

JAFFY STANLEY A  
Form 4  
January 04, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
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  
 Officer (give title below)  Other (specify below)  
Vice President

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 or Price		
Common Stock	01/03/2006		M		2,699 (4) \$ 28.61	D	
Common Stock	03/31/2005		J		140 (1)	I	401(k) Plan
Common Stock	06/30/2005		J		103 (1)	I	401(k) Plan
Common Stock	09/30/2005		J		91 (1)	I	401(k) Plan
Common Stock						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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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)	Amount of Underlying Security (Instr. 3 and 4)
					V	(A) (D)	Date Exercisable	Expiration Date		
Common Stock	(2)	01/01/2001	01/03/2006	M		4,314	12/31/2005(4)	12/31/2005	Common Stock	4
Common Stock	(2)	01/01/2002		A		5,480	12/31/2006(5)	12/31/2006	Common Stock	5
Common Stock	(2)	01/02/2003		A		9,298	12/31/2007(6)	12/31/2007	Common Stock	9
Common Stock	(2)	01/28/2004		A		16,000	12/31/2008(7)	12/31/2008	Common Stock	16
Common Stock	(2)	01/01/2005		A		18,000	12/31/2009(8)	12/31/2009	Common Stock	18
Common stock	(2)	01/02/2006		A		19,000	12/31/2010(9)	12/31/2010	Common Stock	19
Common Stock	\$ 18.8125	01/01/1999		A		4,768	(10)	12/31/2008	Common Stock	4
Common Stock	\$ 17.4375	01/01/2000		A		5,626	(10)	12/31/2009	Common Stock	5
Common Stock	\$ 16.7813	01/01/2001		A		5,936	(10)	12/31/2010	Common Stock	5
Common Stock	\$ 24.59	01/01/2002		A		7,776	(10)	12/31/2011	Common Stock	7
Common Stock	\$ 24.815	01/02/2003		A		12,232	(10)	12/31/2012	Common Stock	12
Phantom Stock	(12)	01/02/2002		A		93.056	(13)	(13)	Phantom Stock	20

## 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  
Date: 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.  
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.
- (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, 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.
- (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, 2007, or if certain performance targets are met by the Company on December 31, 2005.
- (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, 2008, or if certain performance targets are met by the Company on December 31, 2006.
- (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, 2009, or if certain performance targets are met by the Company on December 31, 2007.
- (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, 2010, or if certain performance targets are met by the Company on December 31, 2008.
- (9) Stock Option (right to buy) pursuant to Stock Option Plan exempt under Rule 16b-3: Options presently exercisable.
- (10) Will know price on date of exercise.
- (11) 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.
- (12) A single lump sum distribution in January 2006.
- (13) Phantom stock quarterly dividends increase the amount in Column 5(a) to this total number as of the date of this filing.
- (14)

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.