SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

l		JVAL							
	OMB Number:	3235-0287							
	Estimated average burden								
	hours per response:	0.5							

6. Ownership

7. Nature

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* <u>Hill Michael Edward</u>			2. Issuer Name and Ticker or Trading Symbol BERRY GLOBAL GROUP, INC. [BERY]	(Check	ationship of Reporting Pers (all applicable) Director	10% Owner					
(Last) C/O 101 OAKL	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 06/16/2023	X	Officer (give title below) President	Other (specify below)					
(Street) EVANSVILLE	IN	47710	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication X Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See In	ule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										

4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 2. Transaction 2A. Deemed 1. Title of Security (Instr. 3) 3. 5. Amount of Execution Date, Transaction Code (Instr. Securities Date (Month/Day/Ve

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (Instr.		Disposed Of (D) (Instr. 3, 4 and 5)				Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	06/16/2023		М		10,910	Α	\$21	10,910	D	
Common Stock	06/16/2023		S		10,910	D ⁽²⁾	\$64.13 ⁽³⁾	0	D	
Common Stock	06/16/2023		М		14,000	Α	\$28.75	14,000	D	
Common Stock	06/16/2023		S		14,000	D ⁽²⁾	\$64.13 ⁽³⁾	0	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned nute calle warrante convertible s 10 0 onti

			(e.g.,	puts, c	calls	5, Wa	arrants	s, options,	, converti	ble seci	irities)				
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. Transac Code (li 8)		of Deri Sec Acq (A) Disp of (I	oosed D) tr. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		Expiration Date Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$21	06/16/2023		М			10,910	(1)	11/26/2023	Common Stock	10,910	\$0	295,068	D	
Employee Stock Option (Right to Buy)	\$28.75	06/16/2023		М			14,000	(1)	11/25/2024	Common Stock	14,000	\$0	281,068	D	

Explanation of Responses:

1. Granted under the 2012 Equity Incentive Plan. Options 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.

2. Sale pursuant to a trading plan meeting the requirements of SEC Rule 10b5-1 adopted by the reporting person on April 24, 2023.

3. Weighted average from 35 transactions with prices ranging from \$63.50 to \$64.55 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.



06/19/2023

Date

** Signature of Reporting Person

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

 \ast 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.