

Hill Michael Edward
Form 3
December 20, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *

Â Hill Michael Edward

(Last) (First) (Middle)

101 OAKLEY STREET

(Street)

EVANSVILLE,Â INÂ 47710

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

12/17/2018

3. Issuer Name and Ticker or Trading Symbol

BERRY GLOBAL GROUP INC [BERY]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
President

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

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

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

0

D Â

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

SEC 1473 (7-02)

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 control number.

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	10/03/2022	Common Stock	1,000	\$ 16	D	Â
Employee Stock Option (Right to Buy)	Â (1)	11/26/2023	Common Stock	12,000	\$ 21	D	Â
Employee Stock Option (Right to Buy)	Â (1)	11/25/2024	Common Stock	14,000	\$ 28.75	D	Â
Employee Stock Option (Right to Buy)	Â (2)	02/12/2026	Common Stock	32,000	\$ 29.59	D	Â
Employee Stock Option (Right to Buy)	Â (2)	02/07/2027	Common Stock	20,000	\$ 49.53	D	Â
Employee Stock Option (Right to Buy)	Â (2)	02/09/2028	Common Stock	16,000	\$ 54.33	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hill Michael Edward 101 OAKLEY STREET EVANSVILLE, IN 47710	Â	Â	Â President	Â

Signatures

Jason K. Greene as attorney
in fact 12/20/2018

__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) Granted under the 2012 LTIP. 20% of the total number of shares covered by the Option vest and are exercisable on the 1st, 2nd, 3rd, 4th and 5th anniversary of the Grant Date.
- (2) Granted under the 2015 LTIP. 20% of the total number of shares covered by the Option vest and are exercisable on the 1st, 2nd, 3rd, 4th and 5th anniversary of the Grant Date.

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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