

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>MENCOFF SAMUEL M</u> (Last) (First) (Middle) <u>C/O MADISON DEARBORN PARTNERS, LLC</u> <u>70 W. MADISON STREET, SUITE 4600</u> (Street) <u>CHICAGO IL 60602</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BOISE CASCADE Co [BCC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/14/2013</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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, par value \$0.01 per share	11/14/2013		S		8,050,000 ⁽¹⁾	D	\$21.6	7,785,938	I	See Footnotes ⁽²⁾⁽³⁾

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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

1. Name and Address of Reporting Person*
MENCOFF SAMUEL M
 (Last) (First) (Middle)
C/O MADISON DEARBORN PARTNERS, LLC
70 W. MADISON STREET, SUITE 4600
 (Street)
CHICAGO IL 60602
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
SOULELES THOMAS S
 (Last) (First) (Middle)
C/O MADISON DEARBORN PARTNERS, LLC
70 W. MADISON STREET, SUITE 4600
 (Street)
CHICAGO IL 60602
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
MADISON DEARBORN PARTNERS LLC
 (Last) (First) (Middle)

C/O MADISON DEARBORN PARTNERS, LLC
70 W. MADISON STREET, SUITE 4600

(Street)

CHICAGO IL 60602

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

MADISON DEARBORN PARTNERS IV LP

(Last) (First) (Middle)

C/O MADISON DEARBORN PARTNERS, LLC
70 W. MADISON STREET, SUITE 4600

(Street)

CHICAGO IL 60602

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

MADISON DEARBORN CAPITAL
PARTNERS IV LP

(Last) (First) (Middle)

C/O MADISON DEARBORN PARTNERS, LLC
70 W. MADISON STREET, SUITE 4600

(Street)

CHICAGO IL 60602

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

FINNEGAN PAUL J

(Last) (First) (Middle)

C/O MADISON DEARBORN PARTNERS, LLC
70 W. MADISON STREET, SUITE 4600

(Street)

CHICAGO IL 60602

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

FOREST PRODUCTS HOLDINGS, L.L.C.

(Last) (First) (Middle)

C/O MADISON DEARBORN PARTNERS, LLC
70 W. MADISON STREET, SUITE 4600

(Street)

CHICAGO IL 60602

(City)

(State)

(Zip)

Explanation of Responses:

1. Represent shares of Boise Cascade Company common stock ("Common Stock") sold in an underwritten secondary offering.
2. Boise Cascade Holdings, L.L.C. ("BC Holdings") is the record owner of the shares of Common Stock set forth herein. Forest Products Holdings, L.L.C. ("FPH") holds a majority of the voting common units of BC Holdings and has the right to appoint a majority of the members of the board of directors of BC Holdings. Madison Dearborn Capital Partners IV, L.P. ("MDCP IV") is the controlling equityholder of FPH. Madison Dearborn Partners IV, L.P. ("MDP IV") is the general partner of MDCP IV. Madison Dearborn Partners, LLC ("MDP") is the general partner of MDP IV. Paul J. Finnegan and Samuel M. Menco are the sole members of a limited partner committee of MDP IV that has the power to vote or dispose of the equity units held by MDCP IV and are investors in MDP IV. Thomas S. Souleles is a managing director of MDP. Each of Messrs. Finnegan, Menco and Souleles are also investors in MDP IV and/or MDCP IV.
3. Each of FPH, MDCP IV, MDP IV, MDP and Messrs. Finnegan, Menco and Souleles may be deemed to have an indirect pecuniary interest in the shares of common stock held of record by BC Holdings. Each of the foregoing persons expressly disclaims beneficial ownership of the reported securities, except to the extent of such person's respective pecuniary interest therein.

Remarks:

Each of FPH, MDCP IV, MDP IV, MDP and Mr. Finnegan may be deemed a director by deputization as a result of Samuel M. Menco, Thomas S. Souleles and Matthew W. Norton, employees of MDP, serving on the board of directors of Boise Cascade Company.

Samuel M. Menco, by /s/
John T. Sahlberg, Attorney in 11/14/2013
Fact

Thomas S. Souleles, by /s/ 11/14/2013

John T. Sahlberg, Attorney in Fact
Forest Products Holdings, L.L.C., by /s/ John T. Sahlberg, Senior Vice President and General Counsel 11/14/2013
Madison Dearborn Partners, LLC, by /s/ John T. Sahlberg, Attorney-in-Fact for Mark B. Tresnowski, Managing Director 11/14/2013
Madison Dearborn Partners IV, L.P., by Madison Dearborn Partners, LLC, its General Partner, by /s/ John T. Sahlberg, Attorney-in-Fact for Mark B. Tresnowski, Managing Director 11/14/2013
Madison Dearborn Capital Partners IV, L.P., by Madison Dearborn Partners, LLC, its General Partner, by /s/ John T. Sahlberg, Attorney-in-Fact for Mark B. Tresnowski, Managing Director 11/14/2013
Paul J. Finnegan, by /s/ John T. Sahlberg, Attorney-in-Fact 11/14/2013

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.