

Avery Dennison Corp
Form 4
August 19, 2015

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Miller Susan C

(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)

08/17/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Senior VP, Gen Counsel & Secty

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/17/2015		M	V Amount (A) or (D) Price 10,302 A \$ 59.465	11,675	D	
Common Stock	08/17/2015		S	5,110 D \$ 64.5	6,565	D	
Common Stock	08/17/2015		S	2,079 D \$ 64.51	4,486	D	
Common Stock	08/17/2015		S	198 D \$ 64.52	4,288	D	
Common Stock	08/17/2015		S	100 D \$ 64.525	4,188	D	

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Common Stock	08/17/2015	S	2,615	D	\$ 64.53	1,573	D	
Common Stock	08/17/2015	S	200	D	\$ 64.54	1,373	D	
Common Stock	08/17/2015	M	18,895	A	\$ 31.665	20,268	D	
Common Stock	08/17/2015	S	16,162	D	\$ 64.5	4,106	D	
Common Stock	08/17/2015	S	100	D	\$ 64.505	4,006	D	
Common Stock	08/17/2015	S	735	D	\$ 64.51	3,271	D	
Common Stock	08/17/2015	S	595	D	\$ 64.53	2,676	D	
Common Stock	08/17/2015	S	1,303	D	\$ 64.54	1,373	D	
Common Stock						10,450.4197	I	EVDRP
Common Stock						3,412	I	Trust
Common Stock (Savings Plan)						653.6159	I	Savings Plan

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

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(9-02)

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares

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Employee

Stock

Option
(Right to
Buy)

\$ 59.465

08/17/2015

M

10,302

12/01/2006⁽¹⁾

12/01/2015

Common
Stock

10,3

Employee

Stock

Option
(Right to
Buy)

\$ 31.665

08/17/2015

M

18,895

02/26/2011⁽²⁾

02/26/2020

Common
Stock

18,8

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Miller Susan C 207 GOODE AVENUE GLENDALE, CA 91203			Senior VP, Gen Counsel & Secty	

Signatures

/s/ Erica Perry POA for Susan C.
Miller

08/19/2015

__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) Options are exercisable in four cumulative installments of 25% each year beginning on the first anniversary date of the grant, which is the date given.
- (2) Options are exercisable in four cumulative installments of 25% each year beginning on the first anniversary date of the grant, which is the date given .

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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