## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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Instruction 1(b).	

FORM 4

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

				. ,									
1. Name and Addre	ss of Reporting Perso	'n		r Name and Ticker			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Lynch Brian	P.		CALI	LAWAY GOI	<u>_F CO</u> [ E	LY	Check	Director	10% C	Jwner			
								Officer (give title		(specify			
(1+)	(Einet)	(8.4:-1-11-)					X	below)	below				
(Last) (First) (Middle)				of Earliest Transac	tion (Month/Da	ay/Year)							
2180 RUTHERFORD ROAD			02/12/2	2021					, CFO				
(Street)			4 If Am	endment, Date of C	riginal Filed (I	Anth/Day/Vaar)	6 Indivi	dual or Joint/Group I	Tiling (Chook Apr	oliophlo Lino)			
CARLSBAD	СА	92008	4. II AIIR	enument, Date of C	nginai Fileu (i	wonth/Day/rear)	X	Form filed by One	0.	,			
	0.11	2000						3					
								Form filed by More	than One Repo	rting Person			
(City)	(State)	(Zip)											
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3) 2. Trans Date				2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect			

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (Instr.					Following	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/12/2021		М		5,205(1)	Α	<b>\$0.00</b> <sup>(2)</sup>	80,016	D	
Common Stock	02/12/2021		F		2,810(3)	D	\$29.93	77,206	D	
Common Stock								6,575	I	By Family Trust

	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)		Dispose	ve	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	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				
Restricted Stock Units	\$0.00 <sup>(2)</sup>	02/12/2021		М			5,205.39 <sup>(1)</sup>	(4)	(4)	Common Stock	5,205.39	\$0.00	10,409.78 <sup>(5)</sup>	D	
Restricted Stock Units	<b>\$0</b> .00 <sup>(6)</sup>	02/12/2021		Α		12,304		(7)	(7)	Common Stock	12,304	\$0.00	12,304 <sup>(8)</sup>	D	

## Explanation of Responses:

1. Represents the number of shares of common stock issued upon the vesting of restricted stock units ("RSUs") plus the number of shares of common stock accrued with respect to such vested portion of the RSUs as a result of dividend equivalent rights paid by the Company pursuant to the terms of the award. The number of shares reported on Table 1 does not include the fractional shares, which were paid in cash upon settlement.

2. RSUs convert into common stock on a one-for-one basis.

3. Represents the number of shares of common stock withheld by the Company to satisfy tax withholding requirements in connection with the RSU vesting.

4. The RSUs were granted on February 12, 2020 and vest in three equal annual installments beginning on the first anniversary of the grant date.

5. Represents only the unvested portion of the RSUs granted on February 12, 2020 plus the number of shares of common stock accrued with respect to such unvested portion of the RSUs as a result of dividend equivalent rights to be paid by the Company pursuant to the terms of the award and does not include other RSUs with different vesting terms.

 $6. \ Each RSU \ represents a \ contingent \ right to receive \ one \ share \ of \ common \ stock.$ 

7. These RSUs are scheduled to vest as follows: 1/3 of the RSUs vest on February 12, 2022; 1/3 of the RSUs vest on February 12, 2023; and 1/3 of the RSUs vest on February 12, 2024.

8. Represents only the RSUs granted on February 12, 2021 and does not include RSUs with different vesting terms.

Remarks:

<u>(s/ Sarah Kim Attorney-in-Fact</u> <u>for Brian P. Lynch under a</u> <u>Limited Power of Attorney dated</u> <u>February 1, 2019.</u> \*\* Signature of Reporting Person Date

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

 $^{\star}$  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.

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