

ENGELKEMEYER DAVID F
Form 4
January 31, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ENGELKEMEYER DAVID F

2. Issuer Name and Ticker or Trading Symbol
BANTA CORP [BN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
225 MAIN STREET, P. O. BOX
8003

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/29/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Worldwide Operations

MENASHA, WI 54952-8003

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

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

(City) (State) (Zip)

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)
				(A) or (D) Price			
Common Stock	01/29/2006		A	1,153 A \$ 0	3,650	D	

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)

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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 of Underlying Securities (Instr. 3 and 4)
Stock Option	\$ 43.31					01/24/2005 01/24/2015	Common Stock 6,238
Stock Option	\$ 45.95					04/26/2004 04/26/2014	Common Stock 5,493
Stock Option	\$ 46					02/02/2004 02/02/2014	Common Stock 12,000
Stock Option <u>(1)</u>	\$ 50.87	01/29/2006		A	5,653	01/29/2006 ⁽²⁾ 01/29/2016	Common Stock 5,653

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ENGELKEMEYER DAVID F 225 MAIN STREET P. O. BOX 8003 MENASHA, WI 54952-8003			VP, Worldwide Operations	

Signatures

Ronald D. Kneezel, 01/31/2006
 Attorney-in-fact

 **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).
- (2) The option vests as to 33-1/3% of the shares subject thereto on the first anniversary of the grant date, an additional 33-1/3% on the second anniversary of the grant date, and the final 33-1/3% on the third anniversary of the grant date.
- (1) Option Granted to reporting person on January 29, 2006 under the Banta Corporation 2005 Equity Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.