DIXON DIANE B

Form 5

February 11, 2009

FORM 5

OMB APPROVAL

OMB

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

3235-0362 Number: January 31, Expires:

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

2005 Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL burden hours per **OWNERSHIP OF SECURITIES**

response... 1.0

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Add DIXON DIAN	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 150 N. ORAN	Director10% Owner Officer (give title Other (specify below)		
	6. Individual or Joint/Group Reporting (check applicable line)		
150 N. ORAN	below) below) Sr. VP, Corp.Comm. 6. Individual or Joint/Group F		

PASADENA, CAÂ 91103

X Form Filed by One Reporting Person Form Filed by More than One Reporting

	(City)	(State)	(Zip) Tabl	e I - Non-Deri	ivative Secu	rities A	Acquir	ed, Disposed of	or Beneficiall	y Owned
S	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) (A) or		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Common Stock	12/31/2008	Â	<u>J(1)</u>	Amount 116.999	(D)	Price \$ 0	,	I	SHARE Plan
	Common Stock	12/31/2008	Â	J <u>(2)</u>	737.891	A	\$0	3,777.223	I	Savings Plan
	Common Stock	Â	Â	Â	Â	Â	Â	38	D	Â
	Common Stock	Â	Â	Â	Â	Â	Â	834.956	I	by Trust

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (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)	Expiration Date ve (Month/Day/Year) es d		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Units	\$ 0	12/31/2008	Â	J <u>(3)</u>	52.1 Â	08/08/1988	08/08/1988	Common Stock	52.1

Reporting Owners

Reporting Owner Name / Address						
	Director	10% Owner	Officer	Other		
DIXON DIANE B						

150 N. ORANGE GROVE BLVD

PASADENA, Â CAÂ 91103

Â Â Sr. VP, Corp.Comm. & Adv.

Relationshins

Signatures

By: Irene Marquard For: Diane B. 02/11/2009 Dixon

> **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) Shares purchased under the Company's SHARE Plan in transactions exempt under Rule 16b-3(c)
- (2) Shares purchased under the Company's Employee Savings Plan in transactions exempt under Rule 16b-3(c)
- Includes stock units acquired upon the reinvestment of dividend equivalents under the Avery Capital Accumulation Plan ("CAP") in a transaction exempt under Rule 16a-11

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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