

Austen William F.  
Form 4  
January 04, 2019

**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 \*  
Austen William F.

2. Issuer Name and Ticker or Trading Symbol  
BEMIS CO INC [BMS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
ONE NEENAH CENTER, 4TH FLOOR, P.O. BOX 669  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
01/02/2019

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President & CEO

NEENAH, WI 54957

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 Indirect Ownership (Instr. 4) |   |                       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|-----------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |  |   |                       |
| Common Stock                    | 01/02/2019                           |  | M                              | V   | 31,334 (1)  | A  | \$ 0 (2) 274,990                           | D |                       |
| Common Stock                    | 01/02/2019                           |  | F                              |   | 13,991  | D  | \$ 45.68 260,999                           | D |                       |
| Common Stock                    |                                      |  |                                |   |   |  | 15,725                                     | I | By Trust For Children |
| Common Stock                    |                                      |  |                                |   |   |  | 15,000                                     | I | By Spouse's GRAT      |
|                                 |                                      |  |                                |   |   |  | 15,000                                     | I | By GRAT               |

Common  
Stock

Common Stock 3,588 I 401(k) Plan

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.** 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 of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |        |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      |        |
| Restricted Stock Unit                      | (2)  | 01/02/2019                           |  | M                              | 31,334  | 12/31/2018   | 12/31/2018  | Common Stock               | 31,334 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                 |       |
|---|---------------|-----------|-----------------|-------|
|   | Director      | 10% Owner | Officer         | Other |
| Austen William F.<br>ONE NEENAH CENTER, 4TH FLOOR<br>P.O. BOX 669<br>NEENAH, WI 54957 | X             |           | President & CEO |       |

## Signatures

Sheri H. Edison Power of Attorney 01/04/2019  
 \*\*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) Settlement of Restricted Stock Units exempt under Rule 16b-3. Settlement of units was made on January 2, 2019 with 13,991 shares withheld for taxes, resulting in the delivery of 17,343 shares to Reporting Person.

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(2) Each unit represents a right to receive one share of Bemis Common Stock upon vesting.

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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