FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL									
OMB Number: 3235-0287									
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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).

## 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

(Last) (First) (Middle)  C/O BECTON, DICKINSON AND COMPANY 1 BECTON DRIVE  (Street) FRANKLIN LAKES  NJ  O7417  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Date (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Transaction Code (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Form: Or Individual or Joint/Group Filing (Ch X Form filed by More than On  Table II - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  (Month/Day/Year)  Form: Or Individual or Joint/Group Filing (Ch X Form filed by More than On  Table II - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Form: Or Individual or Joint/Group Filing (Ch X Form filed by More than On  Transaction (D) (Instr. 3, 4 and 5)  Code (Instr. 8)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible securities)  1. Title of [2, 3, 17ransaction 8, 1, 17]  1. Title of [2, 1, 17]  S. Number of [6, Date Exercisable and 7, 17]  S. Price of [9, Number of 1, 17]  S. P	C/O BECTON 1 BECTON DI (Street) FRANKLIN	, DICKINSON AND CO	,					ansactio	on (Month	ı/Dav/			2. Issuer Name and Ticker or Trading Symbol BECTON DICKINSON & CO [ BDX ]							
4. If Amendment, Date of Original Filed (Month/Day/Year)  (Street)  FRANKLIN LAKES  NJ  O7417  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day	1 BECTON DI (Street) FRANKLIN		OMPANY		3. Date of Earliest Transaction (Month/Day/Year) 01/24/2017										ive title		Other (s below)	specify		
(Street) FRANKLIN LAKES  (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/	FRANKLIN					4. If Amendment, Date of Original Filed (Month/Day/Year)								1	Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  2. Transaction Date (Month/Day/Year) Month/Day/Year)  2. Transaction Date (Month/Day/Year) Month/Day/Year)  2. Transaction Date (Instr. 3)  2. Transaction Date (Month/Day/Year) Month/Day/Year)  2. Transaction Date (Instr. 3)  3. Transaction Code (Instr. 3, 4 and 5)  3. Transaction (A) or Disposed Of (D) (Instr. 3, 4 and 5)  Securities Beneficially Owned Form: or India (Instr. 4)  Code V Amount (A) or (D) Price (Instr. 3 and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of 2. 3. Transaction 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount of 8. Price of 9. Number of 1.	LAKES	NJ	07417												Form file	d by More	than On	e Reportin	g Person	
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Code (Instr. 3)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  3. Amount of Securities Beneficially Owned Form: Or India (Instr. 4)  (Instr. 3 and 4)  3. Transaction (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of 2. 3. Transaction 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount of 8. Price of 9. Number of 1	(City)	(State)	(Zip)																	
Date (Month/Day/Year)   Execution Date, if any (Month/Day/Year)   Transaction Code (Instr. 3)   Transaction Code (Instr. 3)   Transaction Code (Instr. 3)   Transaction Code (Instr. 3)   Transaction (Instr. 4)   Transactio			Table I - No	n-Deri	vative	Sec	urities	Acqı	uired, [	Disp	osed of,	or Be	enefici	ally Ow	ned					
Common Stock  O1/24/2017  A 1,181(1) A \$0 1,540(2)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of 2. 3. Transaction 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount of 8. Price of 9. Number of 1	Date			Date	Date (Month/Day/Year)		Execution Date, if any		Transaction Code (Instr.						Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of 2. 3. Transaction 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount of 8. Price of 9. Number of 1							Code	v			Price					(111501.4)				
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of 2. 3. Transaction 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount of 8. Price of 9. Number of 1.	Common Stock 01/2			4/2017	017 A 1,181 <sup>(1)</sup> A \$0 1,		1,54	1,540(2)		D										
															ed					
Security (Instr. 3) or Exercise Price of Derivative Operative Oper	1. Title of Derivative	Conversion or Exercise Price of Date  One of Conversion Date (Month/Day/Yea	Execution Date ar) if any	ate, T	ransacti Code (Ins	ion str.	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date (Month/Day/Yea		e Securities U ar) Derivative S (Instr. 3 and		ies Unde	rlying	Derivative Security	derivative Securities Beneficially Owned Following Reported Transaction	e C s F lly D	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

## **Explanation of Responses:**

- 1. Represents restricted stock units awarded under the Becton, Dickinson and Company 2004 Employee and Director Equity-Based Compensation Plan.
- 2. Includes units acquired through dividend reinvestment since the last report filed by the reporting person.

## Remarks:

Richard Stout, by power of attorney for R. Andrew Eckert

01/26/2017

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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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