

JAFFY STANLEY A

Form 4

January 04, 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

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Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
JAFFY STANLEY A

(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)
01/02/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	01/03/2006		M	(A) or (D) Amount 2,699 (4) Price \$ 28.61	37,842	D	
Common Stock	03/31/2005		J	140 A (1)	4,605	I	401(k) Plan
Common Stock	06/30/2005		J	103 A (1)	4,708	I	401(k) Plan
Common Stock	09/30/2005		J	91 A (1)	4,799	I	401(k) Plan
Common Stock					11,252	I	By Spouse

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Common Stock 800 I By Children

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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Common Stock	(2)	01/01/2001	01/03/2006	M	4,314	12/31/2005(4) 12/31/2005	Common Stock
Common Stock	(2)	01/01/2002		A	5,480	12/31/2006(5) 12/31/2006	Common Stock
Common Stock	(2)	01/02/2003		A	9,298	12/31/2007(6) 12/31/2007	Common Stock
Common Stock	(2)	01/28/2004		A	16,000	12/31/2008(7) 12/31/2008	Common Stock
Common Stock	(2)	01/01/2005		A	18,000	12/31/2009(8) 12/31/2009	Common Stock
Common stock	(2)	01/02/2006		A	19,000	12/31/2010(9) 12/31/2010	Common Stock
Common Stock	\$ 18.8125	01/01/1999		A	4,768	(10) 12/31/2008	Common Stock
Common Stock	\$ 17.4375	01/01/2000		A	5,626	(10) 12/31/2009	Common Stock
Common Stock	\$ 16.7813	01/01/2001		A	5,936	(10) 12/31/2010	Common Stock
Common Stock	\$ 24.59	01/01/2002		A	7,776	(10) 12/31/2011	Common Stock
Common Stock	\$ 24.815	01/02/2003		A	12,232	(10) 12/31/2012	Common Stock
Phantom Stock	(12)	01/02/2002		A	93.056	(13) (13)	Phantom Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JAFFY STANLEY A SUITE 2300 222 S. 9TH ST. MINNEAPOLIS, MN 55402-4099			Vice President	

Signatures

J J Seifert Power of Attorney 01/04/2006

**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) No price necessary for Edgar Filing - Company 401(k) Plan.
- (2) Security converts to Common Stock on a one-for-one basis on date of conversion.
- (3) Will know price on the date of conversion.
- (4) 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. On January 3, 2006, payout was made with 1,615 shares withheld for tax purposes, leaving right to receive 2,699 shares.
- (5) 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 5,480 shares.
- (6) 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.
- (7) 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.
- (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, 2009, or if certain performance targets are met by the Company on December 31, 2007.
- (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, 2010, or if certain performance targets are met by the Company on December 31, 2008.
- (10) Stock Option (right to buy) pursuant to Stock Option Plan exempt under Rule 16b-3: Options presently exercisable.
- (11) Will know price on date of exercise.
- (12) 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.
- (13) A single lump sum distribution in January 2006.
- (14) Phantom stock quarterly dividends increase the amount in Column 5(a) to this total number 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. 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.