Weiss Jason Form 4/A April 23, 2010

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Issuer

X Director

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

Symbol

BOISE INC. [BZ]

(Month/Day/Year)

3. Date of Earliest Transaction

1(b).

Weiss Jason

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \*

(First)

(Middle)

See Instruction

| C/O BOISE INC., 1111 WEST<br>JEFFERSON STREET, SUITE 200 |   | T 04/16/2   | (Month/Day/Year)<br>04/16/2010                  |            |                    |   | Officer (give title below)                              |                            |  |  |
|--|---|---|---|------------|--------------------|---|---|----------------------------|--|--|
|  | 4. If Am                                | 4. If Amendment, Date Original                              |   |            |                    |   | 6. Individual or Joint/Group Filing(Check               |                            |  |  |
|  | `                                       | Filed(Month/Day/Year)                                       |   |            |                    |   | Applicable Line) _X_ Form filed by One Reporting Person |                            |  |  |
| BOISE, ID  | 04/20/2                                 | 04/20/2010  |   |            |                    | Form filed by More than One Reporting Person                |   |                            |  |  |
| (City)   | (State) (                               | (Zip) Tab   | le I - Non-I                                    | Derivative | Secui              | rities Ac   | quired, Disposed  | of, or Benefici            | ally Owned                                     |  |
| 1.Title of<br>Security<br>(Instr. 3)                     | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Date, if Transaction(A) or Disposed of Code (D) |            | d of               | Securities Ownership Beneficially Form: Direct Owned (D) or |   | Ownership                  |  |  |
|  |   |   | Code V  | Amount     | or (Instr. 3 and 4 |   | ~   | Indirect (I)<br>(Instr. 4) | (Instr. 4)                                     |  |
| Common<br>Stock  |   |   |   |            |                    |   | 286,973 (1)   | D                          |  |  |
| Common<br>Stock  | 04/16/2010                              |   | S(2)  | 6,000      | D                  | \$<br>7.07  | 995,699   | I                          | Held by the Jason G. Weiss Revocable Trust (3) |  |
| Common<br>Stock  | 04/19/2010                              |   | S(2)  | 6,000      | D                  | \$<br>6.81  | 989,699   | I                          | Held by the Jason G. Weiss Revocable Trust (3) |  |

#### Edgar Filing: Weiss Jason - Form 4/A

| Common<br>Stock | 04/20/2010 | S(2) | 6,000 | D | \$<br>6.94 | 983,699   | I | Held by the Jason G. Weiss Revocable Trust (3) |
|-----------------|------------|------|-------|---|------------|-----------|---|--|
| Common<br>Stock | 04/16/2010 | S(2) | 6,000 | D | \$<br>7.07 | 1,260,733 | I | Held by the Weiss Family Trust (4)             |
| Common<br>Stock | 04/19/2010 | S(2) | 6,000 | D | \$<br>6.81 | 1,254,733 | I | Held by the<br>Weiss<br>Family<br>Trust (4)    |
| Common<br>Stock | 04/20/2010 | S(2) | 6,000 | D | \$<br>6.94 | 1,248,733 | I | Held by the<br>Weiss<br>Family<br>Trust (4)    |
|                 |            |      |       |   |            |           |   |  |

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

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SEC 1474 (9-02)

# $\label{thm:convertible} \textbf{Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ \textit{(e.g., puts, calls, warrants, options, convertible securities)}$

| 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 Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number of onDerivative 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 Underlying Securities (Instr. 3 and 4) |                                     |
|---|---|--------------------------------------|---|--|---|--------|--|--------------------|---|-------------------------------------|
|   |   |                                      |   | Code V                                 | (A)   | (D)    | Date<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |
| Warrants (5)  | \$ 7.5  | 04/16/2010                           |   | S(2)                                   |   | 15,000 | 06/19/2008   | 06/18/2011         | Common<br>Stock   | 15,000                              |
| Warrants (5)  | \$ 7.5  | 04/19/2010                           |   | S(2)                                   |   | 15,000 | 06/19/2008   | 06/18/2011         | Common<br>Stock   | 15,000                              |

Warrants \$7.5 04/20/2010  $\$\frac{(2)}{(6)}$  06/19/2008 06/18/2011  $\frac{\text{Common Stock}}{\text{Stock}}$  10,000

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Weiss Jason
C/O BOISE INC.
1111 WEST JEFFERSON STREET, SUITE 200
BOISE, ID 83702-5388

## **Signatures**

/s/ Karen Gowland, Attorney-in-Fact for Jason G.
Weiss
04/23/2010

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).
- (1) Mr. Weiss's 286,973 shares include 268,658 shares held directly and his 2010 service-condition vesting restricted stock award of 18,315 shares, which will vest on March 15, 2011.
- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 23, 2009.
- (3) Mr. Weiss serves as the trustee of the Jason G. Weiss Revocable Trust.
- (4) Mr. Murray Sprung serves as the trustee of the Weiss Family Trust.
- (5) Each warrant entitles Mr. Weiss the right to purchase one share of Boise Inc. common stock.
  - This Amended Form 4 is being filed to correct the number of warrants reported as sold by Mr. Weiss on April 20, 2010. Mr. Weiss's
- (6) broker originally reported that Mr. Weiss sold 15,000 warrants on April 20; however, Mr. Weiss's broker subsequently advised that Mr. Weiss sold 10,000 warrants on April 20.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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