BOWNE & CO INC
Form 5
February 18, 2003

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

o Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

o Form 3 Holdings Reported

x Form 4 Transactions Reported

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1. Name and Address of Reporting Person*

Schwarz, H. Marshall

(Last) (First) (Middle)

Bowne & Co., Inc.
345 Hudson, 11th Floor

(Street)

New York, NY 10014

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Bowne & Co., Inc. (NYSE: BNE)

3. I.R.S. Identification Number of Reporting Person, if an entity *(Voluntary)*

4. Statement for Month/Year

12/31/02

5. If Amendment, Date of Original *(Month/Year)*

6. Relationship of Reporting Person(s) to Issuer *(Check All Applicable)*

x Director o 10% Owner

o Officer *(give title below)*

7. Individual or Joint/Group Reporting *(Check Applicable Line)*

x Form filed by One Reporting Person

o

o	Other *(specify below)*	Form filed by More than One Reporting Person

* If the form is filed by more than one reporting person, see instruction 4(b)(v).

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 at the End of Issuer's Fiscal Year *(Instr. 3 and 4)*	6. Ownership Form: Direct (D) or Indirect (I) *(Instr. 4)*	7. Nature of Indirect Beneficial Ownership *(Instr. 4)*
				Amount	(A) or (D)	Price			
Common Stock, Par Value $.01 per Share	2/08/02		A	48(1)	A	$11.910		D	
Common Stock, Par Value $.01 per Share	5/10/02		A	38(1)	A	$15.010		D	
Common Stock, Par Value $.01 per Share	8/9/02		A	46(1)	A	$12.600	10,586(1)	D	

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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 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)*	
					(A)	**(D)**
Options to Purchase Common Stock	$12.80	1/1/02		A	2,033	
Options to Purchase Common Stock	$12.80	2/13/02		A	633	
Options to Purchase Common Stock	$12.80	3/7/02		A	281	
Options to Purchase Common Stock	$12.80	3/20/02		A	211	
Options to Purchase Common Stock	$12.80	4/1/02		A	2,033	
Options to Purchase Common Stock	$12.80	4/4/02		A	422	
Options to Purchase Common Stock	$12.80	5/8/02		A	211	
Options to Purchase Common Stock	$12.80	5/30/02		A	281	
Options to Purchase Common Stock	$12.80	7/1/02		A	2,033	
Options to Purchase Common Stock	$12.80	7/22/02		A	281	
Options to Purchase Common Stock	$12.80	7/25/02		A	281	

Options to Purchase Common Stock	$12.80	12/19/02	A	5,000

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

6. Date Exercisable and Expiration Date *(Month/Day/Year)*		7. Title and Amount of Underlying Securities *(Instr. 3 and 4)*		8. Price of Derivative Security *(Instr. 5)*	9. Number of Derivative Securities Beneficially Owned at End of Year *(Instr. 4)*	10. Ownership of Derivative Security: Direct (D) or Indirect (I) *(Instr. 4)*	11. Nature of Indirect Beneficial Ownership *(Instr. 4)*
Date Exercisable	**Expiration Date**	**Title**	**Amount or Number of Shares**				
(2)	12/31/11	Common Stock	2,033	(2)	2,033	D	
(2)	2/12/12	Common Stock	633	(2)	633	D	
(2)	3/6/12	Common Stock	281	(2)	281	D	
(2)	3/19/12	Common Stock	211	(2)	211	D	
(2)	3/31/12	Common Stock	2,033	(2)	2,033	D	
(2)	4/3/12	Common Stock	422	(2)	422	D	
(2)	5/7/12	Common Stock	211	(2)	211	D	
(2)	5/29/12	Common Stock	281	(2)	281	D	
(2)	6/29/12	Common Stock	2,033	(2)	2,033	D	
(2)	7/21/12	Common Stock	281	(2)	281	D	
(2)	7/24/12		281	(2)	281	D	

		Common Stock					
(2)	12/18/12	Common Stock	5,000	(2)	5,000	D	

Explanation of Responses:

(1) 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.

(2) Non-qualified stock options granted under and governed by the Company's 1999 Incentive Compensation Plan, becoming exercisable one year from the date of the grant.

H. Marshall Schwarz	2/15/02
**Signature of Reporting Person	Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.