

VAN SCHOONENBERG ROBERT G  
 Form 4  
 December 09, 2008

**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 \*  
 VAN SCHOONENBERG ROBERT G

2. Issuer Name and Ticker or Trading Symbol  
 AVERY DENNISON CORPORATION [AVY]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 150 NORTH ORANGE GROVE BOULEVARD  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/08/2008

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Exec.VP/Chief Legal Off.

PASADENA, CA 91103

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting 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) | 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                    | 12/08/2008                           |  | M                              |   |   | 7,884  | A   | Ⓟ  | 30,946  | D          |              |
| Common Stock                    | 12/08/2008                           |  | M                              |   |   | 425    | A   | Ⓟ  | 31,371  | D          |              |
| Common Stock                    | 12/08/2008                           |  | F                              |   |   | 2,971  | D   | \$ 28.365  | 28,400  | D          |              |
| Common Stock                    |                                      |  |                                |   |   |        |   |  | 4,419.18  | I          | SHARE Plan   |
| Common Stock                    |                                      |  |                                |   |   |        |   |  | 5,875.003   | I          | Savings Plan |

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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 Securities (Instr. 3 and 4) | 8. P... Der... Sec... (Ins... |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title   | Amount or Number of Shares    |
| Dividend Equivalent Rights                 | (2)  | 12/08/2008                           |  | M                              | 425   | (2) (2)  | Common Stock  | 425                           |
| Employee Restricted Stock Units            | (1)  | 12/08/2008                           |  | M                              | 7,884   | (3) (3)  | Common Stock  | 7,884                         |

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

VAN SCHOONENBERG ROBERT G  
150 NORTH ORANGE GROVE BOULEVARD  
PASADENA, CA 91103

Exec.VP/Chief Legal Off.

## Signatures

By: Irene Marquard For: Robert G. van Schoonenberg

12/09/2008

\_\_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) Each restricted stock unit represents a contingent right to receive one share of Avery Dennison Corporation common stock together with a number of shares of "dividend equivalents" equal in value to the amount of dividends paid on each share of common stock.

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- (2) Settlement of dividend equivalent rights in connection with vesting of restricted stock units. The rights accrued when and as dividends were paid on the common stock. Each dividend right represents the right to receive one share of common stock.
- (3) The restricted stock units vested on the date shown in column 3.

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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