

WOODS WARD W JR
Form 4
January 04, 2005

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 *
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.

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(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							07/01/1993	<u>(1)</u>	Common Stock	763
Purchase Option	\$ 2.5							07/01/1994	<u>(1)</u>	Common Stock	2,164
Purchase Option	\$ 2.5							07/01/1995	<u>(1)</u>	Common Stock	1,701
Purchase Option	\$ 2.5							07/01/1996	<u>(1)</u>	Common Stock	955
Purchase Option	\$ 2.5							07/01/1997	<u>(1)</u>	Common Stock	1,659
Purchase Option	\$ 2.5							07/01/1998	<u>(1)</u>	Common Stock	1,565
Purchase Option	\$ 2.5							07/01/1999	<u>(1)</u>	Common Stock	2,013
Purchase Option	\$ 2.5							07/01/2000	<u>(1)</u>	Common Stock	1,334
Purchase Option	\$ 2.5							07/01/2001	<u>(1)</u>	Common Stock	2,481
Purchase Option	\$ 2.5							07/01/2002	<u>(1)</u>	Common Stock	1,710
Purchase Option	\$ 2.5							07/01/2003	<u>(1)</u>	Common Stock	372
Purchase Option	\$ 2.5							07/01/2004	<u>(1)</u>	Common Stock	448
Purchase Option	\$ 2.5	12/31/2004		A		1,088		07/01/2005	<u>(1)</u>	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.

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