

OFFICEMAX INC
Form 4
January 04, 2005

FORM 4

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

OMB APPROVAL

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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 *
SHAW JANE E

(Last) (First) (Middle)

AEROGEN, INC., 2071 STIERLIN COURT

(Street)

MOUNTAIN VIEW, CA 94043

(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)
				(A) or (D) Code V Amount (D) Price			
Common Stock					1,085	D	

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

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SEC 1474
(9-02)

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

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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		
				Code	V	(A)	(D)	Title			
Purchase Option	\$ 2.5							07/01/1995	<u>(1)</u>	Common Stock	54
Purchase Option	\$ 2.5							07/01/1996	<u>(1)</u>	Common Stock	990
Purchase Option	\$ 2.5							07/01/1997	<u>(1)</u>	Common Stock	732
Purchase Option	\$ 2.5							07/01/1998	<u>(1)</u>	Common Stock	666
Purchase Option	\$ 2.5							07/01/1999	<u>(1)</u>	Common Stock	921
Purchase Option	\$ 2.5							07/01/2000	<u>(1)</u>	Common Stock	735
Purchase Option	\$ 2.5							07/01/2001	<u>(1)</u>	Common Stock	1,278
Purchase Option	\$ 2.5							07/01/2002	<u>(1)</u>	Common Stock	1,044
Purchase Option	\$ 2.5							07/01/2003	<u>(1)</u>	Common Stock	1,118
Purchase Option	\$ 2.5							07/01/2004	<u>(1)</u>	Common Stock	1,682
Purchase Option	\$ 2.5	12/31/2004		A		1,597		07/01/2005	<u>(1)</u>	Common Stock	1,597
Stock Option (Right to Buy)	\$ 41.875							08/01/1996	07/31/2005	Common Stock	1,000
Stock Option (Right to Buy)	\$ 32.5							08/01/1997	07/31/2006	Common Stock	1,500
Stock Option	\$ 37.0625							08/01/1998	07/31/2007	Common Stock	1,500

(Right to Buy)						
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
SHAW JANE E AEROGEN, INC. 2071 STIERLIN COURT MOUNTAIN VIEW, CA 94043		X		

Signatures

/s/ Matthew R. Broad POA for Jane E.
Shaw

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.

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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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