

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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	
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1. Name and Address of Reporting Person * <u>Thomas Jennifer L.</u> (Last) (First) (Middle) 2180 RUTHERFORD ROAD (Street) CARLSBAD CA 92008 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CALLAWAY GOLF CO [ELY]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) Chief Accounting Officer
	3. Date of Earliest Transaction (Month/Day/Year) 01/30/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V				

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. Transaction Code (Instr. 8)		5. Number of Derivative 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (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		Date Exercisable	Expiration Date						Title
Performance Stock Unit	(1)	01/30/2020 ⁽²⁾		A		5,839	(2)	(2)	Common Stock	5,839	\$0.00	9,734 ⁽³⁾	D	
Performance Stock Unit	(1)	01/30/2020 ⁽⁴⁾		A		1,152	(4)	(4)	Common Stock	1,152	\$0.00	3,073 ⁽⁵⁾	D	
Performance Stock Unit	(1)	01/30/2020 ⁽⁶⁾		A		844	(6)	(6)	Common Stock	844	\$0.00	844 ⁽⁷⁾	D	

Explanation of Responses:

- Each Performance Stock Unit ("PSU") represents a contingent right to receive one share of common stock, subject to the achievement of applicable performance criteria.
- On February 6, 2017, the Reporting Person was granted PSUs, the vesting of which is subject to the achievement of certain performance criteria. On January 30, 2020, the Compensation and Management Succession Committee of the Board of Directors (the "Compensation Committee") determined that 5,839 PSUs were earned as result of the achievement of such performance criteria. Such PSUs converted to time-based units that will vest on the third anniversary of the grant date, subject to continued employment through such date.
- Represents the aggregate number of PSUs originally granted on February 6, 2017 that have been earned as a result of the achievement of the applicable performance criteria.
- On February 9, 2018, the Reporting Person was granted PSUs, the vesting of which is subject to the achievement of certain performance criteria. On January 30, 2020, the Compensation Committee determined that 1,152 PSUs were earned as a result of the achievement of such performance criteria. Such PSUs converted to time-based units that will vest on the third anniversary of the grant date subject to continued employment through such date.
- Represents the aggregate number of PSUs originally granted on February 9, 2018 that have been earned as a result of the achievement of the applicable performance criteria.
- On February 8, 2019, the Reporting Person was granted PSUs, the vesting of which is subject to the achievement of certain performance criteria. On January 30, 2020, the Compensation Committee determined that 844 PSUs were earned as a result of the achievement of such performance criteria. Such PSUs converted to time-based units that will vest on the third anniversary of the grant date subject to continued employment through such date.
- Represents the aggregate number of PSUs originally granted on February 8, 2019 that have been earned as a result of the achievement of the applicable performance criteria.

Remarks:

/s/ Sarah Kim Attorney-in-Fact for Jennifer L. Thomas under a Limited Power of Attorney dated February 1, 2019. 01/31/2020

** Signature of Reporting Person Date

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.