

Weiss Jason
Form 4
February 18, 2010

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 OF
SECURITIES**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Weiss Jason

(Last) (First) (Middle)

TERRAPIN PALISADES
VENTURES, LLC, 1001 RIVAS
CANYON ROAD

(Street)

PACIFIC PALISADES, CA 90272

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
BOISE INC. [BZ]

3. Date of Earliest Transaction
(Month/Day/Year)
02/16/2010

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired or Disposed of (A) or (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|---|---|--|---|---|
| Common Stock | | | | (A) or (D) | Price | | |
| | | | | Code V Amount (D) | | | |
| | | | | | 268,658 ⁽¹⁾ | D | |

Common
Stock 02/16/2010

S⁽²⁾ 5,000 D \$ 4.69 1,220,699 I

Held by the
Jason G.
Weiss
Revocable
Trust ⁽³⁾

Common
Stock 02/17/2010

S⁽²⁾ 5,000 D \$ 4.77 1,215,699 I

Held by the
Jason G.
Weiss
Revocable

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| | | | | | | | | |
|--------------|------------|------------------|-------|---|---------|-----------|---|---|
| Common Stock | 02/18/2010 | S ⁽²⁾ | 5,000 | D | \$ 4.7 | 1,210,699 | I | Trust ⁽³⁾ Held by the Jason G. Weiss Revocable Trust ⁽³⁾ |
| Common Stock | 02/16/2010 | S ⁽²⁾ | 5,000 | D | \$ 4.69 | 1,485,733 | I | Held by the Weiss Family Trust ⁽⁴⁾ |
| Common Stock | 02/17/2010 | S ⁽²⁾ | 5,000 | D | \$ 4.77 | 1,480,733 | I | Held by the Weiss Family Trust ⁽⁴⁾ |
| Common Stock | 02/18/2010 | S ⁽²⁾ | 5,000 | D | \$ 4.7 | 1,475,733 | I | Held by the Weiss Family Trust ⁽⁴⁾ |

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

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 control number.

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(9-02)

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 Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Warrants ⁽⁵⁾ | \$ 7.5 | 02/16/2010 | | S ⁽²⁾ | 18,750 | 06/19/2008 06/18/2011 | Common Stock 18,750 |
| Warrants ⁽⁵⁾ | \$ 7.5 | 02/17/2010 | | S ⁽²⁾ | 18,750 | 06/19/2008 06/18/2011 | Common Stock 18,750 |

| | | | | | | | | |
|-----------------|--------|------------|------------------|--------|------------|------------|-----------------|--------|
| Warrants (5) | \$ 7.5 | 02/18/2010 | S ⁽²⁾ | 18,750 | 06/19/2008 | 06/18/2011 | Common Stock | 18,750 |
|-----------------|--------|------------|------------------|--------|------------|------------|-----------------|--------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Weiss Jason TERRAPIN PALISADES VENTURES, LLC 1001 RIVAS CANYON ROAD PACIFIC PALISADES, CA 90272 | X | | | |

Signatures

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

02/18/2010

 **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 268,658 shares include his 2008 time-vesting restricted stock award of 36,100 shares, which vested on March 2, 2009; and his 2009 time-vesting restricted stock award of 232,558 shares, which will vest on March 15, 2010.
- (2) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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