Notice of Annual Meeting of Shareholders

Notice is hereby given that the 2020 Annual Meeting of Shareholders will be held at Bristol-Myers Squibb Company, 3401 Princeton Pike, Lawrence Township, New Jersey, on May 5, 2020, at 10:00 a.m. for the following purposes as set forth in the accompanying Proxy Statement:

• to elect to the Board of Directors the 12 persons nominated by the Board, each for a term of one year;
• to conduct an advisory vote to approve the compensation of our Named Executive Officers;
• to ratify the appointment of Deloitte & Touche LLP as the company's independent registered public accounting firm for 2020;
• to consider two shareholder proposals, if presented at the meeting; and
• to transact such other business as may properly come before the meeting or any adjournments thereof.

Holders of record of our common and preferred stock at the close of business on March 16, 2020 will be entitled to vote at the meeting.

We are monitoring developments regarding the coronavirus or COVID-19, including protocols that federal, state and local governments have imposed. We are sensitive to the health and safety concerns related to this ongoing pandemic and our top priority is to protect the health and well-being of our shareholders, employees and the general public. In the event we determine it is necessary or appropriate to hold the meeting by remote communication, we will announce this decision in advance, and details will be posted on our company website and filed with the Securities and Exchange Commission.

By Order of the Board of Directors

Katherine R. Kelly
Vice President, Associate General Counsel
and Corporate Secretary

Dated: March 25, 2020

YOUR VOTE IS IMPORTANT

Regardless of the number of shares you own, your vote is important. If you do not attend the Annual Meeting to vote in person, your vote will not be counted unless a proxy representing your shares is presented at the meeting. To ensure that your shares will be voted at the meeting, please vote in one of these ways:

(1) Go to www.proxyvote.com and vote via the Internet;
(2) Call the toll free telephone number (800) 690-6903 (this call is toll-free in the United States); or
(3) Mark, sign, date and promptly return the enclosed proxy card in the postage-paid envelope.

If you do attend the Annual Meeting, you may revoke your proxy and vote by ballot.
Notice of Change of Location of Annual Meeting of Shareholders To Be Held on Tuesday, May 5, 2020

Due to the ongoing developments related to the coronavirus or COVID-19, including protocols that federal, state and local governments have imposed, to protect the health and well-being of our shareholders, directors, employees and the public, NOTICE IS HEREBY GIVEN that the location of the 2020 Annual Meeting of Shareholders (the “Annual Meeting”) has been changed and will be conducted solely online by remote communication, in a virtual only format. The Annual Meeting will still be held at on May 5, 2020, at 10:00 a.m.

As described in the proxy materials for the Annual Meeting, stockholders of record as of March 16, 2020, the record date, are entitled to participate in the Annual Meeting. To be admitted to the Annual Meeting, you will need to visit www.virtualshareholdermeeting.com/BMY2020 and enter the 16-digit control number included on your Important Notice Regarding the Availability of Proxy Materials, on your proxy card, or on the instructions that accompanied your proxy materials. Guests may join the Annual Meeting in a listen-only mode, but they will not have the option to vote shares or ask questions during the virtual meeting.

Once admitted, you may submit questions, vote or view our list of shareholders during the Annual Meeting by following the instructions that will be available on the meeting website. You may log into the meeting platform beginning at 9:50 a.m. Eastern Time on May 5, 2020. To submit a question before the meeting, visit www.proxyvote.com with your 16-digit control number and select the “Submit a Question for Management” option. To submit a question during the meeting, visit www.virtualshareholdermeeting.com/BMY2020, enter your 16-digit control number and type your question into the “Ask a Question” field and click “Submit.” The company will provide direct and specific information to shareholder proponents on how they can present their shareholder proposals during the meeting.

The proxy card included with the proxy materials previously distributed will not be updated to reflect the change in location and may continue to be used to vote your shares in connection with the Annual Meeting. If you encounter any difficulties accessing the Annual Meeting during the check-in or meeting time, please call the technical support number that will be posted on the meeting log in page. Technical support will be available beginning at 9:30 a.m. Eastern Time on May 5, 2020 and will remain available until the meeting has ended.

By Order of the Board of Directors

Katherine R. Kelly
Vice President, Associate General Counsel
and Corporate Secretary

Dated: April 14, 2020