KOZY WILLIAM A

Form 4

November 24, 2009

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

Number: January 31, Expires: 2005

OMB APPROVAL

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0.5

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

See Instruction

30(h) of the Investment Company Act of 1940 1(b).

(Middle)

(Print or Type Responses)

(Last)

(City)

1. Name and Address of Reporting Person * **KOZY WILLIAM A**

2. Issuer Name and Ticker or Trading

Symbol

BECTON DICKINSON & CO

[BDX]

(Month/Day/Year) 11/21/2009

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Street)

(State)

(First)

4. If Amendment, Date Original

3. Date of Earliest Transaction

Filed(Month/Day/Year)

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

Executive Vice President

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

FRANKLIN LAKES, NJ 07417

(City)	(State) (A	Table	I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficial	lly Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securities on Acquired (A) or			5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)	(Working Buy, Tear)	any	Code	Disposed of (D)			Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned	Indirect (I)	Ownership
				(A) or		Reported Transaction(s)	(Instr. 4)	(Instr. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	11/21/2009		A	4,519 (1)	A	\$0	95,282 (2)	D	
Common Stock	11/21/2009		F	1,798	D	\$0	93,484	D	
Common Stock							10,793 (3)	I	SIP Trust

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

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(9-02)

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9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Tit.	le and	8. Price of	9
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration D	ate	Amou	int of	Derivative	J
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	,
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative			Securities	(Instr. 5)]	
		Derivative			Securities		(Ins			3 and 4)		(
Security					Acquired	Acquired]	
					(A) or]	
						Disposed						-
						of (D)						(
						(Instr. 3,						
						4, and 5)						
										Amount		
										or		
							Date	Date Expiration Exercisable Date		Number		
							Exercisable			of		
					Code '	V (A) (D)				Shares		
						() ()						

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KOZY WILLIAM A C/O BECTON, DICKINSON AND COMPANY 1 BECTON DRIVE FRANKLIN LAKES, NJ 07417

Executive Vice President

Signatures

Patricia Walesiewicz, by power of attorney for William A. Kozy

11/24/2009

**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 distributed upon the vesting of performance units granted on November 21, 2006.
- (2) Includes units acquired through dividend reinvestment since the last report filed by the reporting person.
- (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 October 31, 2009.

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.

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