

BECTON DICKINSON &amp; CO

Form 3

October 10, 2014

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*

Â Tharby Linda M

(Last)

(First)

(Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

10/01/2014

3. Issuer Name **and** Ticker or Trading Symbol  
BECTON DICKINSON & CO [BDX]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)C/O BECTON, DICKINSON  
AND COMPANY,Â 1 BECTON  
DRIVE

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Segment Pres. Life Sciences

FRANKLIN  
LAKES,Â NJÂ 07417

(City)

(State)

(Zip)

6. Individual or Joint/Group  
Filing(Check Applicable Line)  
☒ Form filed by One Reporting  
Person  
☐ Form filed by More than One  
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1.Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock

4,438 <sup>(1)</sup>

D

Â

Common Stock

1,492

I

GSIP Trust <sup>(2)</sup>

Common Stock

90

I

SIP Trust <sup>(3)</sup>Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Stock Appreciation Rights	11/20/2008 <sup>(4)</sup>	11/20/2017	Common Stock	3,605	\$ 84.33	D Â
Stock Appreciation Rights	11/24/2010 <sup>(5)</sup>	11/24/2019	Common Stock	9,854	\$ 75.63	D Â
Stock Appreciation Rights	11/23/2011 <sup>(6)</sup>	11/23/2020	Common Stock	12,958	\$ 76.64	D Â
Stock Appreciation Rights	11/22/2012 <sup>(7)</sup>	11/22/2021	Common Stock	14,666	\$ 72.12	D Â
Stock Appreciation Rights	11/20/2013 <sup>(8)</sup>	11/20/2022	Common Stock	16,221	\$ 76.18	D Â
Stock Appreciation Rights	11/26/2014 <sup>(9)</sup>	11/26/2023	Common Stock	11,094	\$ 108.89	D Â

## Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Tharby Linda M C/O BECTON, DICKINSON AND COMPANY 1 BECTON DRIVE FRANKLIN LAKES, NJ 07417	Â	Â	Â	Segment Pres. Life Sciences	Â

## Signatures

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

10/10/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes restricted stock units awarded under the Becton, Dickinson and Company 2004 Employee and Director Equity-Based Compensation Plan.
- (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 August 31, 2014.
- (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 August 31, 2014.
- (4) The stock appreciation rights vest in four annual installments beginning November 20, 2008.

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- (5) The stock appreciation rights vest in four annual installments beginning November 24, 2010.
- (6) The stock appreciation rights vest in four annual installments beginning November 23, 2011.
- (7) The stock appreciation rights vest in four annual installments beginning November 22, 2012.
- (8) The stock appreciation rights vest in four annual installments beginning November 20, 2013.
- (9) The stock appreciation rights vest in four annual installments beginning November 26, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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