Exhibit 10.19  
FORM OF DISTRIBUTION AGREEMENT1  
THIS DISTRIBUTION AGREEMENT (this “Agreement”) is dated as of [•]2, by and between:  
(A) [Please delete as appropriate, for APAC: MWB Shelfco 65 Pte. Ltd. / for LATAM: [Berra Operations LLC and MWB 41 Sàrl] / for EMEA: MWB 41 Sàrl ([for LATAM only: together] “Supplier”); and  
(B) [For APAC: Becton Xxxxxxxxx Holdings Pte. Ltd. / For LATAM: Becton, Xxxxxxxxx and Company for the Products exported to the Territories by Becton, Xxxxxxxxx and Company and BD Switzerland Sàrl for the Products exported to the Territories by BD Switzerland Sàrl / For EMEA: BD Switzerland Sàrl] ([for LATAM only: each (as applicable for the relevant Products)]“Distributor”).  
Supplier and Distributor may each be referred to herein individually as a “Party” and collectively as the “Parties.”  
RECITALS  
WHEREAS, in connection with the transactions contemplated by the Separation and Distribution Agreement, the Parties contemplate that during the Term (as defined herein), Distributor will be appointed as a distributor of Supplier to support certain commercial operations of the SpinCo Business as it relates to the Products (as defined herein) in each Territory until (i) Governmental Approvals required to distribute the Products in such Territory are obtained and order-to-cash processes and other services of the SpinCo Business for such Territory are migrated to an alternative commercial arrangement between the Parties, or (ii) the services of the SpinCo Business for such Territory are transitioned to a third-party distributor or to an independent infrastructure of Supplier, in each case in accordance with the terms and conditions set forth herein (the “”).