

Penders William
Form 3
February 08, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Penders William

(Last) (First) (Middle)

55 WATER STREET

(Street)

NEW YORK,Â NYÂ 10041

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/08/2006

3. Issuer Name **and** Ticker or Trading Symbol
BOWNE & CO INC [BNE]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer __X__ Other
(give title below) (specify below)
Chief Operating Officer, FP /
President, Bowne International

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

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

20,702.59 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Date Expiration
Exercisable Date

Title Amount or
Number of

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				Shares		(I) (Instr. 5)	
Options to buy Common Stock	Â (2)	12/15/2003	Common Stock	1,600	\$ 9.5313	D	Â
Options to buy Common Stock	Â (2)	12/13/2005	Common Stock	2,000	\$ 10.0938	D	Â
Options to buy Common Stock	Â (3)	11/19/2007	Common Stock	4,000	\$ 18.5313	D	Â
Options to buy Common Stock	Â (4)	12/15/2009	Common Stock	7,500	\$ 12.2188	D	Â
Options to buy Common Stock	Â (5)	12/10/2010	Common Stock	38,100	\$ 8.8438	D	Â
Options to buy Common Stock	Â (5)	12/10/2008	Common Stock	30,000	\$ 12.91	D	Â
Options to buy Common Stock	Â (5)	12/18/2009	Common Stock	22,000	\$ 10.58	D	Â
Options to buy Common Stock	Â (5)	12/30/2010	Common Stock	20,000	\$ 13.855	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Penders William 55 WATER STREET NEW YORK, NY 10041	Â	Â	Â Chief Operating Officer, FP	President, Bowne International

Signatures

William Penders by Scott L. Spitzer under Power of Attorney

02/08/2006

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

The number of shares of Common Stock beneficially owned as of the date reported, including the number of deferred stock units credited to the Reporting Person under Company plans, as permitted under applicable SEC rules, and including Restricted Stock granted under the

- (1) 1999 Incentive Compensation Plan for no-cash consideration in a transaction exempt under Rule 16b-3(d). This Restricted Stock grant will vest by a third on the first three anniversaries of the grant, the to be fully vested in three years. The entire grant will immediately vest upon the grantee's retirement with the approval of the Board of Directors, his permanently disability or death.
- (2) Incentive stock options granted under the Company's 1992 Stock Option Plan. Options became exercisable in 50% increments on the fourth and fifth anniversaries of the grant.
- (3) Incentive Stock Options granted under the Company's 1997 Stock Incentive Plan. Options became exercisable in 25% increments on the first four anniversaries of the grant.
- (4)

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Non-Qualified stock options, granted under the Company's 1999 Incentive Compensation Plan, becoming exercisable in 25% increments on the first four anniversaries of the grant.

- (5) Non-Qualified stock options granted under the Company's 2000 Stock Incentive Plan. Options become exercisable in 50% increments on the first two anniversaries of the grant.

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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