

BANTA CORP  
Form 4  
April 27, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
DENERO HENRY T

(Last) (First) (Middle)

225 MAIN STREET, P. O. BOX  
8003

(Street)

MENASHA, WI 54952-8003

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
BANTA CORP [BN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/26/2006

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)

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)<br>Code V Amount (D) Price                             |                                                                                               |                                                          |                                   |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 2,300                                                                                         | D                                                        |                                   |

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)**

Edgar Filing: BANTA CORP - Form 4

| 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) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Phantom stock units <sup>(1)</sup>         | \$ 0                                                   | 04/26/2006                           |                                                    | A                              | 225.85                                                                                  | <u>(2)</u> <u>(2)</u>                                    | Phantom stock units 225.85                                    |
| 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                               | \$ 25.375                                              |                                      |                                                    |                                |                                                                                         | 10/23/1997 04/22/2007                                    | Common Stock 1,500                                            |
| 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                               | \$ 31.375                                              |                                      |                                                    |                                |                                                                                         | 10/29/1998 04/28/2008                                    | Common Stock 1,500                                            |
| Stock Option                               | \$ 36.71                                               |                                      |                                                    |                                |                                                                                         | 04/24/2002 04/24/2012                                    | Common Stock 3,000                                            |
| Stock Option                               | \$ 39.62                                               |                                      |                                                    |                                |                                                                                         | 10/27/2005 04/27/2015                                    | Common Stock 3,000                                            |
| Stock Option                               | \$ 45.79                                               |                                      |                                                    |                                |                                                                                         | 10/28/2004 04/28/2014                                    | Common Stock 3,000                                            |
| Stock Option <sup>(4)</sup>                | \$ 50.83                                               | 04/26/2006                           |                                                    | A                              | 3,000                                                                                   | 10/26/2006 04/26/2016                                    | Common Stock 3,000                                            |

## Reporting Owners

| Reporting Owner Name / Address                                                | Relationships |           |         |       |
|-------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                               | Director      | 10% Owner | Officer | Other |
| DENERO HENRY T<br>225 MAIN STREET<br>P. O. BOX 8003<br>MENASHA, WI 54952-8003 |               | X         |         |       |

## Signatures

Ronald. D. Kneezel,  
Attorney-in-fact

04/26/2006

\_\_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).
- (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.
- (4) Option granted to reporting person on April 26, 2006 under the Banta Corporation 2005 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.