

OFFICEMAX INC
Form 4
June 19, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GANGWAL RAKESH

(Last) (First) (Middle)

**C/O OFFICEMAX
INCORPORATED, 263 SHUMAN
BLVD.**

(Street)

NAPERVILLE, IL 60563

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
OFFICEMAX INC [OMX]

3. Date of Earliest Transaction
(Month/Day/Year)
06/17/2013

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 (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction Number	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price
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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) This option was previously reported as covering 588 shares at an exercise price of \$2.50 per share. The exercise price and the number of shares underlying this option reflects an equitable adjustment made on June 17, 2013 as a result of a special cash dividend to be paid to shareholders of record as of the close of business on June 12, 2013.

(2) The option expires three years following the reporting person's termination as a director of the Company.

(3) This option was previously reported as covering 800 shares at an exercise price of \$2.50 per share. The exercise price and the number of shares underlying this option reflects an equitable adjustment made on June 17, 2013 as a result of a special cash dividend to be paid to shareholders of record as of the close of business on June 12, 2013.

(4) This option was previously reported as covering 46 shares at an exercise price of \$2.50 per share. The exercise price and the number of shares underlying this option reflects an equitable adjustment made on June 17, 2013 as a result of a special cash dividend to be paid to shareholders of record as of the close of business on June 12, 2013.

(5) This option was previously reported as covering 2,228 shares at an exercise price of \$2.50 per share. The exercise price and the number of shares underlying this option reflects an equitable adjustment made on June 17, 2013 as a result of a special cash dividend to be paid to shareholders of record as of the close of business on June 12, 2013.

(6) This option was previously reported as covering 1,646 shares at an exercise price of \$2.50 per share. The exercise price and the number of shares underlying this option reflects an equitable adjustment made on June 17, 2013 as a result of a special cash dividend to be paid to shareholders of record as of the close of business on June 12, 2013.

(7) This option was previously reported as covering 1,479 shares at an exercise price of \$2.50 per share. The exercise price and the number of shares underlying this option reflects an equitable adjustment made on June 17, 2013 as a result of a special cash dividend to be paid to shareholders of record as of the close of business on June 12, 2013.

(8) This option was previously reported as covering 3000 shares at an exercise price of \$24.79 per share. The exercise price and the number of shares underlying this option reflects an equitable adjustment made on June 17, 2013 as a result of a special cash dividend to be paid to shareholders of record as of the close of business on June 12, 2013.

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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