SECURITIES AND EXCHANGE COMMISSION

# FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: 2025-03-04 | Period of Report: 2025-03-01 SEC Accession No. 0001127602-25-008059

(HTML Version on secdatabase.com)

# **REPORTING OWNER**

## Walker Ignacio J

CIK:1823327 Type: 4 | Act: 34 | File No.: 001-07685 | Film No.: 25707648

## ISSUER

#### Avery Dennison Corp

CIK:**8818**| IRS No.: **951492269** | State of Incorp.:**DE** | Fiscal Year End: **1228** SIC: **2670** Converted paper & paperboard prods (no contaners/boxes) Mailing Address 8080 NORTON PARKWAY MENTOR OH 44060

Business Address 8080 NORTON PARKWAY MENTOR OH 44060 440-534-6000

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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Addres Walker Ignacio		n <u>*</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Avery Dennison Corp</u> [AVY]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2025	X Officer (give title Other (specify belo below) SVP and Chief Legal Officer				
8080 NORTON P	ARKWAY							
MENTOR, OH 44	(Street) 4060		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing (Check applicable line) X_ 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)	(Month/Day/ Year)						5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr. 4)		
Common Stock	03/01/2025		M		391	Α	\$187.06	7,473	D		
Common Stock	03/01/2025		<u>F</u>		116	D	\$187.06	7,357	D		
Common Stock	03/01/2025		M		436	A	\$187.06	7,793	D		
Common Stock	03/01/2025		<u>F</u>		108	D	\$187.06	7,685	D		
Common Stock	03/01/2025		M		361	A	\$187.06	8,046	D		
Common Stock	03/01/2025		<u>F</u>		88	D	\$187.06	7,958	D		
Common Stock	03/01/2025		M		268	A	\$187.06	8,226	D		
Common Stock	03/01/2025		<u>F</u>		66	D	\$187.06	8,160	D		
Common Stock	03/01/2025		M		772	Α	\$187.06	8,932	D		
Common Stock	03/01/2025		<u>F</u>		188	D	\$187.06	8,744	D		
Common Stock (Savings Plan)								574.7805	Ι	Savings Plan	

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

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1. Title of	2.	3.	3A.	4.	5. Number	6. Date Exercisable and	7. Title and Amount	8. Price	9. Number of	10.	11. Nature
Derivative	Conversion	Transaction	Deemed	Transaction	of Derivative	Expiration Date (Month/Day/	of Securities	of	Derivative	Ownership	of Indirect
Security	or Exercise	Date (Month/	Execution	Code	Securities	Year)	Underlying	Derivative	Securities	Form of	Beneficial
(Instr. 3)	Price of	Day/Year)	Date, if	(Instr. 8)	Acquired (A)		Derivative Security	Security	Beneficially	Derivative	Ownership
	Derivative		any		or Disposed		(Instr. 3 and 4)	(Instr. 5)	Owned	Security:	(Instr. 4)
	Security		(Month/		of (D) (Instr.				Following	Direct (D)	
			Day/		3, 4, and 5)				Reported	or Indirect	
			Year)								

			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)	(I) (Instr. 4)	
2025 MSU Award	\$ 0	03/01/2025	A		1,745		03/01/2026 (1)	03/01/2029	Common Stock	1,745	<b>\$</b> 0	1,745	D	
2025 PU Award	\$ 0	03/01/2025	A		1,816		03/01/2028 (2)	03/01/2028	Common Stock	1,816	<b>\$</b> 0	1,816	D	
2021 MSU Award	\$ 0	03/01/2025	M			391	03/01/2022 <sup>(<u>3</u>)</sup>	03/01/2025	Common Stock	391	<b>\$</b> 0	0	D	
2022 MSU Award	\$ 0	03/01/2025	M			436	03/01/2023 <sup>(<u>4</u>)</sup>	03/01/2026	Common Stock	436	<b>\$</b> 0	450	D	
2023 MSU Award	\$ 0	03/01/2025	M			361	03/01/2024 <sup>(<u>5</u>)</sup>	03/01/2027	Common Stock	361	<b>\$</b> 0	729	D	
2024 MSU Award	\$ 0	03/01/2025	M			268	03/01/2025 (6)	03/01/2028	Common Stock	268	<b>\$</b> 0	851	D	
2022 PU Award	\$ 0	03/01/2025	M			772	03/01/2025 (7)	03/01/2025	Common Stock	772	\$ 0	0	D	

#### **Explanation of Responses:**

- 1. Market-leveraged stock units (MSUs) vest 25% over one-, two-, three- and four-year performance periods, with the number of shares paid on each vesting date based on our absolute total stockholder return. Each MSU represents a contingent right to receive one share of common stock, plus dividend equivalents accrued during the vesting period.
- 2. Performance units (PUs) vest, at the end of fiscal year 2027, provided certain performance objectives are met as determined by the Compensation Committee in February 2028. Each PU represents a contingent right to receive one share of common stock.
- 3. Shares reflect the vesting of the fourth tranche of MSUs granted in February 2021 at 128% of target based on our absolute total stockholder return in excess of 10% during the 2021-2024 performance period, plus dividend equivalents accrued during the period.
- 4. Shares reflect the vesting of the third tranche of MSUs granted in March 2022 at 92% of target based on our absolute total stockholder return during the 2022-2024 performance period, plus dividend equivalents accrued during the period.
- 5. Shares reflect the vesting of the second tranche of MSUs granted in March 2023 at 96% of target based on our absolute total stockholder return during the 2023-2024 performance period, plus dividend equivalents accrued during the period.
- 6. Shares reflect the vesting of the first tranche of MSUs granted in March 2024 at 93% of target based on our absolute total stockholder return during the 2024 performance period, plus dividend equivalents accrued during the period.
- 7. Shares reflect the vesting of PUs granted in March 2022 at 50% of target, based 50% on our cumulative economic value added of 0% of target and 50% on our capped relative total stockholder return of 100% of target.

#### Signatures

<u>/s/ Vikas Arora, attorney-in-fact for Ignacio J. Walker</u> \*\* Signature of Reporting Person <u>03/04/2025</u> 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.

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