

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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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.

ANNUAL 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

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 & 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>10/11/2013</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 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	10/11/2013		G	150	D	\$0	102,663	I	See footnote ⁽¹⁾
Common Stock	12/11/2013		G	895	D	\$0	101,768	I	See footnote ⁽¹⁾
Common Stock	01/30/2014		G	10,845	A	\$0	112,613	I	See footnote ⁽¹⁾
Common Stock	05/06/2014		G	240	D	\$0	112,373	I	See footnote ⁽¹⁾
Common Stock	07/15/2014		G	75,213	A	\$0	75,213	I	See footnote ⁽²⁾
Common Stock	12/05/2013		G	16,700	A	\$0	60,000	I	See footnote ⁽³⁾
Common Stock	12/23/2013		G	12,157	A	\$0	72,157	I	See footnote ⁽³⁾
Common Stock	04/15/2014		G	13,118	A	\$0	85,275	I	See footnote ⁽³⁾
Common Stock	07/15/2014		G	85,275	D	\$0	0	I	See footnote ⁽³⁾
Common Stock	12/05/2013		G	130,000	A	\$0	189,000	I	See footnote ⁽⁴⁾
Common Stock	04/15/2014		G	101,790	A	\$0	290,790	I	See footnote ⁽⁴⁾
Common Stock	07/15/2014		G	290,790	D	\$0	0	I	See footnote ⁽⁴⁾
Common Stock	02/19/2014		G	700	D	\$0	108,312	I	See footnote ⁽⁵⁾
Common Stock	05/06/2014		G	240	A	\$0	108,552	I	See footnote ⁽⁵⁾
Common Stock	01/30/2014		G	10,845	D	\$0	1,186	I	By GRAT
Common Stock	08/29/2014		G	1,186	D	\$0	0	I	By GRAT
Common Stock	12/05/2013		G	65	D	\$0	11,175	I	See footnote ⁽⁶⁾
Common Stock							37,166	I	By wife ⁽⁷⁾
Common Stock							17,000	I	See footnote ⁽⁸⁾
Common Stock							26,192 ⁽⁹⁾	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	Title	Amount or Number of Shares				

Explanation of Responses:

1. Held in trust and/or limited liability company for benefit of reporting person.
2. Represents shares held in trust of which reporting person is a beneficiary and trustee.
3. Represents shares held in testamentary trusts of which reporting person is a beneficiary and co-trustee.
4. Represents shares held in trust of which reporting person is a beneficiary and a co-trustee.
5. Held by trusts for benefit of reporting person's children, with wife as co-trustee. The reporting person disclaims beneficial ownership of these shares.
6. By trust for benefit of reporting person and his siblings, of which he is a co-trustee.
7. Represents shares held in trust for benefit of spouse and shares held directly by spouse.
8. Represents shares held in trust for benefit of reporting person's wife and descendants of which wife is a co-trustee. The reporting person disclaims beneficial ownership of these shares.
9. Includes restricted stock units awarded under the Becton, Dickinson and Company 2004 Employee and Director Equity-Based Compensation Plan.

Remarks:

Richard Stout, by power of attorney for Henry P. Becton, Jr. 11/12/2014

** 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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