RICHELSEN RAY C

Form 4 April 28, 2005

FORM 4

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

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)

8003

Security

(Instr. 3)

1. Name and Address of Reporting Person * RICHELSEN RAY C

(First) (Last)

(Middle)

225 MAIN STREET, P. O. BOX

(Street)

2. Issuer Name and Ticker or Trading

Symbol

BANTA CORP [BN]

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

04/27/2005

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

(Check all applicable)

X_ Director 10% Owner Other (specify Officer (give title

below)

6. Individual or Joint/Group Filing(Check Applicable Line)

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

Securities

Beneficially

MENASHA, WI 54952-8003

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of

(Month/Day/Year) Execution Date, if

(Month/Day/Year)

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

(Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

or

Owned Following Reported Transaction(s) (Instr. 3 and 4)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership

(Instr. 4) (Instr. 4)

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 3. Transaction Date 3A. Deemed Derivative Conversion (Month/Day/Year) Execution Date, if Security or Exercise any

5. Number of 6. Date Exercisable and TransactionDerivative **Expiration Date** Code Securities (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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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	Amount or Number of Shares
Phantom stock units (1)	\$ 0	04/27/2005		A	522.21	(2)	(2)	Phantom stock units	522.21
Stock Option	\$ 19.1875					10/26/2000	04/26/2010	Common Stock	1,500
Stock Option	\$ 21.375					10/28/1999	04/27/2009	Common Stock	1,500
Stock Option	\$ 24.875					05/01/1999	10/31/2008	Common Stock	4,500
Stock Option	\$ 26					10/25/2001	04/25/2011	Common Stock	3,000
Stock Option	\$ 30.92					10/30/2003	04/30/2013	Common Stock	3,000
Stock Option	\$ 36.71					04/24/2002	04/24/2012	Common Stock	3,000
Stock Option	\$ 45.79					10/28/2004	04/28/2014	Common Stock	3,000
Stock Option (5)	\$ 39.62	04/27/2005		A	3,000	10/27/2005	04/27/2015	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
·r· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other		
RICHELSEN RAY C 225 MAIN STREET P. O. BOX 8003 MENASHA, WI 54952-8003	X					
Cianatura						

Signatures

Ronald D. Kneezel,	04/28/2005		
Attorney-in-fact	04/20/2003		
**Signature of Reporting Person	Date		

Reporting Owners 2

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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).
- (4) Total includes 81.41 phantom shares acquired in May, August, November 2004 and February 2005 through dividend reinvestment at prices ranging from \$39.71-\$44.48 per share.
- (2) The units will be settled in cash following the reporting person's conclusion of service as a director.
- (3) This security converts on a one-for-one basis.
- (1) Award of phantom stock in partial payment of director compensation.
- (5) Option granted to reporting person on April 27, 2005 under the Banta Corporation Equity Incentive Plan.

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.