

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2004-08-12** | Period of Report: **2004-08-11**

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REPORTING OWNER

PEARSON STEVEN H

CIK: **1199570**

Type: **4** | Act: **34** | File No.: **000-23135** | Film No.: **04969308**

Mailing Address

*1321 BRAEMERE RD
BOISE ID 83701*

ISSUER

BUILDING MATERIALS HOLDING CORP

CIK: **1046356** | IRS No.: **911834269** | State of Incorporation: **DE** | Fiscal Year End: **1231**

SIC: **5211** Lumber & other building materials dealers

Mailing Address

*FOUR EMBARCADERO
CENTER
SUITE 3250
SAN FRANCISCO CA 94111*

Business Address

*FOUR EMBARCADERO
CENTER
SUITE 3250
SAN FRANCISCO CA 94111
415-627-9100*

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

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

1. Name and Address of Reporting Person PEARSON STEVEN H			2. Issuer Name and Ticker or Trading Symbol BUILDING MATERIALS HOLDING CORP [BMHC]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) SVP, Human Resources		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/11/2004			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		
1321 BRAEMERE ROAD (Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					
BOISE, ID 83702 (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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/11/2004		M		2,410 ⁽⁵⁾	A	\$14.25	2,410	D	
Common Stock	08/11/2004		M		10,000 ⁽⁵⁾	A	\$10.25	12,410	D	
Common Stock	08/11/2004		M		10,000 ⁽⁵⁾	A	\$9.719	22,410	D	
Common Stock	08/11/2004		S		22,410	D	\$21.646	0	D	
Common Stock								22,500 ⁽⁷⁾	D	
Common Stock								1,000 ⁽⁷⁾	D	
Common Stock								1,504 ⁽⁶⁾	D	
Common Stock								1,144.139 ⁽⁷⁾	I	401K Plan

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 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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options	\$14.25	08/11/2004		M			2,410	(2)	05/03/2005	Common Stock	2,410	\$14.25	0	D	

Stock Options	\$10.25	08/11/2004		<u>M</u>			10,000	(3)	04/01/2009	Common Stock	10,000	\$10.25	0	D	
Stock Options	\$9.719	08/11/2004		<u>M</u>			10,000	(4)	09/07/2010	Common Stock	10,000	\$9.719	0	D	
Stock Option	\$17.39							(1)	08/09/2014	Stock Option	5,000		12,000 (7)	D	
Stock Options	\$19.5							(3)	04/30/2006	Common Stock	2,630		2,630 (7)	D	
Stock Options	\$12.5							(3)	02/05/2007	Common Stock	4,000		4,000 (7)	D	
Stock Options	\$12.375							(3)	02/17/2008	Common Stock	5,060		5,060 (7)	D	
Stock Options	\$10							(3)	01/20/2010	Common Stock	10,000		10,000 (7)	D	
Stock Options	\$9.688							(4)	03/05/2011	Common Stock	12,000		12,000 (5)	D	
Stock Options	\$14							(4)	02/13/2012	Common Stock	14,000		14,000 (5)	D	
Stock Options	\$13.93							(4)	04/02/2013	Common Stock	6,000		6,000 (5)	D	
Retirement Income Units	\$ 0							(7)	(7)	Common Stock	11,159.41		11,159.41 (7)	I	ESRIP

Explanation of Responses:

1. Stock Options granted under the Building Materials Holding Corporation (the "Company") 2004 Performance and Incentive Plan. These options are exercisable as to 25% of the total number of options granted on December 31 of each year.
2. Stock Options granted under the Building Materials Holding Corporation (the "Company") 1992 Stock Option Plan. These options are exercisable as to 20% of the total number of options granted on December 31 of each year.
3. Stock Options granted under the Building Materials Holding Corporation (the "Company") 1993 Stock Option Plan. These options are exercisable as to 25% of the total number of options granted on December 31 of each year.
4. Stock Options granted under the Building Materials Holding Corporation (the "Company") 2000 Stock Option Plan. These options are exercisable as to 25% of the total number of options granted on December 31 of each year.
5. Exercise of stock options.
6. Includes shares purchased under the BMHC Employee Stock Purchase Plan.
7. No changes since last Form 4.

Signatures

Ellis C. Goebel

** Signature of Reporting Person

08/12/2004

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.

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