

BECTON HENRY P JR

Form 4

May 03, 2005

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BECTON HENRY P JR

2. Issuer Name **and** Ticker or Trading  
Symbol  
BECTON DICKINSON & CO  
[BDX]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/29/2005

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

C/O BECTON, DICKINSON AND  
COMPANY, 1 BECTON DRIVE

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

FRANKLIN LAKES, NJ 07417

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	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 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/29/2005		S	V Amount (A) or (D) Price 2,000 D \$ 57.4	119,800	I	See footnote <sup>(1)</sup>
Common Stock					109,215	I	See footnote <sup>(2)</sup>
Common Stock					36,920 <sup>(3)</sup>	I	By wife
Common Stock					120,815	I	See footnote <sup>(4)</sup>
Common Stock					946,582	I	See footnote <sup>(5)</sup>

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Common Stock	104,590	I	See footnote <sup>(5)</sup>
Common Stock	1,600 <sup>(3)</sup>	I	By daughter
Common Stock	32,000	I	See footnote <sup>(6)</sup>
Common Stock	5,212	D	
Common Stock	2,410 <sup>(7)</sup>	D	

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

**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 control number.**

SEC 1474  
(9-02)

**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	3. Transaction Date (Month/Day/Year)	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 Underlying Securities (Instr. 3 and 4)	8. P
				Code	V	(A)	(D)	
						Date Exercisable	Expiration Date	Title
								Amount or Number of Shares
Rights to Common Stock Under 1996 Directors Deferral Plan	<sup>(8)</sup>	04/29/2005		A	237.91	<sup>(9)</sup>	<sup>(9)</sup>	Common Stock 237.91 \$ 5

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BECTON HENRY P JR C/O BECTON, DICKINSON AND COMPANY	X

1 BECTON DRIVE  
FRANKLIN LAKES, NJ 07417

## Signatures

Patricia Walesiewicz, by power of attorney for Henry P.  
Becton, Jr.

05/03/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Represents shares held in trust for sibling of which reporting person is a co-trustee.
- (2) By trusts for benefit of reporting person's children, with wife and independent advisor as co-trustees.
- (3) Beneficial ownership of these securities is expressly disclaimed.
- (4) Held in trust and/or limited liability company for benefit of reporting person.
- (5) Represents shares held in trust for parent of which reporting person has become a co-trustee.
- (6) Held in charitable remainder trust of which reporting person is a remainder beneficiary.
- (7) Represents restricted stock units awarded under the 2004 Employee and Director Equity-Based Compensation Plan, including units acquired through dividend reinvestment.
- (8) The securities convert to common stock on a one-for-one basis.
- (9) The securities are distributed following termination of the reporting person's service as a director, on the date or dates specified by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.