

BRISTOL MYERS SQUIBB CO

Reported by
LEUNG SANDRA

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/04/11 for the Period Ending 03/02/11

Address	345 PARK AVE NEW YORK, NY 10154
Telephone	2125464000
CIK	0000014272
Symbol	BMY
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31

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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(f) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
LEUNG SANDRA	BRISTOL MYERS SQUIBB CO [BMY]	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> X Officer (give title below) <input type="checkbox"/> Other (specify below) General Counsel & Secretary
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	
345 PARK AVENUE	3/2/2011	
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
NEW YORK, NY 10154		<input checked="" type="checkbox"/> X Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.10 par value	3/2/2011		M		7354.0000 (1)	A	\$0.0000	91475.0000	D	
Common Stock, \$0.10 par value	3/2/2011		J		269.0000 (2)	A	\$0.0000	91744.0000	D	
Common Stock, \$0.10 par value	3/2/2011		F		3524.0000 (3)	D	\$0.0000	88220.0000	D	
Common Stock, \$0.10 par value								4867.6400 (4)	I	By BMY Savings & Investment Program (4)

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Market Share Units	(5)	3/2/2011		M		7354.0000	(6)	(6)	Common Stock, \$0.10 par value	7354.0000	\$0.0000	51736.0000	D	

Explanation of Responses:

- (1) Shares acquired upon vesting of market share units.
- (2) Adjustment reflects additional shares acquired upon the vesting of market share units due to the performance factor.
- (3) Shares withheld for payment of taxes upon vesting of market share units.

- (4) Based on a plan statement as of the end of the most recent fiscal quarter.
- (5) Each market share unit converts into the number of shares of common stock based on the average of the closing share price of the company's common stock on the vesting date and the nine trading days immediately preceding the vesting date.
- (6) Twenty-five percent of the market share unit award will vest on each of the first, second, third and fourth anniversaries of the grant date and will be converted into shares of common stock based on a performance factor.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEUNG SANDRA 345 PARK AVENUE NEW YORK, NY 10154			General Counsel & Secretary	

Signatures

/s/ Sonia Vora, Attorney-in-Fact

3/4/2011

** Signature of Reporting Person

Date

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

* 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).

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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