SEC Form 4

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

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

1. Name and Address of Reporting Person* KRESA KENT			2. Issuer Name and Ticker or Trading Symbol <u>AVERY DENNISON CORPORATION</u> [(Chec	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			AVY]		Director	10% Owner			
(Last) (First) (Middle) 9601 WILSHIRE BLVD., STE. 580		(Middle)			Officer (give title below)	Other (specify below)			
		. ,	3. Date of Earliest Transaction (Month/Day/Year)		,	,			
		TE. 580	12/17/2008						
(Street)	СА		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Ind Line)	ndividual or Joint/Group Filing (Check Applicable e)				
BEVERLY HILLS		90210		X	Form filed by One Re	porting Person			
					Form filed by More than One Reporting Person				
(City)	(State)	(Zip)							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

1. Title of Security (Instr. 3) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 2A. Deemed 7. Nature of 2. Transaction 5. Amount of 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) Transaction Indirect Beneficial Date Execution Date Securities Code (Instr. 8) Beneficially Owned Following (Month/Day/Year) if any (Month/Day/Year) Ownership Reported Transaction(s) (Instr. 4) (A) or (D)

Code

v

Amount

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. Transa Code (8)				re Expiration Date (Month/Day/Year) i (A) sed str.		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
Common Stock Units	\$ <mark>0</mark>	12/17/2008		A ⁽¹⁾		2,125.15		08/08/1988	08/08/1988	Common Stock	2,125.15	\$0	23,637.444	Ι	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: Kent <u>Kresa</u>

Price

(Instr. 3 and 4)

12/18/2008

** 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.