FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | |
| 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

| | | | | | | | , | | | | | | | | | | | | | |
|--|---|--------------------|--|---------------------------------------|---|---|--|---|---|---|--------------------|-------------------|--------|--|---|---------------------------|---|---|--|--|
| Name and Address of Reporting Person* Conroy Alexandre | | | | | 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 | | | | | |
| (Last) C/O BECTON | (First) | (N SON AND COM | Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 11/26/2021 | | | | | | | | X | Officer (g below) | | Other (s below) ted Supply Chai | | specify | |
| 1 BECTON DRIVE | | | | 4. If / | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (Street) FRANKLIN LAKES NJ 07417 | | | | | | | | | | | | | | | | | | | | |
| (City) | (State) |) (Z | lip) | | | | | | | | | | | | | | | | | |
| | | Ta | able I - Noı | n-Der | ivativ | re S | ecuritie | es Acq | uired, | Disp | osed of | , or B | enefic | ially Ow | ned | | | | | |
| Date | | | | Transaction ate Ionth/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 | | | | Securities Beneficially Following I | . Amount of securities seneficially Owned ollowing Reported fransaction(s) | | nership : Direct (D) lirect (I) . 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | Code | v | Amount | | (A) or (D) | Price | (Instr. 3 and | | | | (Instr. 4) | | |
| Common Stock 11/. | | | | 26/2021 | | | | A | | 1,210 | (1) | A | \$0.0 | 20,798 | | | D | | | |
| Common Stock 11/ | | | | 11/2 | /26/2021 | | | | F | | 8630 | 2) | D | \$0.0 | 19,938 | | | D | | |
| Common Stock 111 | | | | 11/2 | /26/2021 | | | | A | | 1,325 | (3) | A | \$0.0 | 21,260 | | | D | | |
| Common Stock | | | | | | | | | | | | | | 2,71 | 2,713(4) | | I | GSIP Trust | | |
| | | | Table II - I | | | | | • | , | • | sed of, o | | | • | ed | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | e (Month/Day/Year) | 3A. Deemed Execution Da if any (Month/Day/Y | ate, 1 | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisal Expiration Date (Month/Day/Year | |) | Securities Underl | | erlying | ing Derivative | | er of e s ally g | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | A) (D) | | | Expiration Date | Title | | Amount or Number of Shares | | Transaction (Instr. 4) | ion(S) | | | |
| Stock Appreciation | \$245.09 | 11/26/2021 | | | A | | 9,469 | | 11/26/202 | 2 ⁽⁵⁾ | 11/26/2031 | | nmon | 9,469 | \$0.0 | 9,469 | 9 | D | | |

Explanation of Responses:

- $1.\ Represents\ shares\ vesting\ under\ performance\ units\ granted\ on\ November\ 26,2018.$
- 2. Represents shares withheld for payment of withholding taxes in connection with (A) vesting of the performance units referred to in footnote (1) and (B) the vesting of restricted stock units as previously reported on Table I.
- 3. Represents restricted stock units awarded under the Becton, Dickinson and Company 2004 Employee and Director Equity-Based Compensation Plan.
- 4. 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 31, 2021.
- 5. The stock appreciation rights vest in four annual installments beginning November 26, 2022.

Remarks:

Richard Stout, by power of attorney for Alexandre Conroy

11/30/2021

** 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.

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.