FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF | CHANGES | IN |
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OMB APPROVAL

3235-0287 Estimated average burden 0.5 hours per response:

S N BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person* BOISE CASCADE CORP [BCC] **GROCE A BEN** Director Officer (give title Other (specify below) X below) 3. Date of Earliest Transaction (Month/Day/Year) (Last) (First) (Middle) Sr. Vice President 07/15/2004 **BOISE CASCADE CORPORATION** 1111 W. JEFFERSON ST. 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) X Form filed by One Reporting Person **BOISE** 83702 ID Form filed by More than One Reporting Person (City) (State) (Zip)

| lable 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) | Transaction Code (Instr. | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | Code | v | Amount (A) or (D) | | Price | Transaction(s) (Instr. 3 and 4) | | (11150.4) | | |
| Common Stock | | | | | | | | 40,664 | D | | | |
| Common Stock | | | | | | | | 51.0848 | I | By 401(k) Plan ⁽¹⁾ | | |
| Preferred Stock | | | | | | | | 545.5064 | I | By ESOP Trust ⁽¹⁾ | | |

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. Transa Code (8) | | 5. Number Derivative Securities Acquired or Disport of (D) (In 3, 4 and | e s I (A) sed str. | 6. Date Exerc Expiration Da (Month/Day/\ | ate | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|---|--------------------------------|--|--------------------|---|-------------------------------------|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | (Instr. 4) | | |
| Stock Option (Right to Buy) | \$24.875 | | | | | | | 07/29/1995 | 07/29/2004 | Common Stock | 12,100 | | 12,100 | D | |
| Stock Option (Right to Buy) | \$43.875 | | | | | | | 07/28/1996 | 07/28/2005 | Common Stock | 12,100 | | 12,100 | D | |
| Stock Option (Right to Buy) | \$31.375 | | | | | | | 07/26/1997 | 07/26/2006 | Common Stock | 12,100 | | 12,100 | D | |
| Stock Option (Right to Buy) | \$36.875 | | | | | | | 07/25/1998 | 07/25/2007 | Common Stock | 15,700 | | 15,700 | D | |
| Stock Option (Right to Buy) | \$28.875 | | | | | | | 07/31/1999 | 07/31/2008 | Common Stock | 16,300 | | 16,300 | D | |
| Stock Option (Right to Buy) | \$29.375 | | | | | | | 02/11/2000 | 02/12/2009 | Common Stock | 3,600 | | 3,600 | D | |
| Stock Option (Right to Buy) | \$38.0625 | | | | | | | 07/29/2000 | 07/30/2009 | Common Stock | 20,100 | | 20,100 | D | |
| Stock Option (Right to Buy) | \$27.5 | | | | | | | 07/27/2001 | 07/28/2010 | Common Stock | 24,100 | | 24,100 | D | |
| | | | | | | | | | | | | | | | |

| 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. Transa Code (8) | | | Derivative Expiration Date CSCCurities (Month/Day/Year) LACquired (A) CT Disposed of (D) (Instr. | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | |
| Stock Option (Right to Buy) | \$24.75 | | | | | | | 09/27/2001 | 09/28/2010 | Common Stock | 15,000 | | 15,000 | D | |
| Stock Option (Right to Buy) | \$35.6 | | | | | | | 07/26/2002 | 07/27/2011 | Common Stock | 47,600 | | 47,600 | D | |
| Stock Option (Right to Buy) | \$27.76 | | | | | | | 07/24/2003 | 07/25/2012 | Common Stock | 45,400 | | 45,400 | D | |
| Phantom Stock Units | (2) | 07/15/2004 | | A | | 93.1158 | | (3) | (4) | Common Stock | 93.1158 | \$34.43 | 12,681.3632 | D | |

Explanation of Responses:

- 1. Represents number of shares beneficially owned as of July 15, 2004, based on information from plan administrator.
- 2. Each phantom stock unit is equal in value to one share of the company's common stock.
- 3. Vested in participant stock units (and related dividend equivalent stock units) at all times. Company matching stock units (and related dividend equivalent stock units) vest as follows: (a) 100% upon participant's death, disability, or early or normal retirement; (b) 100% upon a change in control of the company; (c) 100% upon involuntary termination for reasons other than disciplinary reasons or termination as a result of the sale or permanent closure of a company facility, operating unit, or division; and (d) 20% on each anniversary of the date account was first credited with stock units under the plan. 20% is cumulative -- after 5 years, participant is completely vested in all stock units in his or her account, including any stock units allocated to the account in the future.
- 4. Shares of phantom stock are payable in shares of common stock in accordance with the participant's Deferred Compensation Distribution Election Agreement, except in the case of a change in control, in which case payment may be made in either cash or stock.

Remarks:

A. Ben Groce

07/16/2004

** Signature of Reporting Person

Date

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

- * 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).

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

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 Number.