SEC Form 4

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 CHANGES IN BENEFICIAL OWNERSHIP
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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 APPR	OVAL					
OMB Number:	3235-0287					
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1. Name and Addres <u>Saunders Barr</u>	1 0	1*	2. Issuer Name and Ticker or Trading Symbol <u>SONOCO PRODUCTS CO</u> [SON]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) (Middle) ONE NORTH SECOND ST P O BOX 160		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/14/2018	X	Officer (give title below) Sr VP, CFC	Other (specify below)		
(Street) HARTSVILLE (City)	SC (State)	29551-0160 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	idual or Joint/Group Filing (Form filed by One Report Form filed by More than 0 Person	ing Person		

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

	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(Instr. 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)		5. Number of Derivative Securities Acquired (A) of (D) (Instr. 3, 4 and 5) 6. Date Exercisable and Expiration Date (Month/Day/Year) 6. Date Exercisable (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 6. Date Exercisable and Figure 2. Date Exercisable and Expiration Date (Month/Day/Year) 6. Date Exercisable and Figure 2. Date Ex		Derivative Securities Acquired (A) or Disposed of (D) (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr.		Expiration Date		7. Title an of Securit Underlyin Derivative (Instr. 3 ar	ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	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		(Instr. 4)																																																																												
Restricted Stock Units	\$0.0000 ⁽¹⁾	02/14/2018		Α		6,277		02/14/2019 ⁽²⁾	02/14/2028	Common Stock	6,277	\$0.0000	6,277	D																																																																											
Restricted Stock Units II	\$0.0000 ⁽¹⁾	02/14/2018		A		432		(3)	(3)	Common Stock	432	\$0.0000	1,971	D																																																																											
Restricted Stock Units II	\$0.0000 ⁽¹⁾	02/14/2018		F			15 ⁽⁴⁾	(3)	(3)	Common Stock	15	\$50.83	1,956	D																																																																											
Stock Appreciation Right	\$50.83	02/14/2018		Α		45,802		02/14/2019 ⁽⁵⁾	02/08/2028	Common Stock	45,802	\$0.0000	45,802	D																																																																											

Explanation of Responses:

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

2. The restricted stock units vest beginning one year from date of grant in three annual installments of 33%, 33% and 34%.

3. The restricted stock units vest on 4/15/2014. Vested shares will be paid to the reporting person six months following retirement or termination of service.

4. Each share of Restricted Stock Unit is the equivalent of one share of Sonoco Products Company common stock. The shares were cashed out to account for withholding taxes.

5. SAR units vest beginning one year from date of grant in three annual installments of 33%, 33% and 34%.

<u>By: 1</u>	Eliza	beth I	R. Ki	remei	-	
Powe	er of	Attor	ney	for B	arry	L.
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Saunders

** Signature of Reporting Person Date

02/16/2018

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.