SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this bo | ox if no longer subject to |
|----------------|----------------------------|
| Section 16. F | orm 4 or Form 5 |
| obligations m | ay continue. See |
| Instruction 1(| b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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| 1. Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol S. Relationship of Reporting Person(s) to Issuer REED DEBRA L AVERY DENNISON CORPORATION [AVY] MVERY DENNISON CORPORATION [AVY] S. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) S. Date of Earliest Transaction (Month/Day/Year) Officer (give title Other (specify below) Other (specify below) 8330 CENTURY PARK CT. S. Ante of Earliest Transaction (Month/Day/Year) S. Individual or Joint/Group Filing (Check Applicable) (Street) SAN DIEGO CA 92123 A. If Amendment, Date of Original Filed (Month/Day/Year) S. Individual or Joint/Group Filing (Check Applicable) (City) (State) (Zip) Verson Form filed by One Reporting Person Form filed by More than One Reporting Person Person Form filed Security (Instr 3) 2 Transaction 2 Transaction A Deemed A Securities Acquired (Applicable) | | | | 01 50 | | | inputly Act of 1940 | | | | |
|---|-----------|-----|---------------|----------------|-------------------|----------------|---------------------|--------|--------------------------------------|------------------|----------|
| (Last) (Inst) (Inst) | | 1 0 | erson* | AVE | RY DENNIS | 0 | | (Check | all applicable) Director | 10% (| Dwner |
| (Street) SAN DIEGO CA 92123 Ime) X Form filed by One Reporting Person (City) (State) (Zip) Form filed by More than One Reporting Person Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | () | (Middle) | | | ction (Month/I | Day/Year) | | below) | below |) |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | SAN DIEGO | | | 4. If Ar | nendment, Date of | Original Filed | (Month/Day/Year) | Line) | Form filed by On Form filed by Mo | e Reporting Pers | son |
| | | | Table I - Nor | 1-Derivative S | Securities Acq | uired, Dis | 1 | | Owned | 6 Ownershin | 7 Nature |

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Transaction Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | Securities Beneficially Owned Following | (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--|-----------------------------|---|---|---------------|-------|--|-----------------------------------|---|---|
| | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (1150.4) | l |

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

| | (3 , P , , - , - , - , - , | | | | | | | | | | | | | | |
|---|---|--|---|------------------------------|---|--------|-----|--|--------------------|---|--|---|--|--|--|
| 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. Transa Code (8) | | of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Common Stock Units | \$0 | 06/30/2010 | | A ⁽¹⁾ | | 652.94 | | 08/08/1988 | 08/08/1988 | Common Stock | 652.94 | \$0 | 1,797.72 | I | DDECP |

Explanation of Responses:

1. Stock units were acquired by the reporting person pursuant to the Avery Dennison Corporation Non-Employee Director Deferred Equity Compensation Program ("DDECP") in transactions exempt under Rules 16a-11 and 16b-3(d).

By: Irene Marquard For: Debra 07/01/2010

L. Reed

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** Signature of Reporting Person Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.