

Santiago Karen Murphy
 Form 3
 February 21, 2018

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Santiago Karen Murphy		(Month/Day/Year)	BRISTOL MYERS SQUIBB CO [BMY]	
(Last)	(First)	(Middle)	02/15/2018	
BRISTOL-MYERS SQUIBB COMPANY,Â 345 PARK AVENUE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)	(Check all applicable)			
	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner		
	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other	6. Individual or Joint/Group Filing(Check Applicable Line)	
	(give title below) (specify below)		_X_ Form filed by One Reporting Person	
	Controller		___ Form filed by More than One Reporting Person	
NEW YORK,Â NYÂ 10154				
(City)	(State)	(Zip)		

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, \$0.10 par value	403	D	Â

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 (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Market Share Units	Â (1)	03/10/2018	Common Stock, \$0.10 par value	333	\$ (2)	D	Â
Market Share Units	Â (3)	03/10/2019	Common Stock, \$0.10 par value	551	\$ (2)	D	Â
Market Share Units	Â (4)	03/10/2020	Common Stock, \$0.10 par value	1,062	\$ (2)	D	Â
Market Share Units	Â (5)	03/10/2021	Common Stock, \$0.10 par value	1,641	\$ (2)	D	Â
Performance Shares	Â (6)	03/10/2018	Common Stock, \$0.10 par value	2,760.4	\$ (6)	D	Â
Performance Shares	Â (7)	03/10/2019	Common Stock, \$0.10 par value	2,123	\$ (7)	D	Â
Performance Shares	Â (8)	03/10/2020	Common Stock, \$0.10 par value	2,461	\$ (8)	D	Â
Restricted Stock Units	Â (9)	09/01/2020	Common Stock, \$0.10 par value	1,924	\$ (10)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Santiago Karen Murphy BRISTOL-MYERS SQUIBB COMPANY 345 PARK AVENUE NEW YORK, NY 10154	Â	Â	Â Controller	Â

Signatures

/s/ Lisa A. Atkins, attorney-in-fact for Karen M.
Santiago

02/21/2018

__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) These market share units will vest on March 10, 2018.
Each market share unit converts into the number of shares of common stock determined by applying a payout factor to the target number of shares vesting on a given date. The payout factor is a ratio of the average of the closing price on the measurement date plus the nine prior trading days divided by the average stock price on the grant date (also a 10-day average). The minimum payout factor that must be achieved to earn a payout is 60% and the maximum payout factor is 200%.
 - (2)
 - (3) One-half of these market share units will vest on each of March 10, 2018 and March 10, 2019.
 - (4) One-third of these market share units will vest on each of March 10, 2018, March 10, 2019, and March 10, 2020.
 - (5) Twenty-five percent of these market share units will vest on each of the first, second, third, and fourth anniversaries of the grant date, starting on March 10, 2018.
 - (6) Each performance share converts into one share of common stock upon distribution in the first quarter of 2018, subject to a Total Shareholder Return modifier.
 - (7) Each performance share converts into one share of common stock upon distribution in the first quarter of 2019.
 - (8) Each performance share converts into one share of common stock upon distribution in the first quarter of 2020.
 - (9) The restricted stock units vest in three equal annual installments beginning on September 1, 2018.
 - (10) Each restricted stock unit converts into one share of common stock upon vesting.

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Remarks:

EXHIBIT LIST: EX-24 Exhibit 24 - Karen M. Santiago Power of Attorney

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.