SEC Form 4

FORM 4

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

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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Sullivan Martha N.	Avery Dennison Corp [AVY]	X Director ☐ 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/01/2019	☐ Officer (give title below) ☐ Other (specify below)
207 GOODE AVENUE		
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
GLENDALE CA 91203		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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/01/2019		M		641	A	$109.63	11,668	D	
Common Stock	05/01/2019		M		1,336	A	$109.63	13,004	D	

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 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				
2016 Director RSU Award	$0	05/01/2019		M			641[1]	05/01/2017	05/01/2019	Common Stock	641	$0	0	D	
2018 Director RSU Award	$0	05/01/2019		M			1,336	05/01/2019	05/01/2019	Common Stock	1,336	$0	0	D	
2019 Director RSU Award	$0	05/01/2019		A		1,414[2]		05/01/2020	05/01/2020	Common Stock	1,414	$0	1,414	D	
Common Stock Units - DDECP	$0							08/08/1988	08/08/1988	Common Stock	9,633.3228		9,633.3228	I	Common Stock - DDECP

Explanation of Responses:

1. Shares reflect the vesting of the third tranche of restricted stock units granted on May 1, 2016.
2. Each restricted stock unit represents a contingent right to receive one share of Avery Dennison Corporation common stock.

/s/ Vikas Arora POA for Martha N Sullivan	05/02/2019
** Signature of Reporting Person	Date