WARREN ROBERT A
Form 4/A
March 17, 2010

FORM 4

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

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
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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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
WARREN ROBERT A

(Last) (First) (Middle)

BOISE INC., 1111 W. JEFFERSON ST., SUITE 200

(Street)

BOISE, ID 83702-5388

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2010

4. If Amendment, Date Original Filed(Month/Day/Year)
03/03/2010

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/01/2010		M		10,566	A	$ 0	21,132	D	
Common Stock	03/01/2010		F		3,619 (1)	D	$ 4.98 (2)	17,513	D	

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

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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
2008 Restricted Stock Units	(3)							(4)	02/28/2011	Common Stock	28,800
2008 Restricted Stock Units	(3)							(5)	02/28/2011	Common Stock	46,500
2008 Restricted Stock Units	(3)	03/01/2010		M			10,566	(6)	02/28/2011	Common Stock	10,566
2009 Restricted Stock Units	(3)							(7)	03/15/2012	Common Stock	290,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WARREN ROBERT A BOISE INC. 1111 W. JEFFERSON ST., SUITE 200 BOISE, ID 83702-5388			Senior Vice President	

Signatures

/s/ Robert A. Warren	03/17/2010
**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) On May 2, 2008, Mr. Warren was awarded 107,000 restricted stock units under the Boise Inc. Incentive and Performance Plan, which was reported on Mr. Warren's Form 4 filed with the SEC on May 6, 2008. A portion of this 2008 award vests with the passage of time (service-condition vesting restricted stock units) and the remaining portion vests only if the company achieves specific performance hurdles (market-condition vesting restricted stock units). The first 1/3 of Mr. Warren's service-condition vesting restricted stock units vested in full on March 2, 2009, which was reported on Mr. Warren's Form 4 filed with the SEC on March 4, 2009. Mr. Warren paid the withholding tax on those shares. The second 1/3 of Mr. Warren's service-condition vesting restricted stock units vested in full on March 1, 2010, and Mr. Warren elected to have shares withheld to satisfy his tax withholding obligation.

(2) Mr. Warren's original Form 4 filed on March 3, 2010, mistakenly reported the price for the shares. The correct price was $4.98.

(3) Each restricted stock unit represents a contingent right to receive one share of Boise Inc. common stock.

(4) These restricted stock units vest upon Boise Inc.'s common stock achieving a market price of $10.00 per share.

(5) These restricted stock units vest upon Boise Inc.'s common stock achieving a market price of $12.50 per share.

(6) The first 1/3 of Mr. Warren's 31,700 service-condition vesting restricted stock units vested on March 2, 2009, the second 1/3 vested on March 1, 2010, and the remaining 1/3 will vest on February 28, 2011. Pursuant to Mr. Warren's Restricted Stock Unit Award Agreement, the company pays cash for the fractional shares.

(7) These service-condition vesting restricted stock units vest as follows: 20% will vest on March 15, 2010; 20% will vest on March 15, 2011; and 60% will vest on March 15, 2012.

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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