Edgar Filing: Nolan Donald A - Form 4/A

Nolan Dona Form 4/A	lld A									
December 2	2, 2008									
FORM	ЛЛ	STATES					E COMMISSIO		PPROVAL 3235-0287	
Check this box Washington, D.C. 20549								Number:	January 31,	
if no longer STATEMENT OF CHANCES IN RENEFICIAL OWNERSHIP OF								Expires:	2005	
subject to Section 16. Form 4 or								Estimated burden hou response	urs per	
Form 5 obligatio may cor <i>See</i> Instr 1(b).	ons Section 17(a) of the F	Public U	Itility Hol	ding Co		nge Act of 1934, of 1935 or Section 1940	on		
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> Nolan Donald A			2. Issuer Name and Ticker or Trading Symbol AVERY DENNISON			Trading	5. Relationship of Reporting Person(s) to Issuer			
				ORATIO			(Check all applicable)			
			3. Date of Earliest Transaction				Director 10% Owner X Officer (give title Other (specify			
8080 NOR' BLDG. 22		(Month/Day/Year) 03/03/2008			below) below) Group VP, Roll Materials					
	4. If Amendment, Date Original Filed(Month/Day/Year) 03/03/2008			al	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 					
MENTOR,	OH 44060		0010012				Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution I any	Date, if	3. Transactio Code (Instr. 8)	Disposed	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Re	port on a separate line	e for each cla	uss of sec	urities bene	-	-	-			
					inforr requi	nation con red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tab	le II - Deriv	ative Sec	curities Acq	uired, Dis	sposed of, or	· Beneficially Owned	1		

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5.1	Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactionof	Derivative	Expiration Date	Underlying Securities	Deriv

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securitie Acquire (A) or Dispose (D) (Instr. 3, and 5)	d d of	(Month/Day	'Year)	(Instr. 3 and	4)	Secu (Inst
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Restricted Stock Units	(1)	03/03/2008		A	6,000		(2)	(2)	Common Stock	6,000	¢,
Reporting Owners											
Reporting Owner Name / Address				Relations	hips						

Officer

Group VP, Roll Materials

Other

Nolan Donald A 8080 NORTON PARKWAY, BLDG. 22 MENTOR, OH 44060

Signatures

By: Irene Marquard For: Donald A. Nolan	12/22/2008
**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).

Director 10% Owner

- (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.
- (2) The restricted stock units vest on the third anniversary of the grant date shown in column 3. If the reporting person's employment is terminated for cause or voluntarily terminated prior to that date, the restricted stock units will be forfeited.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.