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

STATEMENT	OF CHANGE	S IN BENEFICIAL	<b>OWNERSHIP</b>

	OMB APPF	ROVAL					
	OMB Number:	3235-0287					
	Estimated average bu	rden					
1	hours ner resnonse.	0.5					

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  RICH JONATHAN D						2. Issuer Name and Ticker or Trading Symbol BERRY GLOBAL GROUP INC [ BERY ]									ionship of Reporting F all applicable) Director		Perso	10% Owner		
(Last) (First) (Middle) 101 OAKLEY STREET				Date 8/07/2		Tran	saction	(Mont	h/Day/Year)		X	below)	give title  Executive	Chai	Other (s below) irman	pecify				
(Street) EVANSV		N State)	47710 (Zip)		4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								Indiv ne) X						
Table I - Non-Deriv  1. Title of Security (Instr. 3)  2. Transactic Date (Month/Day/					action	on 2A. Deemed Execution Date,				of, or Beneficially ( Acquired (A) or f (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership				
								Code	v	Amount	(A) or (D)	Price		Transact	eported ansaction(s) nstr. 3 and 4)			(Instr. 4)		
Common Stock			08/07	7/2017				M		116,093	A	\$6.1	12 341		,443 D		D			
Common Stock (			08/07	7/2017				D <sup>(1)</sup>		116,093	D	\$57.517	.73 <sup>(2)</sup> 225		,350		D			
Common Stock 08/08			3/2017	)17			M		105,515	A	\$6.1	.12 330		,865		D				
Common Stock 08/08/20			3/2017	)17		D <sup>(1)</sup>		105,515	D	\$57.245	.2452 <sup>(3)</sup> 22		5,350		D					
			Table	II - Deri (e.g.	vative ., puts	e Sec s, cal	urities Is, warr	Acc	uired s, opt	l, Dis	sposed of, , converti	or Ber ble sec	neficiall urities)	y Oı	wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution I if any (Month/Day	on Date,	4. Transa Code ( 8)				6. Date Exer Expiration D (Month/Day/		ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)	
					Code	v	(A)	(D)	Date Exerci	isable	Expiration Date	Title	Amount or Number of Share	ber		Transaction(s) (Instr. 4)		<u>'</u>		
Employee Stock Option (Right to Buy)	\$6.12	08/07/2017			М		116,093		(4	1)	10/03/2020	Common Stock	116,09	3	\$0	3,015,84	40	D		
Employee Stock Option (Right to	\$6.12	08/08/2017			M		105,515		(4	1)	10/03/2020	Common Stock	105,51	.5	\$0	2,910,32	25	D		

## **Explanation of Responses:**

Buy)

- 1. Sale pursuant to trading plan meeting the requirements of SEC Rule 10b5-1 adopted by the reporting person on May 24, 2017.
- 2. Weighted average from 49 transactions with prices ranging from \$57.30 to \$57.66 per share. Upon request by the Commission Staff, the issuer, or a security holder of the issuer, the reporting person will undertake to provide full information regarding the number of shares purchased at each separate price.
- 3. Weighted average from 71 transactions with prices ranging from \$56.97 to \$57.55 per share. Upon request by the Commission Staff, the issuer, or a security holder of the issuer, the reporting person will undertake to provide full information regarding the number of shares purchased at each separate price.
- 4. Granted under the 2006 Equity Incentive Plan. Option vest on each of the first five anniversaries of the date of grant, subject to the terms and conditions of the plan and award agreement.

Jason K. Greene, as attorney-in-08/09/2017 fact

\*\* Signature of Reporting Person

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.

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 Number.