

HANSON RICHARD E
Form 4
December 02, 2004

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 *
HANSON RICHARD E

(Last) (First) (Middle)

P. O. BOX 9777

(Street)

FEDERAL WAY, WA 980639777

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/01/2004

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)

Executive 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

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	(D)	Price
Common	12/01/2004		M		9,400	A	\$ 51.0937
Common	12/01/2004		S		9,400	D	\$ 67
Common	12/01/2004		M		3,168	A	\$ 56.7812
Common	12/01/2004		S		3,168	D	\$ 67
Common	12/01/2004		M		20,500	A	\$ 53.75
Common	12/01/2004		S		20,500	D	\$ 67
Common					6,007	I	(1)

By 401(k) and PSP

Plans

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)

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
Stock Option (right to buy)	\$ 51.0937	12/01/2004		M	9,400	02/13/1999 ⁽²⁾	02/12/2008	Common	9,400
Stock Option (right to buy)	\$ 56.7812	12/01/2004		M	3,168	03/27/1999 ⁽³⁾	03/26/2008	Common	3,168
Stock Option (right to buy)	\$ 53.75	12/01/2004		M	20,500	02/11/2000 ⁽⁴⁾	02/10/2009	Common	20,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HANSON RICHARD E
P. O. BOX 9777
FEDERAL WAY, WA 980639777

Executive Vice President

Signatures

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

12/02/2004

**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) Includes 352 shares acquired under the Weyerhaeuser Company 401(K) and Performance Share Plans since the date of the reporting persons last ownership report.

(2) The option vests in 25% increments beginning February 13, 1999

(3) The option vests in 25% increments beginning March 27, 1999

(4) The option vests in 25% increments beginning February 11, 2000

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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