SEC Form 4

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

OMB APPRO	VAL
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

0.5

1. Name and Address of Reporting Person * Garrison Michael David			2. Issuer Name and Ticker or Trading Symbol BECTON DICKINSON & CO [BDX]		ionship of Reporting Person all applicable) Director	(s) to Issuer 10% Owner		
(Last) BECTON, DICK	(First) INSON AND COMI	(Middle) PANY	3. Date of Earliest Transaction (Month/Day/Year) 11/26/2022		Officer (give title below) EVP & President	Other (specify below)		
1 BECTON DRIVE			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) FRANKLIN LAKES	NJ	07417		X Form filed by One Reporting Person Form filed by More than One Reportir		0		
(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)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transac Code (Ir 8)		Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock	11/26/2022		A		1,567(1)	Α	\$0.0	6,044	D		
Common Stock	11/26/2022		A		1,223(2)	Α	\$0.0	7,267	D		
Common Stock	11/26/2022		F		617 ⁽³⁾	D	\$ <u>0.0</u>	6,650	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		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Ir 8)		5. Numl Derivati Securiti Acquire or Disp of (D) (I 3, 4 and	ive ies ed (A) osed nstr.	Expiration Date Securities Uno		Securities Underlying Derivative Security		9. Number of derivative Securities Beneficially Owned Following Reported	Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Appreciation Rights	\$238.06	11/26/2022		A		9,466		11/26/2023 ⁽⁴⁾	11/26/2032	Common Stock	9,466	\$0.0	9,466	D	

Explanation of Responses:

1. Represents restricted stock units awarded under the Becton, Dickinson and Company 2004 Employee and Director Equity-Based Compensation Plan.

2. Represents shares received upon vesting of performance based equity award.

3. Represents shares withheld for payment of withhelding taxes in connection with (A) vesting of the performance units referred to in footnote (2) and (B) the vesting of restricted stock units as previously reported on Table I.

4. The stock appreciation rights vest in four annual installments beginning November 26, 2023.

Donna Kalazdy, by power of
attorney for Michael David
Garrison
** Signature of Reporting Person

11/29/2022

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.

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.