| SEC | Form | 4 |
|-----|------|---|
|-----|------|---|

Stock Option (Right to Buy)

Stock Option (Right to Buy)

Stock Option (Right to Buy)

Stock Option (Right to Buy) \$28.875

\$29.375

\$38.0625

\$27.5

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

ſ

5. Relationship of Reporting Person(s) to Issuer

| OMB Number:             | 3235-0287 |
|-------------------------|-----------|
| Estimated average burde | n         |
| hours per response:     | 0.5       |

| Section 16  | his box if no longer subject to<br>16. Form 4 or Form 5<br>ons may continue. See<br>on 1(b).<br>d Address of Reporting Pers<br><u>CRAN J W</u> | t to STAT          | EME   | NT OF CHANGES IN BENEF  |  |  |  |  |  |
|-------------|--|--------------------|-------|---|--|--|--|--|--|
| Instruction |  |                    | Filed | pursuant to Section 16(a) of the Securities Exc<br>or Section 30(h) of the Investment Company |  |  |  |  |  |
| 1           | 1 0  | Person*            |       | 2. Issuer Name and Ticker or Trading Symbol<br>BOISE CASCADE CORP [ BCC                       |  |  |  |  |  |
|             | (First)<br>SCADE CORPOF<br>FFERSON ST.   | (Middle)<br>RATION |       | 3. Date of Earliest Transaction (Month/Day/Yea<br>12/15/2003                                  |  |  |  |  |  |
| (Street)    |  |                    |       | 4. If Amendment, Date of Original Filed (Month  |  |  |  |  |  |
| BOISE       | ID   | 83702              |       |   |  |  |  |  |  |
|             |  |                    |       |   |  |  |  |  |  |

## T OF CHANGES IN BENEFICIAL OWNERSHIP

oursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| HOLL  | ERAN J V  | <u>W</u>   |                            |       | B                            | OIS              | E CAS  | CA  | DE (            | COF              | <u> </u>       | BCC ]  |  |                               | ľ             | k all applica<br>Director                                   |   |                     | 10% O<br>Other (  |   |
|---|---|------------|----------------------------|-------|------------------------------|------------------|--|---|-----------------|------------------|----------------|--|--|-------------------------------|---------------|---|---|---------------------|---|---|
|   | CASCADE   | CORPORATIO | (Middle)<br><mark>N</mark> |       |                              | Date (<br>2/15/2 | of Earliest<br>2003  | Trans                                     | saction         | n (Mor           | nth/D          | ay/Year)   |  |                               | - X           | below)  |   | Gener               | below)  |   |
| BOISE CASCADE CORPORATION<br>1111 W. JEFFERSON ST.<br>(Street)<br>BOISE ID 83702<br>(City) (State) (Zip)<br>Table 1 - No<br>1. Title of Security (Instr. 3)<br>Common Stock<br>Common Stock<br>Common Stock<br>Common Stock<br>Preferred Stock<br>Preferred Stock<br>1. Title of<br>Security (Instr. 3)<br>2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Stock<br>Option \$24.875<br>Buy)<br>Stock<br>Option \$43.875<br>Stock<br>Option \$31.375<br>Stock<br>Option \$31.3 |   |            | _ 4.                       |       |                              |                  |  |   |                 |                  |                | <ul> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting</li> </ul> |  |                               |               |   | n   |                     |   |   |
| (City)  | (S  | state)     | (Zip)                      |       | -                            |                  |  |   |                 |                  |                |  |  |                               |               | Person  |   |                     | one repo  | ling  |
|   |   | Та         | ble I - Nor                | ו-Der | ivati                        | ve Se            | ecuritie   | s Ac                                      | quir            | ed, I            | Dis            | osed o   | of, or Be  | enefi                         | cially        | Owned   |   |                     |   |   |
| 1. Title of   | Security (Ins                                       | tr. 3)     |                            | Date  | insactio<br>th/Day/          |                  | 2A. Deem<br>Execution<br>if any<br>(Month/Da   | n Date                                    | (   C           | ransad<br>ode (l |                | 4. Securi<br>Dispose<br>5)   | ities Acqu<br>d Of (D) (Ir                                     | red (A<br>istr. 3,            | ) or<br>4 and | 5. Amoun<br>Securities<br>Beneficia<br>Owned Fo<br>Reported | s<br>Ily  | Form                | Direct  | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |
|   |   |            |                            |       |                              |                  |  |   | c               | ode              | v              | Amount   | (A)<br>(D)   | or F                          | rice          | Transacti<br>(Instr. 3 a                                    | on(s)<br>nd 4)  |                     |   | (Instr. 4)  |
| Common  | Stock   |            |                            |       |                              |                  |  |   |                 |                  |                |  |  |                               |               | 60,   | 000   |                     | D   |   |
| Common Stock  |   |            |                            |       |                              |                  |  |   |                 |                  |                |  |  | 79.0                          | )71           |   | D <sup>(1)</sup>  |                     |   |   |
| Common  | Stock   |            |                            |       |                              |                  |  |   |                 |                  |                |  |  |                               |               | 5,482   | .1156   |                     | Ι   | By<br>401(k)<br>Plan <sup>(2)</sup>                 |
| Preferred   | Stock   |            |                            |       |                              |                  |  |   |                 |                  |                |  |  |                               |               | 1,282   | .8438   |                     |   | By<br>ESOP<br>Trust <sup>(2)</sup>                  |
|   |   |            | Table II -                 |       |                              |                  | urities<br>ls, warr  |   |                 |                  |                |  |  |                               |               | wned  |   |                     |   |   |
| Derivative<br>Security  | Conversion<br>or Exercise<br>Price of<br>Derivative | Date       | 3A. Deemed<br>Execution D  | ate,  | 4.<br>Transa<br>Code (<br>8) | ction            | 5. Numbo<br>Derivativ<br>Securitie<br>Acquired<br>or Dispo<br>of (D) (In<br>3, 4 and | er of<br>re<br>es<br>i (A)<br>sed<br>str. | 6. Dat<br>Expir |                  | ercisa<br>Date | ble and  | 7. Title a<br>of Secur<br>Underlyi<br>Derivativ<br>(Instr. 3 a | nd Am<br>ties<br>ng<br>e Secu | ount          | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)         | 9. Numbe<br>derivativ<br>Securitie<br>Beneficia<br>Owned<br>Following<br>Reported | e<br>s<br>ally<br>g | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4 | Beneficial<br>Ownership<br>(Instr. 4)               |
|   |   |            |                            |       | Code                         | v                | (A)  | (D)                                       | Date<br>Exerc   | cisable          |                | xpiration<br>ate   | Title  | Amo<br>or<br>Nun<br>of S      |               |   | Transact<br>(Instr. 4)  | 1011(5)             |   |   |
| Option<br>(Right to   | \$24.875  |            |                            |       |                              |                  |  |   | 07/29           | 9/1995           | 5 0            | 7/29/2004  | Common<br>Stock  | 14                            | ,500          |   | 14,50   | 00                  | D   |   |
| Option<br>(Right to   | \$43.875  |            |                            |       |                              |                  |  |   | 07/28           | 8/1996           | 5 0            | 7/28/2005  | Common<br>Stock  | 12                            | ,800          |   | 12,80   | 00                  | D   |   |
|   | \$31.375  |            |                            |       |                              |                  |  |   | 07/26           | 6/1997           | , 0            | 7/26/2006  | Common<br>Stock  | 19                            | ,700          |   | 19,70   | 00                  | D   |   |
| Stock<br>Option<br>(Right to<br>Buy)  | \$36.875  |            |                            |       |                              |                  |  |   | 07/25           | 5/1998           | 3 0            | 7/25/2007  | Common<br>Stock  | 19                            | ,900          |   | 19,90   | 00                  | D   |   |

