POTLATCH CORP Form 4

November 01, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

POTLATCH CORP [pch]

OMB Number:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

3235-0287 January 31,

0.5

Expires: 2005

OMB APPROVAL

Estimated average burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940

Symbol

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

WEYERHAEUSER WILLIAM T

(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(0.100	in all application			
, , ,	, ,		(Month/Day/Year) 10/28/2005	X Director Officer (give	10% Owner			
PO BOX 1278			10/28/2003	below)	below)			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Jo Applicable Line)	6. Individual or Joint/Group Filing(Check Applicable Line)			
TACOMA, WA 98401					X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities	es Acquired, Disposed o	f, or Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 10/31/2005	2A. Deemed Execution Da any (Month/Day/	rate, if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) /Year) (Instr. 8) (A) or Code V Amount (D) F	sed (A) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 2939 1,050	6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (I) (Instr. 4) D			
common			57.	49,500	Beneficiary & Trustee of WBW Trust #1			
common				2	I I disclaim beneficial ownership of these shares owned			

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							directly my son	by	
common					21,030	I	I disclar beneficion ownersl of these held by trust for mother which I a trusted	ial nip shs a my of am	
common					2,700	I	I disclar benefici ownersh of these shares owned directly my wife	ial nip	
common 10/2	3/2005	G V	984 Г) \$ 44.6	15 33,260	I	I disclaid beneficition owners of these held in trust for sister of which I trustee	ial nip shs a my	
Reminder: Report o	n a separate line for each cl	ass of securities bene	ficially own	ned directly o	r indirectly.				
			inform require	ation conta ed to respo ys a curren	pond to the cained in this fond unless the other than the other th	orm are not e form	SEC 1474 (9-02)		
		vative Securities Acq puts, calls, warrants				vned			
1. Title of Derivative Security or Exe (Instr. 3) Price of Derivative Security	rersion (Month/Day/Year) Execution Date, if Transaction of Exercise any Code Derivative (Month/Day/Year) (Instr. 8) Securities Acquired		6. Date Exerci Expiration Da (Month/Day/Y	te	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst		
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount	

								Number of Shares	
Stock option	\$ 39.2939	10/31/2005	M	525	12/07/1996	12/07/2005	common	525	\$ 4
Stock option	\$ 39.2939	10/31/2005	M	525	12/07/1997	12/07/2005	common	525	\$ 4

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

WEYERHAEUSER WILLIAM T
PO BOX 1278
X
TACOMA, WA 98401

Signatures

William T.

Weyerhaeuser 11/01/2005

**Signature of Reporting Date

Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

Reporting Owners 3

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).