Stock Option (Right to Buy)

Stock Option (Right to Buy)

\$27.5

\$24.75

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden

D

D

138,900

125,000

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																			
	nd Address of D GEOR	Reporting Person <sup>*</sup> GE J		2. Issuer Name and Ticker or Trading Symbol BOISE CASCADE CORP [ BCC ]										ck all applica Director	Reporting Person(s) to Issu ble) 10% Ov				
(Last) (First) (Middle) BOISE CASCADE CORPORATION 1111 W. JEFFERSON ST.					3. Date of Earliest Transaction (Month/Day/Year) 02/13/2004								- X	- X Officer (give title Other (specify below) below) Chairman & CEO					
(Street) BOISE ID 83702					4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(5	State)	(Zip)											<u> </u>	<u> </u>				
Table I - No.           1. Title of Security (Instr. 3)				2. Transa Date (Month/D	action	tion 2A. Deemo		a, 3. Tran Cod	3. Transaction Code (Instr.					A) or	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership
								Cod	e V	Aı	mount (A) or (D)			Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common	Stock														266,9	911		D	
Common Stock															10,148.6144		I		By 401(k) Plan <sup>(1)</sup>
Preferred Stock															865.0964				By ESOP Trust <sup>(1)</sup>
			Table II - I (			ecurities alls, war									wned				
1. Title of Derivative Security (Instr. 3)	ve Conversion Date Execution Date or Exercise (Month/Day/Year) if any		Execution Date	Cod	isaction e (Instr.	Derivativ Securitie Acquired or Dispos	Derivative E Securities ( Acquired (A) or Disposed of (D) (Instr. 3,		Exerci on Dat Day/Ye	te			derlying curity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	re es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Cod	e V	(A)	(D)	Date Exercis	able	Expir Date	ration	Title	Nu	nount or Imber of ares		Transaction(s) (Instr. 4)	ion(s)		
Stock Option (Right to Buy)	\$24.875							07/29/1	995	07/29	9/2004	Commo Stock		77,200		77,20	00	D	
Stock Option (Right to Buy)	\$43.875							07/28/1	.996	07/28	8/2005	Commo Stock		7,200		77,200		D	
Stock Option (Right to Buy)	\$31.375							07/26/1	997	07/26	6/2006	Commo Stock		70,000		70,000		D	
Stock Option (Right to Buy)	\$36.875							07/25/1	998	07/25	5/2007	Commo Stock		35,000		85,00	00	D	
Stock Option (Right to Buy)	\$28.875							07/31/1	999	07/31	1/2008	Commo Stock		02,800		102,8	00	D	
Stock Option (Right to Buy)	\$29.375							02/11/2	.000	02/12	2/2009	Commo Stock		23,400		23,40	00	D	
Stock Option (Right to Buy)	\$38.0625							07/29/2	.000	07/30	0/2009	Commo Stock		38,900		138,9	00	D	

Common Stock

Common Stock

07/28/2010

09/28/2010

138,900

125,000

07/27/2001

09/27/2001

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)		Transaction Derivative Code (Instr. Securities		6. Date Exerc Expiration Da (Month/Day/Y	ate			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				(Instr. 4)		
Stock Option (Right to Buy)	\$35.6							07/26/2002	07/27/2011	Common Stock	297,000		297,000	D	
Stock Option (Right to Buy)	\$27.76							07/24/2003	07/25/2012	Common Stock	335,700		335,700	D	
Phantom Stock Units	(2)	02/13/2004		A		189.4241		(3)	(4)	Common Stock	189.4241	\$33.27	39,555.3766	D	

## Explanation of Responses:

1. Represents number of shares beneficially owned as of February 13, 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) at all times. Company matching stock units (and related dividend equivalent stock units) at all times. Company matching stock units (and related dividend equivalent stock units) at all times. Company matching stock units (and related dividend equivalent stock units) at all times. Company matching stock units (and related dividend equivalent stock units) at all times. Company matching stock units (and related dividend equivalent stock units) at all times. Company matching stock units (and related dividend equivalent stock units) at all times. Company matching stock units (and related dividend equivalent stock units) at all times. 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:** 

<u>George J. Harad</u>

\*\* Signature of Reporting Person

02/18/2004

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.