

O SHAUGHNESSY ROGER D

Form 4

January 18, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
O SHAUGHNESSY ROGER D

(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)
01/14/2006

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)

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 Ownership (Instr. 4)
Common Stock	01/14/2006		P	1,937 A	\$ 28.92	1,937	D

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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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)**

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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 Underlying Security (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Common Stock	\$ 18.6719	10/30/1997		A		10,000		10/30/2007 ⁽¹⁾	10/30/2007	Common Stock	10,000
Common Stock	⁽³⁾	05/02/2003		A		1,968		05/02/2006 ⁽⁴⁾	05/02/2006	Common Stock	1,968
Common Stock	⁽³⁾	05/06/2004		A		1,648		05/06/2007 ⁽⁶⁾	05/06/2007	Common Stock	1,648
Phantom Stock	⁽⁷⁾	12/31/1998		A		959.883		⁽⁸⁾	⁽⁸⁾	Phantom Stock	959.883
Phantom Stock	⁽⁷⁾	12/31/1999		A		1,146.011		⁽⁸⁾	⁽⁸⁾	Phantom Stock	1,146.011
Phantom Stock	⁽⁷⁾	12/31/2000		A		1,166.627		⁽⁸⁾	⁽⁸⁾	Phantom Stock	1,166.627
Phantom Stock	⁽⁷⁾	12/31/2001		A		1,111.699		⁽⁸⁾	⁽⁸⁾	Phantom Stock	1,111.699
Phantom Stock	⁽⁷⁾	12/31/2002		A		890.049		⁽⁸⁾	⁽⁸⁾	Phantom Stock	890.049
Phantom Stock	⁽⁷⁾	12/31/2003		A		977.317		⁽⁸⁾	⁽⁸⁾	Phantom Stock	977.317
Phantom Stock	⁽⁷⁾	12/31/2004		A		324.94		⁽⁸⁾	⁽⁸⁾	Phantom Stock	324.94
Phantom Stock	⁽⁷⁾	12/31/2005		A		2,346.721		⁽⁸⁾	⁽⁸⁾	Phantom Stock	2,346.721

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
O SHAUGHNESSY ROGER D SUITE 2300 222 S. 9TH ST. MINNEAPOLIS, MN 55402-4099	X			

Signatures

J J Seifert Power of Attorney 01/18/2006

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) Stock Option (right to buy) granted pursuant to Bemis Director's Stock Option Program exempt under Rule 16b-3: All options now exercisable.
- (2) Will know the price on the date of exercise.
- (3) Security converts to Common Stock on a one-for-one basis on date of conversion.
- (4) Award granted pursuant to 2001 Stock Incentive Plan exempt under Rule 16b-3: Grant to Reporting Person of right to receive stock as of May 2, 2006.
- (5) Will know price on the date of conversion.
- (6) Award granted pursuant to 2001 Stock Incentive Plan exempt under Rule 16b-3: Grant to Reporting Person of right to receive stock as of May 6, 2007.
- (7) Phantom Stock units convert to one share of Common Stock. On date of payout, distribution is made in cash equivalent to value of Phantom Stock units.
- (8) In a single lump sum distribution in January following termination of service as a Director.
- (9) Acquired at various dates from January 1, 1998 to December 31, 1998 at prices ranging from \$33.9375 to \$45.125.
- (10) Acquired at various dates from January 1, 1999 to December 31, 1999 at prices ranging from \$31.9375 to \$38.3125.
- (11) Acquired at various dates from January 1, 2000 to December 31, 2000 at prices ranging from \$31.75 to \$36.5625.
- (12) Acquired at various dates from January 1, 2001 to December 31, 2001 at prices ranging from \$32.1875 to \$49.99.
- (13) Acquired at various dates from January 1, 2002 to December 31, 2002 at prices ranging from \$48.26 to \$56.78.
- (14) Acquired at various dates from January 1, 2003 to December 31, 2003 at prices ranging from \$41.26 to \$46.48.
- (15) Acquired at various dates from January 1, 2004 to December 31, 2004 at prices ranging from \$25.81 to \$27.85.
- (16) Acquired at various dates from January 1, 2005 to December 31, 2005 at prices ranging from \$26.02 to \$30.36.
- (17) For ALL Phantom Stock (combined - listed above, including the 2004 Two-for-One Stock Split) - quarterly dividends increase the amount in Column 5(a) to this total number of derivative securities as of the date of this filing.

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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