

KIECKHEFER JOHN I
Form 4
September 03, 2010

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 *
KIECKHEFER JOHN I

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
PO BOX 1151

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/01/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

PRESCOTT, AZ 86302

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

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

(City) (State) (Zip)

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 or Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or Price | | |
| Common Shares | 09/01/2010 | | A | | 518,662 ⁽¹⁾ | A | \$ 0 877,994 D |
| Common Shares | 09/01/2010 | | A | | 218,706 ⁽¹⁾ | A | \$ 0 370,228 I Trusts for my benefit |
| Common Shares | 09/01/2010 | | A | | 3,133,410 ⁽¹⁾ | A | \$ 0 5,304,258 I Trusts fbo my immediate family and siblings |
| Common Shares | 09/01/2010 | | A | | 1,815 ⁽¹⁾ | A | \$ 0 3,073 I by spouse |

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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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Share Equivalents | \$ 0 | 09/01/2010 | | A | 69,006 <u>(1)</u> | <u>(2)</u> <u>(2)</u> | Common | 69,006 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KIECKHEFER JOHN I PO BOX 1151 PRESCOTT, AZ 86302 | X | | | |

Signatures

John
I.Kieckhefer 09/03/2010

__Signature of Date
Reporting Person

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) Received pursuant to special dividend paid 9/1/2010 to shareholders of record 7/22/2010
- (2) The common share equivalents were acquired pursuant to the Weyerhaeuser Company Fee Deferral Plan for Directors and are payable 100% in cash upon the reporting person's retirement or termination of board service.
- (3) Reported shares include shares acquired in dividend reinvestment.

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.