Laverty David A Form 4 January 19, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

Number: 3235-0287

January 31,

Expires: 2005
Estimated average

0.5

burden hours per response...

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Check this box

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(b).

See Instruction

1. Name and Address of Reporting Person <u>*</u> Laverty David A

2180 RUTHERFORD ROAD

(Street)

(State)

2. Issuer Name **and** Ticker or Trading Symbol

CALLAWAY GOLF CO [ELY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Senior VP, Operations

Issuer

(Last)

(City)

(First)

(Middle)

(7:m)

3. Date of Earliest Transaction

(Month/Day/Year)

___ Director _____ 10% Owner

01/14/2011

__X_ Officer (give title ____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

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

X Form filed by One Reporting Person ___ Form filed by More than One Reporting

Person

CARLSBAD, CA 92008

(City)	(State) (A	Table Table	I - Non-Do	erivative S	Securi	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of	2. Transaction Date	3.	4. Securities Acquired			5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transactio	Transaction(A) or Disposed of			Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(D)			Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
				(A)		Reported Transaction(s)			
					or		(Instr. 3 and 4)		
			Code V	Amount	(D)	Price	(msu: 5 und 1)		
Common	01/14/2011		M	8,158	A	\$ 0	10,567 (3)	D	
Stock	01/14/2011		171	(1) (2)	11	ΨΟ	10,507 <u>~</u>	D	
Common				3,433		\$			
Stock	01/14/2011		F	(4)	D	8.12	7,134	D	
Stock				<u> </u>		0.12			
Common	01/18/2011		S(5)	4,725	D	\$	2,409	D	
Stock	01/10/2011		3 <u>~</u>	4,723	ט	8.11	2,403	D	

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

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number.

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. Transactic Code (Instr. 8)	5. Number of orDerivative 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0 (6)	01/14/2011		M	8,158.34 (1)	<u>(7)</u>	<u>(7)</u>	Common Stock	8,158.34

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Laverty David A 2180 RUTHERFORD ROAD CARLSBAD, CA 92008

Senior VP, Operations

Signatures

/s/ Brian P. Lynch Attorney-in-Fact for David A. Laverty under a Limited Power of Attorney dated July 26, 2006.

01/19/2011

**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) Reflects the vesting of a prior restricted stock unit grant, which was previously reported on a Form 4 and additional restricted stock units accrued as a result of dividend equivalent rights paid by the Company pursuant to the terms of the grant.
- (2) Reflects a deduction for cash paid in lieu of fractional shares upon the settlement of the restricted stock units in shares of common stock.
- (3) The amount of securities beneficially owned includes the reporting person's acquisition in exempt transactions of 6 shares of common stock acquired through dividend reinvestment since the date these holdings were last reported.
- (4) The 3,433 shares reported in this line item represent the number of shares of common stock withheld by the Company to satisfy tax withholding requirements in connection with the vesting of the restricted stock unit.
- (5) The reported transactions were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 30, 2009 and amended on May 7, 2010.
- (6) Each restricted stock unit represents a contingent right to receive one share of common stock.
- (7) The restricted stock unit vested in full on January 14, 2011.
- (8) The reporting person is the holder of other Restricted Stock Units as follows: 15,143.85 restricted stock units are scheduled to vest on January 29, 2012.

Reporting Owners 2

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