

SIGAL ELLIOT
Form 4
December 13, 2012

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
SIGAL ELLIOT

2. Issuer Name and Ticker or Trading Symbol
BRISTOL MYERS SQUIBB CO
[BMY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

BRISTOL-MYERS SQUIBB
COMPANY, 345 PARK AVENUE

(Street)

NEW YORK, NY 10154

(City) (State) (Zip)

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

11/27/2012

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

EVP, CSO & President R&D

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

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock, \$0.10 par value | | | | (A) or (D) | Price | | |
| Common Stock, \$0.10 par value | 11/27/2012 | | G V | 200,630 (1) (2) (3) | D \$ 0 | 50,158 (1) (2) | I (1) |
| Common Stock, \$0.10 par value | 11/27/2012 | | G V | 100,315 (2) | A \$ 0 | 100,315 (4) | I |

By Sigal Family Investments, LLC (1)

By C. Elliott Sigal 2012 Irrevocable

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| | | | | | | | | | |
|--------------------------------|------------|---|---|------------------------|---|----------------------|-------------------------|---|--|
| value | | | | | | | | | Trust ⁽²⁾ |
| Common Stock, \$0.10 par value | 11/27/2012 | G | V | 100,315 ⁽³⁾ | A | \$ 0 | 100,315 ⁽⁴⁾ | I | By Ruth L. Sigal 2012 Irrevocable Trust ⁽³⁾ |
| Common Stock, \$0.10 par value | 12/11/2012 | S | | 31,451 | D | \$ 33 ⁽⁵⁾ | 18,707 | I | By Sigal Family Investments, LLC |
| Common Stock, \$0.10 par value | 12/11/2012 | S | | 62,903 | D | \$ 33 ⁽⁵⁾ | 37,412 ⁽⁴⁾ | I | By C. Elliott Sigal 2012 Irrevocable Trust |
| Common Stock, \$0.10 par value | 12/11/2012 | S | | 62,903 | D | \$ 33 ⁽⁵⁾ | 37,412 ⁽⁴⁾ | I | By Ruth L. Sigal 2012 Irrevocable Trust |
| Common Stock, \$0.10 par value | | | | | | | 1,599.53 ⁽⁶⁾ | I | By BMY Savings and Investment Program |

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. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SIGAL ELLIOT BRISTOL-MYERS SQUIBB COMPANY 345 PARK AVENUE NEW YORK, NY 10154 | X | | EVP, CSO & President R&D | |

Signatures

/s/ Robert J. Wollin, attorney-in-fact for Elliott Sigal, M.D.,
Ph.D

12/13/2012

__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).

On September 6, 2012, in a transaction exempt from Section 16 (including the reporting requirements) by virtue of Rule 16a-13, the reporting person and his wife contributed their combined interest in 250,788 directly-owned shares to Sigal Family Investments, LLC (1) ("SFI") in exchange for interests in SFI. Following the transaction, the reporting person had direct ownership of 48,052 shares and indirect ownership, together with his wife, of 250,788 shares through SFI. As of September 6, 2012, the reporting person held a 60% interest in SFI and the reporting person's wife held a 40% interest in SFI. The reporting person is the sole manager of SFI.

On November 27, 2012, the reporting person contributed a 40% interest in SFI to the C. Elliott Sigal 2012 Irrevocable Trust for the (2) benefit of the reporting person's wife and their children. The reporting person's wife serves as a co-trustee. The reporting person retains a 20% interest in SFI.

On November 27, 2012, the reporting person's wife contributed her 40% interest in SFI to the Ruth L. Sigal 2012 Irrevocable Trust for the (3) benefit of the reporting person and their children.

The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the (4) inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of the reported shares for purposes of Section 16 or for any other purpose.

The price reported reflects the weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$32.81 (5) to \$33.23, inclusive. The reporting person undertakes to provide to the SEC staff, the issuer, or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

(6) Based on a plan statement as of the end of the most recent fiscal quarter.

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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