

WEYERHAEUSER CO

Form 3

March 16, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

GIDEON THOMAS F

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/14/2005

3. Issuer Name and Ticker or Trading Symbol
WEYERHAEUSER CO [WY]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

P. O. BOX 9777

(Street)

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer ____ Other
 (give title below) (specify below)
 Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

FEDERAL

WAY, WA 980639777

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities Beneficially Owned
(Instr. 4)3. Ownership Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common

1,844

I

By 401(k) and PSP Plans

Common

138 ⁽¹⁾

I

By Spouse ⁽²⁾

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and Expiration Date
(Month/Day/Year)3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Share Equivalents	03/14/2005	Â ⁽³⁾	Common	3,014	\$ ⁽⁴⁾	D	Â
Stock Option (right to buy)	12/09/2000 ⁽⁵⁾	12/08/2009	Common	2,350	\$ 65.5625	D	Â
Stock Option (right to buy)	02/10/2001 ⁽⁶⁾	02/09/2010	Common	2,800	\$ 53.0312	D	Â
Stock Option (right to buy)	02/08/2002 ⁽⁷⁾	02/07/2011	Common	2,500	\$ 52.705	D	Â
Stock Option (right to buy)	02/13/2003 ⁽⁸⁾	02/12/2012	Common	3,500	\$ 61.25	D	Â
Stock Option (right to buy)	08/06/2003 ⁽⁹⁾	08/05/2012	Common	1,000	\$ 54.695	D	Â
Stock Option (right to buy)	02/14/2004 ⁽¹⁰⁾	02/13/2013	Common	2,250	\$ 49.605	D	Â
Stock Option (right to buy)	02/12/2005 ⁽¹¹⁾	02/11/2014	Common	11,600	\$ 62.815	D	Â
Stock Option (right to buy)	02/17/2006 ⁽¹²⁾	02/16/2015	Common	14,350	\$ 63.495	D	Â
Stock Option (right to buy)	02/13/2003 ⁽⁸⁾	02/12/2012	Common	250	\$ 61.25	I ⁽¹⁾	By Spouse

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GIDEON THOMAS F P. O. BOX 9777 FEDERAL WAY,Â WAÂ 980639777	Â	Â	Â Senior Vice President	Â

Signatures

By: /s/ Vicki A. Merrick,
Attorney-in-fact

03/15/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (2) Shares held by spouse through the Weyerhaeuser Company 401(k) and Performance Share Plans.
- (3)

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The common share equivalents were acquired pursuant to the Weyerhaeuser Company Comprehensive Incentive Compensation Plan and are to be settled 100% in cash upon the reporting persons termination or retirement.

- (4) 1 for 1
- (5) The option vests in 25% increments beginning December 9, 2000
- (6) The option vests in 25% increments beginning February 10, 2001
- (7) The option vests in 25% increments beginning February 8, 2002
- (8) The option vests in 25% increments beginning February 13, 2003
- (9) The option vests in 25% increments beginning August 6, 2003
- (10) The option vests in 25% increments beginning February 14, 2004
- (11) The option vests in 25% increments beginning February 12, 2005
- (12) The option vests in 25% increments beginning February 17, 2006

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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