FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

hours per response:

OMB Number: 3235-0287 Estimated average burden

0.5

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

					O.	000		01 1110	III Council	. 0011	ipariy 7 tot	01 10-10								
1. Name and Address of Reporting Person*  GROCE A BEN									ker or Tradi DE COI					(Che	lationship of ck all applica Director	able)	g Perso	10% Ov	vner	
(Last) (First) (Middle) BOISE CASCADE CORPORATION 1111 W. JEFFERSON ST.						3. Date of Earliest Transaction (Month/Day/Year) 10/15/2003									- X Officer (give title Other (specify below)  Sr. Vice President					
(Street) BOISE	II	)	83702		4. If	4. If Amendment, Date of Origin				f Original Filed (Month/Day/Year)				· ·			o Filing (Check Appli e Reporting Person re than One Reporti			
(City)	(5	State)	(Zip)																	
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transa Date (Month/D					action	1	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transa Code (I	3. 4 Transaction Code (Instr. 5		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			5. Amoun Securities Beneficial Owned Fo	s Ily	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D)		rice	Reported Transaction (Instr. 3 and	on(s)			(Instr. 4)	
Common	Stock														40,6	664		D		
Common Stock														50.6418			I .	By 401(k) Plan <sup>(1)</sup>		
Preferred Stock														338.8973			I :	By ESOP Trust <sup>(1)</sup>		
			Table II - I						uired, D s, option						Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/Y	4. Tra	ansac ide (In	tion	5. Number Derivative Securities Acquired or Disposof (D) (In 3, 4 and !	er of re es I (A) sed str.	6. Date Exe Expiration (Month/Day	ercisa Date	ble and	7. Title a of Secu Underly Derivati (Instr. 3	nd Amo ities ng /e Secu	ount	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported Transacti	e s ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Co	de '	v	(A)	(D)	Date Exercisabl		xpiration ate	Title	Amo or Num of Si		(Instr. 4)		. (3,			
Stock Option (Right to Buy)	\$24.875								07/29/1995	5 0	7/29/2004	Common Stock	1 12,	100		12,10	00	D		
Stock Option (Right to Buy)	\$43.875								07/28/1990	6 0	7/28/2005	Common Stock	1 12,	100		12,10	00	D		
Stock Option (Right to Buy)	\$31.375								07/26/1993	7 0	7/26/2006	Common Stock	1 12,	100		12,10	00	D		
Stock Option (Right to Buy)	\$36.875								07/25/1998	B 0'	7/25/2007	Common Stock	15,	700		15,70	00	D		
Stock Option (Right to Buy)	\$28.875								07/31/1999	9 0	7/31/2008	Common Stock	16,	300		16,30	00	D		
Stock Option (Right to Buy)	\$29.375								02/11/2000	0	2/12/2009	Common Stock	3,0	500		3,600	0	D		
Stock Option (Right to Buy)	\$38.0625								07/29/2000	0 0	7/30/2009	Common Stock	20,	100		20,10	00	D		
Stock Option (Right to Buy)	\$27.5								07/27/2003	1 0	7/28/2010	Commo Stock	24,	100		24,10	00	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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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)	10/15/2003		A		52.7549		(3)	(4)	Common Stock	52.7549	\$28.31	11,321.9609	D	

## **Explanation of Responses:**

- 1. Represents number of shares beneficially owned as of October 15, 2003, 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 10/16/2003

\*\* 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.

 $Persons \ who \ respond \ to \ the \ collection \ of \ information \ contained \ in \ this \ form \ are \ not \ required \ to \ respond \ unless \ the \ form \ displays \ a \ currently \ valid \ OMB \ Number.$