

SAWCHUK ARTHUR R
Form 4
October 31, 2007

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 *
SAWCHUK ARTHUR R

(Last) (First) (Middle)

55 EAST CAMPERDOWN WAY

(Street)

GREENVILLE, SC 29601

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
BOWATER INC [BOW]

3. Date of Earliest Transaction
(Month/Day/Year)
10/29/2007

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

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
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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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amo Underlying Secu (Instr. 3 and 4)

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	Derivative Security		Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	An Nu Sh
			Code	V (A) (D)				
Restricted Stock Units	(1)	10/29/2007	D	2,175	(1)	(1)	Common Stock	2
Stock Option (right to buy)	\$ 48.19	10/29/2007	D	20,000	(2)	05/09/2011	Common Stock	2
Stock Option (right to buy)	\$ 52.9	10/29/2007	D	2,000	(2)	01/31/2011	Common Stock	2
Stock Option (right to buy)	\$ 50.8438	10/29/2007	D	2,000	(2)	01/26/2010	Common Stock	2
Stock Option (right to buy)	\$ 40.625	10/29/2007	D	1,500	(2)	01/27/2009	Common Stock	1
Phantom Stock Units (Deferred Compensation Plan)	(7)	10/29/2007	D	1,571.38	(7)	(7)	Common Stock	1,
Exchangeable Shares	(8)	10/29/2007	D	1,577	(8)	(8)	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SAWCHUK ARTHUR R 55 EAST CAMPERDOWN WAY GREENVILLE, SC 29601	X			

Signatures

/s/ Arthur R. Sawchuk 10/31/2007

__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) Assumed by AbitibiBowater in the combination of Bowater Incorporated and Abitibi-Consolidated Inc. (the "Combination"), effected on October 29, 2007, and replaced with restricted stock units representing a contingent right to receive the cash value of an amount of AbitibiBowater common stock equal to the number of shares of Bowater common stock subject to the Restricted Stock Units multiplied by 0.52. AbitibiBowater common stock had a market value of \$36.77 per share on the effective date of the Combination. Each Restricted Stock Unit is the economic equivalent of one share of Bowater common stock and is settled in cash upon the director's ceasing to be an

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outside director of Bowater or other events as specified in the plan.

- (2) These Stock Options are fully exercisable.
- (3) Assumed by AbitibiBowater in the Combination and replaced with stock options to purchase an amount of AbitibiBowater common stock equal to the number of shares of Bowater common stock subject to the Stock Options multiplied by 0.52 for \$92.6731 per share.
- (4) Assumed by AbitibiBowater in the Combination and replaced with stock options to purchase an amount of AbitibiBowater common stock equal to the number of shares of Bowater common stock subject to the Stock Options multiplied by 0.52 for \$101.7308 per share.
- (5) Assumed by AbitibiBowater in the Combination and replaced with stock options to purchase an amount of AbitibiBowater common stock equal to the number of shares of Bowater common stock subject to the Stock Options multiplied by 0.52 for \$97.7765 per share.
- (6) Assumed by AbitibiBowater in the Combination and replaced with stock options to purchase an amount of AbitibiBowater common stock equal to the number of shares of Bowater common stock subject to the Stock Options multiplied by 0.52 for \$78.125 per share.

- Assumed by AbitibiBowater in the Combination and replaced with phantom stock units that are the economic equivalent of an amount of AbitibiBowater common stock equal to the number of shares of Bowater common stock subject to the Phantom Stock Units multiplied by 0.52. Acquired as deferred compensation for the director's annual retainer and meeting fees at a price equal to 95% of the closing price of Bowater common stock on the day of deferral. Each Phantom Stock Unit is the economic equivalent of one share of Bowater common stock and becomes payable, in cash or Bowater common stock, at the election of the director, either (a) as soon as possible after they cease to be an outside director or in a stated number of years thereafter or (b) in either five or ten installments.
- (7)

- Assumed by AbitibiBowater in the Combination, each Exchangeable Share is replaced with 0.52 of a non-voting exchangeable share representing a contingent right to receive a share of AbitibiBowater common stock. Each Exchangeable Share is currently exchangeable (on a 1-for-1 basis) at the option of the holder into Bowater common stock.
- (8)

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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