

BEMIS CO INC
Form 4
May 27, 2005

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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. Name and Address of Reporting Person *
CURLER JEFFREY H

(Last) (First) (Middle)

SUITE 2300, 222 S. 9TH ST.

(Street)

MINNEAPOLIS, MN 55402-4099

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BEMIS CO INC [BMS]

3. Date of Earliest Transaction (Month/Day/Year)
05/26/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 | Amount | (D) | Price |
| Common Stock | | | | | 606,940 | D | |
| Common Stock | 03/31/2005 | | J | | 370 | A | ① |
| Common Stock | | | | | 95,520 | I | ② |
| Common Stock | | | | | 300,000 | I | ③ |
| | | | | | | | 1/6th interest - Limited Partnership Family |

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| | | | | | | | | |
|--------------|------------|---|--------|---|----------|---------|------------------|--|
| Common Stock | 05/26/2005 | S | 17,905 | D | \$ 27.34 | 272,500 | I ⁽⁴⁾ | Trust ⁽³⁾ Trustee Parental Trust |
| Common Stock | 05/26/2005 | G | 8,000 | D | \$ 27.34 | 264,500 | I ⁽⁴⁾ | Trustee Parental Trust |

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

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SEC 1474
(9-02)

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 Underlying Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|-------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount of Underlying Security |
| Common Stock | <u>(5)</u> | 01/01/2001 | | A | 88,756 | 12/31/2005 ⁽⁷⁾ | 12/31/2005 | Common Stock | 88,756 |
| Common Stock | <u>(5)</u> | 01/01/2002 | | A | 37,957 | 12/31/2006 ⁽⁸⁾ | 12/31/2006 | Common Stock | 37,957 |
| Common Stock | <u>(5)</u> | 01/02/2003 | | A | 62,540 | 12/31/2007 ⁽⁹⁾ | 12/31/2007 | Common Stock | 62,540 |
| Common Stock | <u>(5)</u> | 01/28/2004 | | A | 106,000 | 12/31/2008 ⁽¹⁰⁾ | 12/31/2008 | Common Stock | 106,000 |
| Common Stock | <u>(5)</u> | 01/01/2005 | | A | 123,000 | 12/31/2009 ⁽¹¹⁾ | 12/31/2009 | Common Stock | 123,000 |
| Common Stock | \$ 16.1563 | 02/22/1996 | | A | 90,864 | <u>(12)</u> | 02/22/1996 | Common Stock | 90,864 |
| Common Stock | \$ 22.4375 | 10/07/1997 | | A | 150,000 | <u>(12)</u> | 10/07/2007 | Common Stock | 150,000 |
| Common Stock | \$ 18.8125 | 01/01/1999 | | A | 43,352 | <u>(12)</u> | 12/31/2008 | Common Stock | 43,352 |
| Common Stock | \$ 17.4375 | 01/01/2000 | | A | 61,126 | <u>(12)</u> | 12/31/2009 | Common Stock | 61,126 |
| | \$ 18.8125 | 05/03/2000 | | A | 200,000 | <u>(12)</u> | 05/03/2010 | | 200,000 |

| Common Stock | | | | | | | Common Stock |
|--------------|------------|------------|---|---------|------|------------|------------------|
| Common Stock | \$ 16.7813 | 01/01/2001 | A | 122,146 | (12) | 12/31/2010 | Common Stock 122 |
| Common Stock | \$ 24.59 | 01/01/2002 | A | 53,872 | (12) | 12/31/2011 | Common Stock 53 |
| Common Stock | \$ 24.815 | 01/02/2003 | A | 82,282 | (13) | 12/31/2012 | Common Stock 82 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CURLER JEFFREY H SUITE 2300 222 S. 9TH ST. MINNEAPOLIS, MN 55402-4099 | X | | CEO | |

Signatures

J J Seifert Power of Attorney
Date: 05/27/2005

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) No price necessary for Edgar Filing - Company 401(k) Plan.
- (2) Reporting Person is Trustee of Trust for one Dependent Child.
Reporting Person has an undivided 1/6th interest in a Limited Partnership Family Trust which was established December 2000.
- (3) Reporting Person disclaims beneficial ownership of Bemis Common Stock held by the Family Limited Partnership except to the extent of his 1/6th interest.
- (4) Reporting Person is Trustee for Parental Trust.
- (5) Security converts to Common Stock on a one-for-one basis on date of conversion.
- (6) Will know price on the date of conversion..
Award under Bemis Time Accelerated Restricted Stock Appreciation Program (TARSAP) exempt under Rule 16b-3: Grant to Reporting Person of right to receive stock as of December 31, 2005, or if certain performance targets were met by the Company on December 31, 2003. Performance targets were met resulting in a payout of shares on January 28, 2004, leaving right to receive 88,756 shares.
- (8) Award under Bemis Time Accelerated Restricted Stock Appreciation Program (TARSAP) exempt under Rule 16b-3: Grant to Reporting Person of right to receive stock as of December 31, 2006, or if certain performance targets are met by the Company on December 31, 2004. Performance targets were met resulting in a payout on February 2, 2005, leaving right to receive 37,957 shares.
- (9) Award under Bemis Time Accelerated Restricted Stock Appreciation Program (TARSAP) exempt under Rule 16b-3: Grant to Reporting Person of right to receive stock as of December 31, 2007, or if certain performance targets are met by the Company on December 31, 2005.
- (10) Award under Bemis Time Accelerated Restricted Stock Appreciation Program (TARSAP) exempt under Rule 16b-3: Grant to Reporting Person of right to receive stock as of December 31, 2008, or if certain performance targets are met by the Company on December 31, 2006.

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- Award under Bemis Time Accelerated Restricted Stock Appreciation Program (TARSAP) exempt under Rule 16b-3: Grant to Reporting
- (11) Person of right to receive stock as of December 31, 2009, or if certain performance targets are met by the Company on December 31, 2007.
 - (12) Stock Option (right to buy) pursuant to Stock Option Plan exempt under Rule 16b-3: Option presently exercisable.
 - (13) Stock Option (right to buy) pursuant to Stock Option Plan exempt under Rule 16b-3: Options exercisable in three increments of 33 percent on the first, second and third anniversary date of grant.
 - (14) Will know the price on the date of exercise.

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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