

BOWNE & CO INC
Form S-8 POS
November 17, 2004

Table of Contents

As filed with the Securities and Exchange Commission on November 17, 2004

Registration No. 033-48831

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Post-Effective Amendment No. 2 to

Form S-8

REGISTRATION STATEMENT

under

THE SECURITIES ACT OF 1933

Bowne & Co., Inc.

(Exact Name of Registrant as Specified in Its Charter)

Delaware	13-2618477
(State or Other Jurisdiction of	(I.R.S. Employer
Incorporation or	Identification Number)
Organization)	

345 Hudson Street

New York, New York 10014

(Address, Including Zip Code, of Registrant's Principal Executive Office)

Bowne & Co., Inc. 1992 Stock Option Plan

(Bowne & Co., Inc. 1999 Incentive Compensation Plan)

(Full Title of the Plan)

Scott L. Spitzer, Esq.

Senior Vice President, General Counsel and Corporate Secretary

Bowne & Co., Inc.

345 Hudson Street

New York, New York 10014

(212) 924-5500

(Name, Address and Telephone Number, Including Area Code, of Agent For Service)

Copy to:

Vincent Pagano, Jr., Esq.

Simpson Thacher & Bartlett
425 Lexington Avenue
New York, New York 10017-3909

Pursuant to a registration statement (the 1992 Registration Statement) on Form S-8 (File No. 033-48831), as amended, Bowne & Co., Inc. (Bowne) registered under the Securities Act of 1933, as amended, shares of Bowne Common Stock, issuable under the Bowne & Co., Inc. 1992 Stock Option Plan (the 1992 Plan). As provided under the Bowne & Co., Inc. 1999 Incentive Compensation Plan (the 1999 Plan) (Form S-8 (333-81639)), shares of Bowne stock remaining available under the 1992 Plan may be reserved and made available for delivery under the 1999 Plan.

This Post-Effective Amendment No. 2 to the 1992 Registration Statement is being filed in connection with the transfer of the remaining 409,550 shares of Bowne Common Stock covered by the 1992 Registration Statement that either had not previously been issued or were not subject to outstanding awards, to the 1999 Plan, which shares are registered hereby.

TABLE OF CONTENTS

SIGNATURES

EXHIBIT INDEX

EX-24: POWER OF ATTORNEY

Table of Contents**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended, Bowne & Co., Inc. has duly caused this Post-Effective Amendment No. 2 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on the 17th day of November, 2004.

BOWNE & CO., INC.

By: /s/ PHILIP E. KUCERA
Philip E. Kucera
Chief Executive Officer and Director

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement has been signed by the following persons in the capacities indicated on the 17th day of November, 2004.

Signature	Title
_____ /s/ *	Chief Executive Officer and Director
_____ Philip E. Kucera /s/ *	Chief Operating Officer, President and Director
_____ David J. Shea /s/ *	Senior Vice President and Chief Financial Officer
_____ C. Cody Colquitt /s/ * .	Chief Accounting Officer, Vice President and Corporate Controller
_____ Richard Bambach Jr. /s/ *	Director
_____ Carl J. Crosetto /s/ *	Director
_____ Douglas B. Fox /s/ *	Director
_____ Gloria M. Portela /s/ *	Director
_____ H. Marshall Schwarz /s/ *	Director
_____ Wendell M. Smith /s/ *	Director

Lisa A. Stanley
/s/ * Director

Vincent Tese
/s/ * Director

Harry Wallaesa

II-1

Table of Contents

Signature	Title
<u>/s/ *</u> Richard R. West	<u>Director</u>

*By power of attorney filed herewith.

/s/ SCOTT L. SPITZER

Scott L. Spitzer
Attorney-in-fact

II-2

Table of Contents

EXHIBIT INDEX

Exhibit Number	Description of Exhibit
24	Power of Attorney

II-3