
Common Stock	11/06/2013		S		2,276	D	\$106.77	23,820 <sup>(1)</sup>	D	
Common Stock								89,241	I	See footnote <sup>(2)</sup>
Common Stock								517,860	I	See footnote <sup>(3)</sup>
Common Stock								37,166	I	By wife <sup>(4)</sup>
Common Stock								109,012	I	See footnote <sup>(5)</sup>
Common Stock								16,200	I	See footnote <sup>(6)</sup>
Common Stock								11,320	I	See footnote <sup>(7)</sup>
Common Stock								41,021	I	By GRATs

**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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$49.05	11/06/2013		M			2,276	02/11/2005 <sup>(8)</sup>	02/11/2014	Common Stock	2,276	\$0	0	D	

**Explanation of Responses:**

- Includes restricted stock units awarded under the Becton, Dickinson and Company 2004 Employee and Director Equity-Based Compensation Plan.
- Represents shares held in trust and/or limited liability company for benefit of reporting person.
- Represents shares held in a limited liability company (the "LLC") in which the reporting person had previously held a passive interest. The reporting person disclaims beneficial interest in the shares except to the extent in the LLC.
- Represents shares held in trust and directly by spouse.
- By trusts for benefit of reporting person's children, with wife and independent advisor as co-trustees.
- Represents shares held in a certain trust of which reporting person is a co-trustee. These shares were formerly in trust for reporting person's parent.
- By trust for benefit of reporting person and his siblings, of which he is a co-trustee.
- The option became exercisable in four annual installments beginning February 11, 2005.

**Remarks:**

Richard Stout, by power of attorney for Henry P. Becton, Jr. 11/08/2013

\*\* Signature of Reporting Person Date

\* 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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