

BECTON DICKINSON &amp; CO

Form 5

November 14, 2006

**FORM 5****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).Form 3 Holdings  
Reported

Form 4

Transactions

Reported

**ANNUAL 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  
Number: 3235-0362Expires: January 31,  
2005Estimated average  
burden hours per  
response... 1.01. Name and Address of Reporting Person \*  
BECTON HENRY P JR

(Last) (First) (Middle)

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

(Street)

FRANKLIN LAKES, NJ 07417

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
SymbolBECTON DICKINSON & CO  
[BDX]3. Statement of Issuer's Fiscal Year Ended  
(Month/Day/Year)  
09/30/20064. If Amendment, Date Original  
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

☒ Form Filed by One Reporting Person  
☐ Form Filed by More than One Reporting  
Person**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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/14/2005	Â	G	410 D \$ 0	115,435	I	See footnote <sup>(1)</sup>
Common Stock	12/14/2005	Â	G	1,000 D \$ 0	945,382	I	See footnote <sup>(2)</sup>
Common Stock	12/14/2005	Â	G	200 A \$ 0	37,120 <sup>(3)</sup>	I	By wife
Common Stock	02/07/2006	Â	G	4,000 D \$ 0	941,382	I	See footnote <sup>(2)</sup>

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Common Stock	02/07/2006	Â	G	4,000	D	\$ 0	100,390	I	See footnote <u>(2)</u>
Common Stock	02/07/2006	Â	G	400	A	\$ 0	2,400 <u>(3)</u> <u>(4)</u>	I	By daughter
Common Stock	02/28/2006	Â	G	200	D	\$ 0	945,182 <u>(4)</u>	I	See footnote <u>(2)</u>
Common Stock	Â	Â	Â	Â	Â	Â	108,815	I	See footnote <u>(5)</u>
Common Stock	Â	Â	Â	Â	Â	Â	118,800	I	See footnote <u>(6)</u>
Common Stock	Â	Â	Â	Â	Â	Â	32,000	I	See footnote <u>(7)</u>
Common Stock	Â	Â	Â	Â	Â	Â	5,212	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	4,358 <u>(8)</u>	D	Â

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.**

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(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. Price of Derivative Security (Instr. 5)	9. of Derivative Security (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					(A) (D)				

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

	Director	10% Owner	Officer	Other
BECTON HENRY P JR C/O BECTON, DICKINSON AND COMPANY 1 BECTON DRIVE	Â X	Â	Â	Â

FRANKLIN LAKES, NJ 07417

## Signatures

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

11/14/2006

\_\_\_\_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) Held in trust and/or limited liability company for benefit of reporting person.
- (2) Represents shares held in trust for parent of which reporting person has become a co-trustee.
- (3) Beneficial ownership of these securities is expressly disclaimed.
- (4) Reflects a reallocation of 400 shares which should have been included the holdings of the reporting person's daughter but was mistakenly included in a trust for benefit of the reporting person's children.
- (5) By trusts for benefit of reporting person's children, with wife and independent advisor as co-trustees.
- (6) Represents shares held in trust for sibling of which reporting person is a co-trustee.
- (7) Held in charitable remainder trust of which reporting person is a remainder beneficiary.
- (8) Represents restricted stock units awarded under the 2004 Employee and Director Equity-Based Compensation Plan, including units acquired through dividend reinvestment.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.