BEMIS CO INC Form 4/A January 16, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

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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

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Austen William F.

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

BEMIS CO INC [BMS]

(First) (Middle) (Last)

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

Director 10% Owner

ONE NEENAH CENTER, 4TH

01/02/2014

X_ Officer (give title Other (specify below)

(Check all applicable)

FLOOR, P.O. BOX 669

Executive Vice President & COO

(Street) 4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year) 01/03/2014

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

NEENAH, WI 54957

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T) (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amo Derivative Conversion (Month/Day/Year) Execution Date, if **Transaction**Derivative **Expiration Date** Underlying Secu Security or Exercise Code Securities (Month/Day/Year) (Instr. 3 and 4) any

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	An or Nu of
Restricted Stock Unit	(1)	01/02/2014		A		33,443 (2)		12/31/2016(3)	12/31/2016	Common Stock	33
Performance Unit	<u>(1)</u>	01/02/2014		A		18,443 (2)		12/31/2016(4)	12/31/2016	Common Stock	18

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Austen William F.

ONE NEENAH CENTER, 4TH FLOOR P.O. BOX 669

Executive Vice President & COO

P.O. BOX 669 NEENAH, WI 54957

Signatures

Sheri H. Edison Power of Attorney 01/16/2014

**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) Each unit represents a right to receive one share of Bemis Common Stock upon vesting.
- (2) This Form 4/A amends the prior filing to correct an administrative error in reporting the number of units granted.
- (3) Grant of Restricted Stock Unit exempt under Rule 16b-3. The units will be vested on December 31, 2016 and will be settled in the form of Bemis Common Stock as soon as administratively possible thereafter.
 - Grant of Performance Based Restricted Stock Unit exempt under Rule 16b-3. The units will be settled in the form of Bemis Common
- (4) Stock if certain performance targets are achieved for the performance period ending December 31, 2016. Settlement is expected to occur following Compensation Committee certification of the performance targets, which is anticipated to occur in February 2017.

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.

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