

Miller Susan C
Form 3
March 03, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Miller Susan C | | (Month/Day/Year) | AVERY DENNISON CORPORATION [AVY] | |
| (Last) | (First) | (Middle) | 03/01/2008 | |
| 150 N. ORANGE GROVE BLVD. | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| PASADENA,Â CAÂ 91103 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Senior VP and General Counsel | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 500 | D | Â |
| Common Stock | 1,099.568 | I | SHARE Plan |
| Common Stock | 2,396.277 | I | Savings Plan |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|---------------------------------|--|--|---------------|--------------|----------------------------------|
|---------------------------------|--|--|---------------|--------------|----------------------------------|

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| (Instr. 4) | Date Exercisable | Expiration Date | Derivative Security (Instr. 4) Title | Amount or Number of Shares | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|--------------------------------------|---------------------------|-----------------|---|----------------------------|--|--|----------------------|
| Employee Stock Option (Right to Buy) | 12/03/2002 | 12/03/2008 | Common Stock | 750 | \$ 45.1875 | D | Â |
| Employee Stock Option (Right to Buy) | 12/07/2001 ⁽¹⁾ | 12/07/2010 | Common Stock | 3,250 | \$ 50.72 | D | Â |
| Employee Stock Option (Right to Buy) | 02/28/2009 ⁽¹⁾ | 02/28/2018 | Common Stock | 35,035 | \$ 52.115 | D | Â |
| Employee Stock Option (Right to Buy) | 12/07/2001 ⁽¹⁾ | 12/07/2010 | Common Stock | 3,250 | \$ 54.0313 | D | Â |
| Employee Stock Option (Right to Buy) | 12/04/2004 ⁽¹⁾ | 12/04/2013 | Common Stock | 5,700 | \$ 55.55 | D | Â |
| Employee Stock Option (Right to Buy) | 12/06/2002 ⁽¹⁾ | 12/06/2011 | Common Stock | 10,000 | \$ 55.705 | D | Â |
| Employee Stock Option (Right to Buy) | 12/02/2000 ⁽¹⁾ | 12/02/2009 | Common Stock | 3,200 | \$ 59.1563 | D | Â |
| Employee Stock Option (Right to Buy) | 09/02/2014 ⁽²⁾ | 12/02/2014 | Common Stock | 13,600 | \$ 59.185 | D | Â |
| Employee Stock Option (Right to Buy) | 12/01/2006 ⁽¹⁾ | 12/01/2015 | Common Stock | 10,302 | \$ 59.465 | D | Â |
| Employee Stock Option (Right to Buy) | 12/05/2003 ⁽¹⁾ | 12/05/2012 | Common Stock | 6,000 | \$ 62.87 | D | Â |
| Employee Stock Option (Right to Buy) | 12/07/2007 ⁽¹⁾ | 12/07/2016 | Common Stock | 9,545 | \$ 67.795 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Miller Susan C 150 N. ORANGE GROVE BLVD. PASADENA, CA 91103 | Â | Â | Â Senior VP and General Counsel | Â |

Signatures

By: Irene Marquard For: Susan C. Miller
03/03/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Option vests nine years and nine months from the date of grant, but becomes eligible for accelerated vesting beginning three years from the date of grant, if the Company meets certain pre-established performance criteria.

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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