

WULF GENE C
Form 4
February 03, 2005

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 *
WULF GENE C

(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)
02/02/2005

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/02/2005		M	529 ⁽⁵⁾	\$ 29.43	D	
Common Stock					10,486	I ⁽¹⁾	401(k) Plan

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

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SEC 1474 (9-02)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock	(2)	01/01/2001		A		15,560		12/31/2005 ⁽⁴⁾	12/31/2005	Common Stock	15,560
Common Stock	(2)	01/01/2002	02/02/2005	M		787		12/31/2006 ⁽⁵⁾	12/31/2006	Common Stock	787
Common Stock	(2)	01/02/2003		A		18,304		12/31/2007 ⁽⁶⁾	12/31/2007	Common Stock	18,304
Common Stock	(2)	01/28/2004		A		32,000		12/31/2008 ⁽⁷⁾	12/31/2008	Common Stock	32,000
Common Stock	(2)	01/01/2005		A		35,000		12/31/2009 ⁽⁸⁾	12/31/2009	Common Stock	35,000
Common Stock	\$ 22.4375	10/07/1997		A		50,000		⁽⁹⁾	10/07/2007	Common Stock	50,000
Common Stock	\$ 18.8125	01/01/1999		A		9,710		⁽⁹⁾	12/31/2008	Common Stock	9,710
Common Stock	\$ 17.4375	01/01/2000		A		12,500		⁽⁹⁾	12/31/2009	Common Stock	12,500
Common Stock	\$ 16.7813	01/01/2001		A		21,414		⁽⁹⁾	12/31/2010	Common Stock	21,414
Common Stock	\$ 24.59	01/01/2002		A		14,176		⁽⁹⁾	12/31/2011	Common Stock	14,176
Common Stock	\$ 24.815	01/02/2003		A		24,082		⁽¹⁰⁾	12/31/2012	Common Stock	24,082

Reporting Owners

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

Signatures

J J Seifert Power of
Attorney

02/03/2005

__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, or if certain performance targets were met by the Company on December 31, 2003. Performance targets were met resulting in a payout on January 28, 2004, leaving right to receive 15,560 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 the payout of 787 shares on February 2, 2005, from which certain shares were withheld for tax purposes, leaving right to receive 9,989 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) Stock Option (right to buy) pursuant to Stock Option Plan exempt under Rule 16b-3: Option presently exercisable.
- (10) Stock Option (right to buy) pursuant to Stock Option Plan exempt under Rule 16b-3: Options exercisable in three increments of 33 percent on the first, second and third anniversary of date of grant.
- (11) Will know price on the date of exercise.

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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