BRISTOL MYERS SQUIBB CO

Form 4/A March 08, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB 3235-0287

Number: January 31, Expires:

2005 Estimated average

burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

information contained in this form are not

Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

2. Issuer Name and Ticker or Trading

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

| LEUNG SANDRA | | | Symbol BRISTOL MYERS SQUIBB CO [(BMY)] | | | | | Issuer (Check all applicable) | | | |
|---|---|---|---|---|------------|--------|---|--|--|---|--|
| (Last) (First) (Middle) 345 PARK AVENUE | | 3. Date of Earliest Transaction (Month/Day/Year) 03/02/2007 | | | | | Director 10% Owner _X_ Officer (give title Other (specify below) SVP and General Counsel | | | | |
| (Street) NEW YORK, NY 10154 | | | 4. If Amendment, Date Original Filed(Month/Day/Year) 03/06/2007 | | | | | 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) | Tab | le I - Non- | Derivative | e Secu | rities Acc | quired, Disposed | of, or Benefic | ially Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) Execution any (Month/E | | n Date, if | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price | | | ed of (D) 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 | 03/02/2007 | | | F <u>(1)</u> | 222 | D | \$ 26.42 | 14,386 (2) | D | | |
| Common Stock, \$0.10 par value | | | | | | | | 3,982.14 (3) | I | By BMY Savings & Investment Program | |
| Reminder: Re | port on a separate lin | e for each c | lass of secu | urities bene | • | | • | indirectly. | ection of | SEC 1474 | |
| | | | | | rerse | JIIS W | mo resp | ond to the cone | cuon or | SEC 14/4 | |

(9-02)

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required to respond unless the form displays a currently valid OMB control number.

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title a | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------------------|------------|--------------------------|---------------|--------------------|--------------------|------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if Transaction | | orNumber Expiration Date | | Amount | of | Derivative | Deriv | |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underly | ing | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securitie | es | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | (Instr. 3 | and 4) | | Owne | |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | mount | | |
| | | | | | | Date | Expiration Date | or Title Number of | | | |
| | | | | | | Exercisable | | | | | |
| | | | | C 1 W | | | | | | | |
| | | | | Code V | (A) (D) | | | S | hares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LEUNG SANDRA 345 PARK AVENUE NEW YORK, NY 10154

SVP and General Counsel

Signatures

By: /s/ Sonia Vora, Attorney-in-Fact 03/08/2007

**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 taxes upon vesting of restricted stock.
- (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.

Remarks:

This Form 4 is being amended solely to attach the Power of Attorney as an exhibit to this filing.

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.

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