

POTLATCH CORP

Form 5

January 12, 2006

**FORM 5****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**Check this box if  
no longer subject  
to Section 16.Form 4 or Form  
5 obligations  
may continue.See Instruction  
1(b).Form 3 Holdings  
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB  
Number: 3235-0362Expires: January 31,  
2005Estimated average  
burden hours per  
response... 1.01. Name and Address of Reporting Person \*  
WEYERHAEUSER WILLIAM T

(Last)

(First)

(Middle)

PO BOX 1278

(Street)

TACOMA, WA 98401

(City)

(State)

(Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
POTLATCH CORP [PCH]3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/20054. 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)

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|------------|-------|--------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                |                                      |                                                    |                                | Amount                                                            | (A) or (D) | Price |                                                                                            |                                                          |                                                       |
| Common                         | Â                                    | Â                                                  | Â                              | Â                                                                 | Â          | Â     | 1,050                                                                                      | D                                                        | Â                                                     |
| Common                         | Â                                    | Â                                                  | Â                              | Â                                                                 | Â          | Â     | 49,500                                                                                     | I                                                        | Beneficiary & Trustee of WBW Trust #1                 |
| Common                         | Â                                    | Â                                                  | Â                              | Â                                                                 | Â          | Â     | 21,030                                                                                     | I                                                        | I disclaim beneficial ownership of these shs          |

|        |            |   |   |   |   |             |        |   |                                                                                                                                                                                                                                                                                                                                                 |
|--------|------------|---|---|---|---|-------------|--------|---|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Common | Â          | Â | Â | Â | Â | Â           | 2,700  | I | held by a trust for my mother of which I am a trustee<br><br>I disclaim beneficial ownership of these shares owned directly by my wife<br><br>I disclaim beneficial ownership of these shs held in a trust for my sister of which I am a trustee<br><br>I disclaim beneficial ownership of these shares owned directly by my son <sup>(1)</sup> |
| Common | Â          | Â | Â | Â | Â | Â           | 29,775 | I |                                                                                                                                                                                                                                                                                                                                                 |
| Common | 09/05/2005 | Â | J | 2 | D | \$<br>53.48 | 0      | I |                                                                                                                                                                                                                                                                                                                                                 |

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

**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 control number.**

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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) | 8. Price of Derivative Security (Instr. 5) | 9. of Derivative Security (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|--------------------------------------|
|                                            |                                                        |                                      |                                                    |                                | (A) (D)                                                                                 | Date Exercisable                                         | Expiration Date                                               | Title                                      | Amount or                            |

Number  
of  
Shares

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |         |       |
|-----------------------------------------------------------|---------------|-----------|---------|-------|
|                                                           | Director      | 10% Owner | Officer | Other |
| WEYERHAEUSER WILLIAM T<br>PO BOX 1278<br>TACOMA, WA 98401 | X             |           |         |       |

## Signatures

William T. Weyerhaeuser 01/12/2006

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) Shares owned by adult child of reporting person who is no longer a resident of reporting person's household.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.