07/31/1999

02/11/2000

07/29/2000

07/27/2001

Common Stock

Common

Stock

Common Stock

Common Stock

23,100

7,600

37,500

37,500

23,100

7,600

37,500

37,500

D

D

D

D

07/31/2008

02/12/2009

07/30/2009

07/28/2010

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities) |   |  |   |                              |   |  |     |   |                    |  |  |  |                              |   |  |
|--|---|--|---|------------------------------|---|--|-----|---|--------------------|--|--|--|------------------------------|---|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D) (Instr.<br>3, 4 and 5)<br>6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>7. Title and Amou<br>of Securities<br>Underlying<br>Derivative Securit<br>(Instr. 3 and 4) |     | f Securities Derivativ<br>nderlying Security<br>erivative Security (Instr. 5) |                    | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                              |   |  |
|  |   |  |   | Code                         | v | (A)  | (D) | Date<br>Exercisable   | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of Shares                                      |  | Transaction(s)<br>(Instr. 4) |   |  |
| Stock<br>Option<br>(Right to<br>Buy)   | \$24.75   |  |   |                              |   |  |     | 09/27/2001  | 09/28/2010         | Common<br>Stock  | 7,000  |  | 7,000                        | D |  |
| Stock<br>Option<br>(Right to<br>Buy)   | \$35.6  |  |   |                              |   |  |     | 07/26/2002  | 07/27/2011         | Common<br>Stock  | 52,900   |  | 52,900                       | D |  |
| Stock<br>Option<br>(Right to<br>Buy)   | \$27.76   |  |   |                              |   |  |     | 07/24/2003  | 07/25/2012         | Common<br>Stock  | 60,300   |  | 60,300                       | D |  |
| Phantom<br>Stock<br>Units  | (3)   | 12/15/2003                                 |   | A                            |   | 43.4925  |     | (4)   | (5)                | Common<br>Stock  | 43.4925  | \$29.85  | 11,922.2892                  | D |  |

## Explanation of Responses:

1. Shares held in the Boise Cascade Dividend Reinvestment Plan as of December 15, 2003, based on information from the plan administrator.

2. Represents number of shares beneficially owned as of December 15, 2003, based on information from plan administrator.

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

4. 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.

5. 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:** 

<u>J. W. Holleran</u>

12/16/2003

\*\* Signature of Reporting Person

Date

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

 $^{\ast}$  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.