

CALLAWAY GOLF CO
Form 4
April 19, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN 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 *
Boezeman Alex Mitchell

(Last) (First) (Middle)
2180 RUTHERFORD ROAD
(Street)

CARLSBAD, CA 92008

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CALLAWAY GOLF CO [ELY]

3. Date of Earliest Transaction
(Month/Day/Year)
04/17/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Managing Director, East Asia

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. 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) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price (A) or (D) | | |
| Common Stock | 04/17/2017 | | M | | 54,810 (1) | A | \$ 7.85 158,950 D |
| Common Stock | 04/17/2017 | | S | | 54,810 (1) | D | \$ 11.75 104,140 D |
| Common Stock | 04/18/2017 | | M | | 1,473 (1) | A | \$ 7.85 105,613 D |
| Common Stock | 04/18/2017 | | S | | 1,473 (1) | D | \$ 11.75 104,140 D |
| Common Stock | 04/18/2017 | | M | | 23,458 (1) | A | \$ 7.53 127,598 D |

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| | | | | | | | |
|--------------|------------|---|---------------|---|----------|---------|---|
| Common Stock | 04/18/2017 | S | 23,458 (1) | D | \$ 11.75 | 104,140 | D |
| Common Stock | 04/18/2017 | M | 34,010 (1) | A | \$ 7.51 | 138,150 | D |
| Common Stock | 04/18/2017 | S | 34,010 (1) | D | \$ 11.75 | 104,140 | D |
| Common Stock | 04/18/2017 | M | 87,069 (1) | A | \$ 6.52 | 191,209 | D |
| Common Stock | 04/18/2017 | S | 87,069 (1) | D | \$ 11.75 | 104,140 | D |

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

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SEC 1474
(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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | Am or Num of S | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------|----------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Am or Num of S |
| Non-Qualified Stock Option (right to buy) | \$ 7.85 | 04/17/2017 | | M | 54,810 | 01/29/2012 | 01/29/2019 | Common Stock | 54 |
| Non-Qualified Stock Option (right to buy) | \$ 7.85 | 04/18/2017 | | M | 1,473 | 01/29/2012 | 01/29/2019 | Common Stock | 1, |
| Non-Qualified Stock Option (right to buy) | \$ 7.53 | 04/18/2017 | | M | 23,458 | 01/28/2013 | 01/28/2020 | Common Stock | 23 |
| Non-Qualified Stock Option (right to buy) | \$ 7.51 | 04/18/2017 | | M | 34,010 | 01/27/2014 | 01/27/2021 | Common Stock | 34 |
| Non-Qualified Stock Option (right to buy) | \$ 6.52 | 04/18/2017 | | M | 87,069 | 02/01/2016 | 02/01/2023 | Common Stock | 87 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Boezeman Alex Mitchell 2180 RUTHERFORD ROAD CARLSBAD, CA 92008 | | | Managing Director, East Asia | |

Signatures

/s/ Brian P. Lynch Attorney-in-Fact for Alex Mitchell Boezeman under a Limited Power of Attorney dated May 12, 2015.

04/19/2017

__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) The reported transactions occurred pursuant to the terms of a trading plan agreement entered into on February 10, 2017. The trading plan agreement is intended to comply with Rule 10b5-1(c) under the Securities Exchange Act of 1934.

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.