SEC Form 4
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## 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

OMB APPROVAL
OMB Number: 3235-0287
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0.5

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(b) of the Investment Company Act of 1940

			of Section 30(n) of the investment company Act of 1940					
1. Name and Addr	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol CALLAWAY GOLF CO [ ELY ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>Rao Varsha Rajendra</u>			t ,	X	Director	10% Owner		
(Last) 2180 RUTHER	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/25/2022		Officer (give title below)	Other (specify below)		
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) CARLSBAD	CA	92008		X	Form filed by One Re	porting Person		
	CA	92000	_		Form filed by More the Person	an One Reporting		
(City)	(State)	(Zip)						
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)	xecution Date, Transaction f any Code (Instr.		Disposed Of (D) (Instr. 3, 4 and			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported 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 3. Transaction Date 8. Price of Derivative 11. Nature of Indirect Execution Date, if any 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 9. Number of 10. Conversion Expiration Date Transaction Amount of Ownership derivative of (Month/Dav/Year) Security (Instr. 3) Code (Instr. 8) Derivative (Month/Day/Year) Security (Instr. 5) or Exercise Securities Securities Form: Beneficial Price of Derivative Underlying Derivative Security (Month/Day/Year) Securities Beneficially Direct (D) Ownership Acquired (A) or Disposed of (D) (Instr. 3, 4 Owned Following (Instr. 4) or Indirect (I) (Instr. 4) Security (Instr. 3 and 4) Reported Transaction(s) (Instr. 4) and 5) Amount Number Expiration Date of Code v (A) (D) Exercisable . Date Title Shares Restricted Commo Stock (1) 05/25/2022 A 5,984 (2) (2) 5,984 \$0.00 5,984<sup>(3)</sup> D Stock Units

Explanation of Responses:

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

2. The RSUs were granted on May 25, 2022 and vest in full on the first anniversary of the grant date.

3. Represents only the RSUs granted on May 25, 2022 and does not include RSUs with different vesting terms

## **Remarks:**

/s/ Sarah Kim Attorney-in-Fact

for Varsha Rajendra Rao under<br/>a Limited Power of Attorney<br/>dated March 15, 2022.05/25/2022

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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.