SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
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1. Name and Add Goette Rola		g Person*	2. Date of Event Re Statement (Month/I 05/23/2017		3. Issuer Name and Ticker or Trading Symbol <u>BECTON DICKINSON & CO</u> [BDX]					
(Last) (First) (Middle) C/O BECTON, DICKINSON AND COMPANY 1 BECTON DRIVE (Street) FRANKLIN LAKES NJ 07417			05/25/2017		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below) EVP and President, EMEA		(Mo 6. Ir y App	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)					Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (Indirect (I) (Ins	rect (D) or 5)		eneficial Ownership (Instr.	
Common Stock					4,758(1)	D				
Common Stock					2,554	I	GSIP Trust ⁽²⁾			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise		6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	n Title	Amount or Number of Shares	Price of Derivative Security	Indirect (I) (Instr. 5)		
Stock Appreciation Rights			11/24/2010 ⁽³⁾	11/24/2019	9 Common Stock	2,463	75.63	D		
Stock Appreciation Rights			11/23/2011 ⁽⁴⁾	11/23/2020	0 Common Stock	3,485	76.64	D		
Stock Appreciation Rights			11/22/2012 ⁽⁵⁾	11/22/2021	1 Common Stock	3,055	72.12	D		
Stock Appreciation Rights			11/20/2013 ⁽⁶⁾	11/20/2022	2 Common Stock	4,542	76.18	D		
Stock Appreciation Rights			11/26/2014 ⁽⁷⁾	11/26/2023	3 Common Stock	3,487	108.89	D		
Stock Appreciation Rights			11/25/2015 ⁽⁸⁾	11/25/2024	4 Common Stock	5,209	134.73	D		
Stock Appreciation Rights			11/26/2016 ⁽⁹⁾	11/26/2025	5 Common Stock	6,881	150.12	D		
Stock Appreciation Rights			11/26/2017 ⁽¹⁰⁾	11/26/2020	6 Common Stock	6,236	170.69	D		

Explanation of Responses:

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

2. Represents shares of common stock held under the Becton, Dickinson and Company Global Share Investment Program (the "GSIP"). The information presented for the GSIP is as of May 23, 2017.

3. The stock appreciation rights vest in four annual installments beginning November 24, 2010.

4. The stock appreciation rights vest in four annual installments beginning November 23, 2011.

5. The stock appreciation rights vest in four annual installments beginning November 22, 2012.

6. The stock appreciation rights vest in four annual installments beginning November 20, 2013.

7. The stock appreciation rights vest in four annual installments beginning November 26, 2014.

8. The stock appreciation rights vest in four annual installments beginning November 25, 2015.

9. The stock appreciation rights vest in four annual installments beginning November 26, 2016.

10. The stock appreciation rights vest in four annual installments beginning November 26, 2017.

Remarks:

Richard Stout, by power of attorney for Roland Goette

** Signature of Reporting Person

05/31/2017

n 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 5 (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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