FORM 4

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

Washington, D.C. 20549

OMB APPROVAL								
OMB Number: 3235-028								
Estimated average burden								
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 * <u>Tharby Linda M</u>				BEC	2. Issuer Name and Ticker or Trading Symbol BECTON DICKINSON & CO [ BDX ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner					
· · · · · · · · · · · · · · · · · · ·		(Mic	ddle)		02/01	3. Date of Earliest Transaction (Month/Day/Year) 02/01/2018									Officer (give title Other (specify below) below)  Executive Vice President				
1 BECTON DRIVE  (Street)  FRANKLIN LAKES  NJ  07417					4. If Amendment, Date of Original Filed (Month/Day/Year)										X Form filed by More than One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip	o)																
		Ta	ble I - Nor	n-Der	ivative	Se	curitie	s Acq	uired, [	Disp	osed of	, or E	3enefic	cially Ow	ned				
Date			Date	2. Transaction Date Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a				5. Amount Securities Beneficially Following	y Owned Reported	Form	nership : Direct (D) lirect (I) . 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount (A) or (D)		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common Stock 02/				02/0	01/2018				M		180		A	(1)	13,4	13,437		D	
Common Stock												1,552(2)		I		GSIP Trust			
Common Stock												99	99(3)		I	SIP Trust			
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	ercise (Month/Day/Year) of ative	3A. Deemed Execution Date, if any (Month/Day/Year)		4. Transaction Code (Instr. 8)				6. Date Exercisa Expiration Date (Month/Day/Yea		Securities Under		lerlying	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported	e s ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable		Expiration Date	;		Amount or Number of Shares		Transacti (Instr. 4)	ion(s)	)   	
Rights to Common Stock Under the Deferred Compensation Plan	(1)	02/01/2018			М			180	(4)		(4)	Common Stock		782	(1)	(1) 782		D	

## Explanation of Responses:

- 1. The securities convert to common stock on a one-for-one basis.
- 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 January 31, 2018.
- 3. 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, 2017.
- 4. The securities are distributed following termination of the reporting person's service, or on the date or dates specified by the reporting person.

## Remarks:

Richard Stout, by power of attorney for Linda M. Tharby

02/14/2018

\*\* 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.

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.