FORM 4

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

Washington, D.C. 20549

| OMB APPROVAL             |           |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |
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| hours per response:      | 0.5       |  |  |  |  |  |  |

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* FORLENZA VINCENT A                      |  |     |        |  | BEC   | 2. Issuer Name and Ticker or Trading Symbol BECTON DICKINSON & CO [ BDX ]                                |      |  |        |   |               |                                     |                 |   | tionship of R<br>all applicab<br>Director  |  | Person(s) t  | o Issuer<br>10% Ov                         | /ner     |  |
|--|--|-----|--------|--|---|--|------|--|--------|---|---------------|-------------------------------------|-----------------|---|--|--|--|--|----------|--|
| (Last)   | (First)  | •   | iddle) |  | 3. Date of Earliest Transaction (Month/Day/Year) 12/08/2016 |  |      |  |        |   |               |                                     | X               | Officer (g<br>below)                    | ive title Other (stellar) tellar (stella |  | ·  |  |          |  |
| C/O BECTON, DICKINSON AND COMPANY 1 BECTON DRIVE                                 |  |     |        |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)    |  |      |  |        |   |               |                                     |                 | - 1                                     | 6. Individual or Joint/Group Filing (Check Applicable Line)  |  |  |  |          |  |
| (Street) FRANKLIN LAKES  | NJ   | 07  | 417    |  |   |  |      |  |        |   |               |                                     |                 | X                                       |  | d by One F<br>d by More                          |  |  | g Person |  |
| (City)   | (State)  | (Zi | p)     |  |   |  |      |  |        |   |               |                                     |                 |   |  |  |  |  |          |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |     |        |  |   |  |      |  |        |   |               |                                     |                 |   |  |  |  |  |          |  |
| Date   |  |     |        | ansaction 2A. Deemed Execution Date, if any (Month/Day/Yea |   | Execution Date,  |      | 3.<br>Transaction<br>Code (Instr.<br>8)                |        | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 a |               |                                     |                 | Securities<br>Beneficially<br>Following | 5. Amount of<br>Securities<br>Beneficially Owned<br>Following Reported<br>Transaction(s)   |  | ship<br>ect (D)<br>t (I)   | 7. Nature of Indirect Beneficial Ownership |          |  |
|  |  |     |        |  |   |  | Code | v  | Amount |   | (A) or<br>(D) | Price                               | (Instr. 3 and   |   |  |  | (Instr. 4)   |  |          |  |
| Common Stock 12/0  |  |     |        |  | 08/2016   |  | G    | V  | 920    |   | D             | \$ <mark>0</mark>                   | 196,865         |   | D  |  |  |  |          |  |
| Common Stock   |  |     |        |  |   |  |      |  |        |   |               |                                     |                 | 8,2                                     | 18   | I  |  | By GRAT                                    |          |  |
| Common Stock   |  |     |        |  |   |  |      |  |        |   |               |                                     |                 | 10,279(1)                               |  | I  |  | SIP Trust                                  |          |  |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |     |        |  |   |  |      |  |        |   |               |                                     |                 |   |  |  |  |  |          |  |
| 1. Title of<br>Derivative<br>Security (Instr. 3)                                 | erivative Conversion or Exercise (Month/Day/Year) if any   |     |        | Transaction<br>Code (Instr.<br>8)                          |   | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D) (Instr. 3, 4<br>and 5) |      | 6. Date Exercisa<br>Expiration Date<br>(Month/Day/Year |        | e Securities Underl   |               | derlying<br>curity                  | ying Derivative |   | For Dir  | nership<br>m:<br>ect (D)<br>ndirect<br>Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |          |  |
|  |  |     |        | Code   | v   | (A) (D)  |      |  |        | Expiration or   |               | Amount<br>or<br>Number<br>of Shares |                 | (Instr. 4)                              | (5)  |  |  |  |          |  |

## **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 November 30, 2016.

## Remarks:

Richard Stout, by power of attorney for Vincent A. Forlenza

12/19/2016

\*\* Signature of Reporting Person

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

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.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).