

BRISTOL MYERS SQUIBB CO

Form 4

March 03, 2005

**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

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 \*  
BODNAR ANDREW G

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)  
345 PARK AVENUE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2005

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
SVP, Strat & Med & Ext Affairs

NEW YORK, NY 10154

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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<br>Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|-----------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock,<br>\$0.10 par<br>value | 03/01/2005                              |                                                             | M                                    | 67,306 A                                                                | \$<br>14.74                                                                                                        | 305,117                                                                 | D                                                                 |
| Common<br>Stock,<br>\$0.10 par<br>value | 03/01/2005                              |                                                             | F                                    | 38,979<br>(1) D                                                         | \$ 0                                                                                                               | 266,138                                                                 | D                                                                 |
| Common<br>Stock,<br>\$0.10 par<br>value | 03/01/2005                              |                                                             | F                                    | 10,147<br>(2) D                                                         | \$ 0                                                                                                               | 255,991                                                                 | D                                                                 |

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|                                |            |   |              |   |      |           |       |                                     |
|--------------------------------|------------|---|--------------|---|------|-----------|-------|-------------------------------------|
| Common Stock, \$0.10 par value | 03/01/2005 | A | 9,306<br>(3) | A | \$ 0 | 265,297   | D     |                                     |
| Common Stock, \$0.10 par value |            |   |              |   |      | 15,843.91 | (4) I | By BMY Savings & Investment Program |
| Common Stock, \$0.10 par value |            |   |              |   |      | 8         | I     | By Custodian For Child              |
| Common Stock, \$0.10 par value |            |   |              |   |      | 8         | I     | By IRA                              |

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.**

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 Security (Instr. 3 and 4) |                 |                                |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----|-------------------------------------------------------------|-----------------|--------------------------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A)                                                      | (D) | Date Exercisable                                            | Expiration Date | Title                          | Amount or Number of Shares |
| Executive Option (right to buy)            | \$ 25.45                                               | 03/01/2005                           |                                                    | A                              |                                                                                         | 55,833                                                   |     | <u>(5)</u>                                                  | 02/28/2015      | Common Stock, \$0.10 par value | 55,833                     |
| Option (right to buy)                      | \$ 14.74                                               | 03/01/2005                           |                                                    | M                              |                                                                                         | 67,306                                                   |     | 03/07/1999                                                  | 03/06/2005      | Common Stock, \$0.10 par value | 67,306                     |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
| Reporting Owners               |               |

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Director    10% Owner    Officer

Other

BODNAR ANDREW G  
345 PARK AVENUE  
NEW YORK, NY 10154

SVP, Strat & Med & Ext Affairs

## Signatures

By: /s/ Sonia Vora,  
Attorney-in-Fact

03/03/2005

\_\_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) Shares withheld for payment of exercise price.
- (2) Shares withheld for payment of taxes upon exercise of stock option.
- (3) Shares consist of restricted stock with one-third vesting on each of the third, fourth and fifth anniversaries of the grant date.
- (4) Based on a plan statement as of the end of the most recent fiscal quarter.

- Option is not exercisable until the earlier of (i) the closing share price of common stock achieving a price of at least 15% above the option grant price and remaining at that price for seven consecutive trading days or (ii) the ninth anniversary of the grant date. Shares underlying option vest 25% a year, on a cumulative basis, commencing one year after the date of grant.

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.