

Avery Dennison Corp  
Form 4  
May 03, 2017

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
**BARKER PETER K**

(Last) (First) (Middle)  
  
207 GOODE AVENUE  
  
(Street)

GLENDALE, CA 91203

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Avery Dennison Corp [AVY]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/01/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

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 Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 05/01/2017                           |  | M                              | 859   | A \$ 83.42  | 23,317   | D                                 |
| Common Stock                    | 05/01/2017                           |  | M                              | 746   | A \$ 83.42  | 24,063   | D                                 |
| Common Stock                    | 05/01/2017                           |  | M                              | 640   | A \$ 83.42  | 24,703   | D                                 |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |              | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                 |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|--------------|---|-----------------|--------------|----------------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D)          | Date Exercisable  | Expiration Date | Title        | Amount or Number of Shares |
| 2014 Director RSU Award                    | \$ 0   | 05/01/2017                           |  | M                              |   |  | 859<br>(1)   | 05/01/2015  | 05/01/2017      | Common Stock | 859                        |
| 2015 Director RSU Award                    | \$ 0   | 05/01/2017                           |  | M                              |   |  | 746<br>(2)   | 05/01/2016  | 05/01/2018      | Common Stock | 746                        |
| 2016 Director RSU Award                    | \$ 0   | 05/01/2017                           |  | M                              |   |  | 640<br>(3)   | 05/01/2017  | 05/01/2019      | Common Stock | 640                        |
| 2017 Director RSU Award                    | \$ 0   | 05/01/2017                           |  | A                              |   |  | 1,678<br>(4) | 05/01/2018  | 05/01/2018      | Common Stock | 1,678                      |
| Common Stock Units - DDECP                 | \$ 0   |                                      |  |                                |   |  |              | 08/08/1988  | 08/08/1988      | Common Stock | 26,354                     |

## Reporting Owners

| Reporting Owner Name / Address                           | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| BARKER PETER K<br>207 GOODE AVENUE<br>GLENDALE, CA 91203 | X             |           |         |       |

## Signatures

/s/ Erica Perry POA for Peter K Barker  
05/03/2017

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 reflect the vesting of the third tranche of restricted stock units granted on May 1, 2014.

(2) Shares reflect the vesting of the second tranche of restricted stock units granted on May 1, 2015.

(3) Shares reflect the vesting of the first tranche of restricted stock units granted on May 1, 2016.

(4) The restricted stock units vest on the first anniversary of the grant date. Each restricted stock unit represents a contingent right to receive one share of Avery Dennison Corporation common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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