| FORM 4 U.S. SECURITIES AND EXCHANGE COMMISSION STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP | | | | | | | | | | | |
|--|--|---|--|--|---|--|--|--|--|--|--|
| () Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instructions 1(b). | | | | | | | | | | | |
| 1. Name and Address Person | of Reporting | | er Name and er or Trading ol | | 3. IRS or S Security Number o Reportin (Volunta | f g Person | Statement for Month/Year | 5. If Amendment, Date of Original (Month/Year) | | | |
| Groce, Jr., A. B. Boise Cascade Corpo 1111 West Jefferson Boise, ID 83702 | | Bois BCC | e Cascade Corpo | oration | | | 01-15-2003 | | | | |
| 6. Relationship of Reporting Person to Issuer (Check all applicable) | | | | | | | | | | | |
| _Director _10% Owner _Officer (give title below) _Other (specify below) | | | | | | | | | | | |
| X Sr. Vice President | | | | | | | | | | | |
| 7. Individual or Joint/Group Reporting [X] 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 2 Security (Instr. 3) | Date Co (I (Month/ 8) Day/ | tion de nstr. | Securities aqui or Disposed of (Instr. 3, 4 an (A or unt (D | (D) 1d 5) | Securities Beneficially Owned at End of Month (Instr. 3 | | Nature of I Beneficial (Instr. 4) | | | | |
| Common Stock | | | | | 1,14 | 7 D | | | | | |
| Common Stock | | | | | (a) 49.925 | 9 I | By BCC Thr | ift Plan | | | |
| Preferred Stock | | | | | (a) 326.84 | 6 I | Held by ES | OP Trust | | | |
| Table II - Derivati (e.g. | ve Securities Ac , puts, calls, w | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. 3. Con- Trans version actio or Date Exercise Price of Deriv- ative Security | - Trans- n action Code (Instr. / 8) | | 6. Date exer- cisable ar Expiratior Date (Month/ Day/Year) | 7. Title and Amount d of Underlying Securities (Instr. 3 and 4) | of Deriv- ative Secu- rity | Number 0 of S Deriv- F ative o Secu- D rities a . Bene- S fically r | 0. 11. wner- Nature hip of orm Indirect f Bene- veriv- ficial tive Owner- ecu- ship ity: (Instr. irect 4) | | | |
| | | O D | (A) (D) | Date Expi Exer- ra- cis- tior able Date | Num | ber | of I Month r (Instr. (4) (| ndi- ect | | | |
| Stock Option (Right to Buy) | \$21.25 | | | 07-3 -200 | 0 Common Stock 3 | | 10,600 | D | | | |
| Stock Option (Right to Buy) | \$24.875 | | | 07-2 -200 | 9 Common Stock | | 12,100 | D | | | |
| Stock Option (Right to Buy) | \$43.875 | | | 07-2 -200 | 8 Common Stock 5 | | 12,100 | D | | | |
| Stock Option (Right to Buy) | \$31.375 | | | 07-2 -200 | 26 Common Stock 26 | | 12,100 | D | | | |
| Stock Option (Right to Buy) | \$36.875 | | | 07-2 -200 | 5 Common Stock 7 | | 15,700 | D | | | |
| Stock Option (Right to Buy) | \$28.875 | | | -200 | | | 16,300 | | | | |
| Stock Option (Right to Buy) | \$29.375 | | | 02-1 -200 | 2 Common Stock 9 | | 3,600 | D | | | |
| Stock Option (Right to Buy) | \$38.0625 | | | 07-3 -200 | 0 Common Stock 9 | | 20,100 | D | | | |
| Stock Option (Right to Buy) | \$27.50 | | | -201 | | | 24,100 | | | | |
| Stock Option (Right to Buy) | \$24.75 | | | 09-2 -201 | 8 Common Stock 0 | | 15,000 | D | | | |

| Stock Option (Right to Buy) | \$35.60 | 07-27 Common Stock -2011 | 47,600 D |
|--------------------------------|---------|-----------------------------|----------|
| Stock Option (Right to Buy) | \$27.76 | 07-25 Common Stock -2012 | 45,400 D |

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

| 1. Title of Derivative Security (Instr. 3) | 2. Con- version or Exercise Price of Deriv- ative Security | tion action act Date Coo ccise (Ir ce of 8) .v- re | | n | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | <pre>6. Date exer- cisable and Expiration Date (Month/ Day/Year) Date Expi-</pre> | | of Und Securi (Instr | | | 8. Price of Deriv- ative Secu- rity (Instr. 5) | 9. Number of Deriv- ative Secu- rities Bene- fically Owned at end of Month (Instr. | Ship Form of Deriv- ative Secu- | of Indirect Bene- ficial Owner- ship (Instr. |
|--|--|---|---|---|--|-----|---|--------------|----------------------------|-------|------------------------|--|---|--|--|
| | | Year) | D | v | (A) | (D) | Exer- cis- able | tion Date | Title | | Number of Shares | | 4) | (I) (Instr 4) | |
| Phantom Stock Units | (b) | 01-15 -2003 | A | | 102.86: 8 | 1 | | | Common | Stock | | \$27.40 | 8,935.7 041 | D | |

Explanation of responses:

(a) Represents number of shares beneficially owned as of January 15, 2003, based on information from plan administrator.

(b) Each phantom stock unit is equal in value to one share of the company's common stock.

Signature of Reporting Person:

/s/A. B. Groce, Jr.

A. B. Groce, Jr.