TEMPLE INLAND INC

Form 4 June 16, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

(Print or Type F	(esponses)									
1. Name and A TURPIN DA	ddress of Reporting I AVID W	Person *	Symbol	Name and E INLAN			9	5. Relationship of Issuer		
(Last)	(First) (M	(liddle)	3 Date of	Earliest Tra	nsaction			(Che	eck all applicable	e)
1300 SOUT	` , ,		(Month/Da 06/15/20	ay/Year)	msaction			Director _X_ Officer (gibelow)		6 Owner eer (specify
	(Street)		4. If Amer	ndment, Dat	e Original			6. Individual or	Joint/Group Fili	ng(Check
AUSTIN, T	X 78746		Filed(Mont	th/Day/Year)					One Reporting Po	
, a	(0)	(Person		
(City)	(State)	(Zip)	Table	I - Non-Do	erivative S	Securit	ies Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	emed on Date, if /Day/Year)	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3,	(A) or (A) or)	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)
Common Stock								10,304 (1)	D	
Common Stock								400	I	In IRA Account
Common Stock								5,270 (2)	I	By Trustee of 401(k) Plan (2)
Reminder: Ren	ort on a separate line	for each c	lass of secur	ities benefi	cially own	ed dire	ctly or	indirectly		
reminder. Rep	ort on a separate fine	101 Cacii C	1435 01 50041	THE STATE OF THE PARTY OF THE P	-		-	ond to the colle	ction of	SEC 1474
						ned in this form are not (9-02)				

required to respond unless the form

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displays a currently valid OMB control number.

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. Transactic Code (Instr. 8)	5. DrNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Date (Month/Day/Year) e	e Exercisable and Expiration h/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share	
Option (right to buy)	\$ 21.41					02/02/1997(3)	02/02/2006(3)	Common Stock	1,600 (3)	
Option (right to buy)	\$ 28.03					02/07/1998(5)	02/07/2007(5)	Common Stock	3,650 (5)	
Option (right to buy)	\$ 27.75					02/06/1999(6)	01/06/2008(6)	Common Stock	6,000 (6)	
Option (right to buy)	\$ 27.75					02/06/2003	02/06/2008	Common Stock	8,000	
Option (right to buy)	\$ 29.63					02/05/2000(7)	02/05/2009(7)	Common Stock	6,000 (7)	
Option (right to buy)	\$ 27.64					02/04/2001(8)	02/04/2010(8)	Common Stock	10,000	
Option (right to buy)	\$ 25.65					02/02/2002(9)	02/02/2011(9)	Common Stock	5,000 (9)	
Option (right to buy)	\$ 27.66					02/01/2003(10)	02/01/2012(10)	Common Stock	20,000 (10)	
Option (right to buy)	\$ 21.51					02/07/2004(11)	02/07/2013(11)	Common Stock	12,000 (11)	

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Phantom Stock (12)	\$ 37.06	06/15/2005	06/15/2005	F	1	(12)	(12)	Common Stock	4,197 (12)
Option (right to buy)	\$ 30.02					02/06/2005(13)	02/06/2014(13)	Common Stock	6,000 (13)
Option (right to buy)	\$ 37.07					02/04/2006(14)	02/04/2015(14)	Common Stock	6,000 (14)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

TURPIN DAVID W

1300 SOUTH MOPAC Treasurer

AUSTIN, TX 78746

Signatures

Leslie K. O'Neal signed on behalf of David W.
Turpin

06/16/2005

**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) In accordance with the Shareholder Rights Plan adopted by the Company on February 9, 1999, Preferred Stock Purchase Rights are deemed to be attached to the shares of Common Stock.
- Reporting Person acquired additional shares through on-going acquisitions under 401(k) plan. By trustee of the Temple-Inland Salaried

 (2) Savings Plan according to the latest report of the Plan Administrator dated January 31, 2005. (Note: Trustee uses unit accounting; therefore, share equivalents may fluctuate slightly from month to month.)
- Options Vesting Schedule: Options Exercisable 02/02/1997 320; Options Exercisable 02/02/1998 320; Options Exercisable 02/02/1999 320; Options Exercisable 02/02/2001 320.
- (4) All amounts have been adjusted to reflect a 2-for-1 stock split on April 1, 2005.
- Options Vesting Schedule: Options Exercisable 02/07/1998 730; Options Exercisable 02/07/1999 730; Options Exercisable 02/07/2000 730; Options Exercisable 02/07/2001 730; Options Exercisable 02/07/2002 730.
- Options Vesting Schedule: Options Exercisable 02/06/1999 1,200; Options Exercisable 02/06/2000 1,200; Options Exercisable 02/06/2001 1,200; Options Exercisable 02/06/2002 1,200; Options Exercisable 02/06/2003 1,200.
- Options Vesting Schedule: Options Exercisable 02/05/2000 1,200; Options Exercisable 02/05/2001 1,200; Options Exercisable 02/05/2002 1,200; Options Exercisable 02/05/2003 1,200; Options Exercisable 02/05/2004 1,200.
- (8) Options Vesting Schedule: Options exercisable 02/04/2001 2,000; Options exercisable 02/04/2002 2,000; Options exercisable 02/04/2003 2,000; Options exercisable 02/04/2004 2,000; Options exercisable 02/04/2005 2,000.
- (9) Options Vesting Schedule: Options exercisable 02/02/2005 5,000.
- (10) Options Vesting Schedule: Options Exercisable 02/01/2003 5,000; Options Exercisable 02/01/2004 5,000; Options Exercisable 02/01/2005 5,000; Options Exercisable 02/01/2006 5,000.
- Options Vesting Schedule: Options Exercisable 02/07/2004 3,000; Options Exercisable 02/07/2005 3,000; Options Exercisable 02/07/2006 3,000; Options Exercisable 02/07/2007 3,000.

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- Phantom shares accrued under a Company plan, which includes a dividend reinvestment feature, to be settled upon Reporting Person?s (12) retirement. 02/06/2004 2,000 restricted stock units vest 100% at the end of 3 years if still employed. 02/06/2004 2,000 restricted performance stock units vest 0%, 75% or 100% at the end of 3 years depending on whether certain performance criteria are met.
- (13) Options Vesting Schedule: Options Exercisable 02/06/2005 1,500; Options Exercisable 02/06/2006 1,500; Options Exercisable 02/06/2007 1,500; Options Exercisable 02/06/2008 1,500.
- Option Vesting Schedule: Options exercisable 02/04/2006 1,500; Options exercisable 02/04/2007 1,500; Options exercisable 02/04/2008 1,500; Options exercisable 02/04/2009 1,500.

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.