

Celentano John E
 Form 3/A
 December 09, 2005

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 *

^ Celentano John E
 (Last) (First) (Middle)

BRISTOL-MYERS SQUIBB COMPANY, ^ 777 SCUDDERS MILL ROAD

(Street)

PLAINSBORO, ^ NJ ^ 08536

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 11/30/2005

3. Issuer Name and Ticker or Trading Symbol

BRISTOL MYERS SQUIBB CO [(BMY)]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 President, Health Care Group

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

12/08/2005

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, \$0.10 par value ⁽¹⁾

31,694 ⁽²⁾

D ^

Common Stock, \$0.10 par value

2,388.79 ⁽³⁾

I

By BMY Savings & Investment Program

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)

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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 Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Executive Option (right to buy)	01/04/2000 ⁽⁴⁾	01/03/2009	Common Stock, \$0.10 par value	22,400	\$ 62.95	D	Â
Executive Option (right to buy)	Â ⁽⁴⁾	01/02/2010	Common Stock, \$0.10 par value	1,788	\$ 61.09	D	Â
Executive Option (right to buy)	03/06/2002 ⁽⁴⁾	03/05/2011	Common Stock, \$0.10 par value	19,718	\$ 59.78	D	Â
Option (right to buy)	Â ⁽⁵⁾	12/01/2006	Common Stock, \$0.10 par value	12,620	\$ 27.43	D	Â
Option (right to buy)	03/04/1998 ⁽⁶⁾	03/03/2007	Common Stock, \$0.10 par value	12,620	\$ 32	D	Â
Option (right to buy)	06/04/2005 ⁽⁶⁾	06/03/2007	Common Stock, \$0.10 par value	20,250	\$ 28.9	D	Â
Option (right to buy)	03/03/1999 ⁽⁶⁾	03/02/2008	Common Stock, \$0.10 par value	22,400	\$ 48.45	D	Â
Option (right to buy)	Â ⁽⁵⁾	12/20/2008	Common Stock, \$0.10 par value	17,878	\$ 58.06	D	Â
Option (right to buy)	03/07/2001 ⁽⁵⁾	03/06/2010	Common Stock, \$0.10 par value	22,348	\$ 42.64	D	Â
Option (right to buy)	03/05/2003 ⁽⁵⁾	03/04/2012	Common Stock,	27,000	\$ 48.08	D	Â

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Option (right to buy)	03/04/2004 ⁽⁵⁾	03/03/2013	Common Stock, \$0.10 par value	42,500	\$ 23.14	D	Â
Option (right to buy)	Â ⁽⁵⁾	03/01/2014	Common Stock, \$0.10 par value	33,333	\$ 28.11	D	Â
Option (right to buy)	Â ⁽⁵⁾	02/28/2015	Common Stock, \$0.10 par value	26,250	\$ 25.45	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Celentano John E BRISTOL-MYERS SQUIBB COMPANY 777 SCUDDERS MILL ROAD PLAINSBORO, NJ 08536	Â	Â	Â President, Health Care Group	Â

Signatures

By: /s/ Katherine Kelly,
Attorney-in-Fact

12/09/2005

__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) This Form 3 is being amended solely to include a footnote to reflect that the number of shares noted in the BMY Savings and Investment Program is based on a plan statement as of the end of the most recent fiscal quarter.
- (2) Includes shares of restricted stock with one-third vesting on each of the third, fourth and fifth anniversaries of the grant date.
- (3) Based on a plan statement as of the end of the most recent fiscal quarter.
- (4) One half of the shares is exercisable 25% per year, on a cumulative basis, commencing one year after the date of grant. The other half of the shares vests 25% per year and is exercisable on the earlier to occur of (i) the closing share price achieving a price threshold and remaining at that threshold for a given number of days or (ii) the eighth anniversary of the grant date.
- (5) Exercisable as to 25% of the shares annually, on a cumulative basis, commencing one year after the date of grant.
- (6) Currently Exercisable.

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.