

DURACK DAVID T
Form 4
December 20, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DURACK DAVID T

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
 Officer (give title below) Other (specify below)
Senior Vice President

(Last) (First) (Middle)

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

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/29/2010

FRANKLIN LAKES, NJ 07417

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

(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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	11/29/2010		S			478	D	\$ 77.75	8,382	D	
Common Stock	12/01/2010		M			1,911	A	\$ 54.41	10,293	D	
Common Stock	12/01/2010		S			1,911	D	\$ 78.5	8,382	D	
Common Stock	12/13/2010		M			3,500	A	\$ 59.16	11,882	D	
Common Stock	12/13/2010		D			2,503	D	\$ 82.69	9,379	D	

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Common Stock	12/13/2010	F	324	D	\$ 82.69	9,055	D	
Common Stock	12/17/2010	S	673	D	\$ 84.89	8,382	D	
Common Stock	12/17/2010	M	3,539	A	\$ 59.16	11,921	D	
Common Stock	12/17/2010	D	2,463	D	\$ 84.98	9,458	D	
Common Stock	12/17/2010	F	350	D	\$ 84.98	9,108	D	
Common Stock						5,092 ⁽¹⁾	I	SIP Trust

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

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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)	Amount or Number of Shares
				Code V	(A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 54.41	12/01/2010		M	1,911	⁽²⁾ 11/23/2014	Common Stock	1,911
Stock Appreciation Right	\$ 59.16	12/13/2010		M	3,500	⁽³⁾ 11/21/2015	Common Stock	3,500
Stock Appreciation Right	\$ 59.16	12/17/2010		M	3,539	⁽³⁾ 11/21/2015	Common Stock	3,539

