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 APPROV	/AL
OMB Number:	3235-0287
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1. Name and Address of Reporting Person [*] Goette Roland					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% Ov				vner	
(Last) (First) (Middle) C/O BECTON, DICKINSON AND COMPANY					3. Date of Earliest Transaction (Month/Day/Year) 11/23/2020							X Officer (give title below)			Other (specify below) esident, EMEA		
1 BECTON DRIVE					4. 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					
(Street) FRANKLIN NJ 07417 LAKES													•	than One		g Person	
(City)	(State)) (Z	ip)														
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
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) o Disposed Of (D) (Instr. 3, 4 a				5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
						Code	v	Amount		(A) or (D)	Price	 Transaction(s) (Instr. 3 and 4) 				(Instr. 4)	
Common Stock 11/2						М		3,48	5	Α	\$76.64	6.64 10,085		D			
Common Stock 11/2						D		1,16	1	D \$230.1		8,924		D			
Common Stock 11/2						S		930		D	\$230.1	\$ 230.1 7,994 ⁽¹⁾		D			
Common Stock											2,554 ⁽²⁾		I		GSIP Trust		
					curities Acqu IIIs, warrants,							ed					
			te, 4. Transaction Code (Instr		6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amou Securities Under Derivative Securi			derlying	ing Derivative derivativ		e Ow	vnership rm:	11. Nature of Indirect Beneficial				

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	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	\$76.64	11/23/2020		М			3,485	11/23/2011 ⁽³⁾	11/23/2020	Common Stock	3,485	\$0	0	D	

Explanation of Responses:

1. Includes 1,394 gain shares held by reporting person from the exercise of the stock appreciation right.

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 June 1, 2020.

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

Remarks:

Richard Stout, by power of attorney for Roland Goette ** Signature of Reporting Person

11/24/2020

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.