

WOODS WARD W JR
Form 4
January 04, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
WOODS WARD W JR

(Last) (First) (Middle)

BESSEMER SECURITIES
CORP., 630 FIFTH AVENUE, 39TH
FLOOR

(Street)

NEW YORK, NY 10111

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/31/2004

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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | | | | (A) or (D) Price | 11,085 | D | |

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)

Edgar Filing: WOODS WARD W JR - Form 4

| 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Purchase Option | \$ 2.5 | | | | | 07/01/1993 (1) | Common Stock | 763 |
| Purchase Option | \$ 2.5 | | | | | 07/01/1994 (1) | Common Stock | 2,164 |
| Purchase Option | \$ 2.5 | | | | | 07/01/1995 (1) | Common Stock | 1,701 |
| Purchase Option | \$ 2.5 | | | | | 07/01/1996 (1) | Common Stock | 955 |
| Purchase Option | \$ 2.5 | | | | | 07/01/1997 (1) | Common Stock | 1,659 |
| Purchase Option | \$ 2.5 | | | | | 07/01/1998 (1) | Common Stock | 1,565 |
| Purchase Option | \$ 2.5 | | | | | 07/01/1999 (1) | Common Stock | 2,013 |
| Purchase Option | \$ 2.5 | | | | | 07/01/2000 (1) | Common Stock | 1,334 |
| Purchase Option | \$ 2.5 | | | | | 07/01/2001 (1) | Common Stock | 2,481 |
| Purchase Option | \$ 2.5 | | | | | 07/01/2002 (1) | Common Stock | 1,710 |
| Purchase Option | \$ 2.5 | | | | | 07/01/2003 (1) | Common Stock | 372 |
| Purchase Option | \$ 2.5 | | | | | 07/01/2004 (1) | Common Stock | 448 |
| Purchase Option | \$ 2.5 | 12/31/2004 | | A | 1,088 | 07/01/2005 (1) | Common Stock | 1,088 |
| Stock Option (Right to Buy) | \$ 41.875 | | | | | 08/01/1996 07/31/2005 | Common Stock | 1,000 |
| | \$ 32.5 | | | | | 08/01/1997 07/31/2006 | | 1,500 |

| Option Type | Exercise Price | Grant Date | Expiration Date | Common Stock | Quantity |
|-----------------------------|----------------|------------|-----------------|--------------|----------|
| Stock Option (Right to Buy) | | | | Common Stock | |
| Stock Option (Right to Buy) | \$ 37.0625 | 08/01/1998 | 07/31/2007 | Common Stock | 1,500 |
| Stock Option (Right to Buy) | \$ 28 | 08/01/1999 | 07/31/2008 | Common Stock | 1,500 |
| Stock Option (Right to Buy) | \$ 38.75 | 07/30/2000 | 07/30/2009 | Common Stock | 1,500 |
| Stock Option (Right to Buy) | \$ 27.625 | 07/31/2001 | 07/31/2010 | Common Stock | 2,000 |
| Stock Option (Right to Buy) | \$ 36.2 | 07/31/2002 | 07/31/2011 | Common Stock | 2,000 |
| Stock Option (Right to Buy) | \$ 28.99 | 07/31/2003 | 07/31/2012 | Common Stock | 2,500 |
| Stock Option (Right to Buy) | \$ 24.79 | 07/31/2004 | 07/31/2013 | Common Stock | 3,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WOODS WARD W JR BESSEMER SECURITIES CORP. 630 FIFTH AVENUE, 39TH FLOOR NEW YORK, NY 10111 | | X | | |

Signatures

/s/ Matthew R. Broad POA for Ward W.
Woods

01/04/2005

__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) Option expires three years following option holder's termination as a director of the company.

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.