## SEC Form 4

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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

# OMB APPROVAL

OMB Number:	3235-0287							
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1. Name and Address of Reporting Person <sup>*</sup> Lynch Brian P.			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>CALLAWAY GOLF CO</u> [ ELY ]		tionship of Reporting Pe all applicable) Director	erson(s) to Issuer 10% Owner
(Last) 2180 RUTHER	(First) FORD ROAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/08/2016	- x	Officer (give title below) SVP, G.C. & Cor	Other (specify below) TP Secretary
(Street) CARLSBAD	СА	92008	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Fili Form filed by One Re Form filed by More th	porting Person
(City)	(State)	(Zip)	erivative Securities Acquired, Disposed of, or Bene		Person	

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date,		iction Instr.	4. Securities Acquired (A) or Disposed Of (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 (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	<ul> <li>Reported Transaction(s) (Instr. 3 and 4)</li> </ul>		(1130.4)

#### 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. Transa Code ( 8)		of		Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security curity (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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	02/08/2016		A		17,959		(2)	02/08/2019	Common Stock	17,959	\$0.00	17,959 <sup>(3)</sup>	D	

#### **Explanation of Responses:**

1. Each restricted stock unit represents a contingent right to receive one share of common stock.

2. These restricted stock units are scheduled to vest as follows: 1/3 of the restricted stock units vest on February 8, 2017; 1/3 of the restricted stock units vest on February 8, 2018; and 1/3 of the restricted stock units vest on February 8, 2019.

3. Represents only the restricted stock units granted on February 8, 2016 and does not include restricted stock units with different vesting terms.

#### **Remarks:**

## /s/ Brian P. Lynch

\*\* Signature of Reporting Person

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.

02/09/2016

Date