

SHEA DAVID

Form 4

November 29, 2010

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SHEA DAVID

(Last) (First) (Middle)

**BOWNE & CO., INC., 55 WATER
STREET**

(Street)

NEW YORK, NY 10041

(City) (State) (Zip)

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

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

11/24/2010

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)

Chairman & CEO

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)
Common Stock	11/24/2010		D	371,945	D 0	D	

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

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information contained in this form are not
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SEC 1474
(9-02)

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

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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 o Number o Shares
Option to buy Common Stock	\$ 8.8438	11/24/2010		D		38,100		<u>(2)</u>	12/12/2010	Common Stock	38,100
Option to buy Common Stock	\$ 4.045	11/24/2010		D		200,000		<u>(3)</u>	12/09/2015	Common Stock	200,000
Option to buy Common Stock	\$ 6.515	11/24/2010		D		100,000		<u>(4)</u>	12/08/2016	Common Stock	100,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHEA DAVID BOWNE & CO., INC., 55 WATER STREET NEW YORK, NY 10041	X		Chairman & CEO	

Signatures

David Shea by Scott Spitzer under Power of Attorney 11/29/2010

__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).
- Pursuant to the merger agreement with R.R. Donnelley & Sons, all shares of Common Stock were cancelled in exchange for the merger consideration of \$11.50 per share.(The "Merger Consideration") and all options to buy Common Stock were cancelled in exchange for the difference between the Merger Consideration and the exercise price of each option.
- (1) Non-Qualified Options granted under the Company's 2000 Stock Incentive Plan. Options were to become exercisable in 50% increments on the first two anniversaries of the grant date of 12/13/2000.
 - (2) Incentive Stock Options granted under the Company's 1999 Incentive Compensation Plan. Options were to become exercisable in 25% increments on the first four anniversaries of the grant date of 12/10/2008.
 - (3)
 - (4)

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Incentive Stock Options granted under the Company's 1999 Incentive Compensation Plan. Options were to become exercisable in 25% increments on the first four anniversaries of the grant date of 12/09/2009.

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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