

BECTON DICKINSON & CO
Form 3
July 06, 2006

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

OMB APPROVAL

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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 HANSON ALFRED JOHN (Last) (First) (Middle) | 2. Date of Event Requiring Statement (Month/Day/Year) 06/30/2006 | 3. Issuer Name and Ticker or Trading Symbol BECTON DICKINSON & CO [BDX] | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
|----------------------------------------------------------------------------------------------|------------------------------------------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------|------------------------------------------------------|

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

(Street)

FRANKLIN LAKES,Â NJÂ 07417

(City) (State) (Zip)

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Executive Vice President

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 | 26,417 ⁽¹⁾ | D | Â |
| Common Stock | 5,229 ⁽²⁾ | I | GSIP Trust |

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

SEC 1473 (7-02)

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

| | | | | | |
|-----------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------|---------------------------|----------------------|--------------------------------------------|
| 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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|-----------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------|---------------------------|----------------------|--------------------------------------------|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--------------------------------------|----------------------------|-----------------|---------------------|----------------------------|------------------------------|------------------------------------------------------------|------------|
| Employee Stock Option (right to buy) | 01/26/2000 ⁽³⁾ | 01/26/2008 | Common Stock | 8,000 | \$ 29.34 | D | Â |
| Employee Stock Option (right to buy) | 01/25/2001 ⁽⁴⁾ | 01/25/2009 | Common Stock | 20,000 | \$ 35.06 | D | Â |
| Employee Stock Option (right to buy) | 01/24/2002 ⁽⁵⁾ | 01/24/2010 | Common Stock | 20,000 | \$ 27.91 | D | Â |
| Employee Stock Option (right to buy) | 11/27/2002 ⁽⁶⁾ | 11/27/2010 | Common Stock | 30,000 | \$ 31.85 | D | Â |
| Employee Stock Option (right to buy) | 11/27/2002 ⁽⁷⁾ | 11/27/2011 | Common Stock | 45,000 | \$ 32.49 | D | Â |
| Employee Stock Option (right to buy) | 11/25/2003 ⁽⁸⁾ | 11/25/2012 | Common Stock | 35,000 | \$ 29.99 | D | Â |
| Employee Stock Option (right to buy) | 11/24/2004 ⁽⁹⁾ | 11/24/2013 | Common Stock | 16,000 | \$ 38.78 | D | Â |
| Employee Stock Option (right to buy) | 11/23/2005 ⁽¹⁰⁾ | 11/23/2014 | Common Stock | 12,480 | \$ 54.41 | D | Â |
| Stock Appreciation Right | 11/21/2006 ⁽¹¹⁾ | 11/21/2015 | Common Stock | 11,498 | \$ 59.16 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------------------------------|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HANSON ALFRED JOHN C/O BECTON, DICKINSON AND COMPANY 1 BECTON DRIVE FRANKLIN LAKES, NJ 07417 | Â | Â | Â Executive Vice President | Â |

Signatures

Patricia Walesiewicz, by power of attorney for Alfred John Hanson

07/06/2006

**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 6,884 restricted stock units awarded under the Becton, Dickinson and Company 2004 Employee and Director Equity-Based Compensation Plan.
- (2)

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Represents shares of common stock held under the Becton, Dickinson and Company Global Share Investment Program (the "GSIP"). The information presented for the SIP is as of May 31, 2006.

- (3) The option became 50% exercisable on January 26, 2000 and fully exercisable on January 26, 2001.
- (4) The option became 50% exercisable on January 25, 2001 and fully exercisable on January 25, 2002.
- (5) The option became 50% exercisable on January 24, 2002 and fully exercisable on January 24, 2003.
- (6) The option became 50% exercisable on November 27, 2002 and fully exercisable on November 27, 2003.
- (7) The option vests in four annual installments beginning November 27, 2002.
- (8) The option vests in four annual installments beginning November 25, 2003.
- (9) The option vests in four annual installments beginning November 24, 2004.
- (10) The option vests in four annual installments beginning November 23, 2005.
- (11) The stock appreciation right vests in four annual installments beginning November 21, 2006.

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.