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

1. Name and Address of Reporting Person* DURACK DAVID T			2. Issuer Name and Ticker or Trading Symbol <u>BECTON DICKINSON & CO</u> [BDX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last) C/O BECTON, I	(First) DICKINSON	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/08/2008	X Officer (give title below) Other (specify below) Senior Vice President
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 Reporting Person
(City)	(State)	(Zip)		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned				

4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature of 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed Transaction Date Execution Date Disposed Of (D) (Instr. 3, 4 and 5) Securities Form: Direct (D) Indirect or Indirect (I) (Month/Day/Year) Beneficially Owned Beneficial if any Code (Instr. Following Reported Transaction(s) (Month/Dav/Year 8) (Instr. 4) Ownership (Instr. 4) (A) or Price (Instr. 3 and 4) Code v Amount (D) Common Stock 08/08/2008 S 250 D \$86.09 500 I By IRA s Common Stock 08/08/2008 250 D \$86.89 250 T By IRA 7.049 D Common Stock Common Stock 4,870(1) I SIP Trust Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date 3A. Deemed Execution Date, 5. Number of Derivative 6. Date Exercisable and Expiration Date 7. Title and Amount of Securities Underlying 11. Nature of Indirect 1. Title of 2. Conversion 8. Price of 9. Number of 10 Derivative Transaction Derivative derivative Ownership Security (Instr. 3) or Exercise (Month/Dav/Year) if any Code (Instr. Securities (Month/Day/Year) Derivative Security Security Securities Form: Beneficial Direct (D) (Month/Dav/Year) Acquired (A) (Instr. 3 and 4) Beneficially Price of 8) (Instr. 5) Ownership or Disposed of (D) (Instr. 3, 4 Derivative Owned or Indirect (Instr. 4) Security Following (I) (Instr. 4) and 5) Reported Transaction(s) Amount (Instr. 4) Number Date Expiration Code ٧ (A) (D) Exercisable Title of Shares Date

Explanation of Responses:

1. Represents shares of common stock held under the Becton, Dickinson and Company Savings Incentive Plan (the "SIP"). The information presented for the SIP is as of July 31, 2008 Remarks:

> Patricia Walesiewicz, by power of 08/11/2008 attorney for David T. Durack

** 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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3235-0287 0.5

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