

REED W ALLEN  
Form 4  
May 10, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
REED W ALLEN

(Last) (First) (Middle)

1300 S. MOPAC

(Street)

AUSTIN, TX 78746

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
TEMPLE INLAND INC [TIN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/06/2005

4. 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 Filing(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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.**

SEC 1474  
(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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
--	------------------------------------	--------------------------------------	--	--------------------------------	------------------------------------	--	---

Edgar Filing: REED W ALLEN - Form 4

Derivative Security	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) \$ 27.64						02/04/2001	02/04/2010	Common Stock	20,000 <sup>(1)</sup>
Option (right to buy) \$ 18.89						02/04/2001	02/04/2015	Common Stock	4,000
Option (right to buy) \$ 25.65						02/02/2002	02/02/2011	Common Stock	2,000 <sup>(3)</sup>
Option (right to buy) \$ 27.66						02/02/2003	02/02/2012	Common Stock	2,000 <sup>(4)</sup>
Phantom Shares \$ 34.89 <sup>(5)</sup>						05/06/2005	05/06/2005	A	267
						05/03/2019 <sup>(5)</sup>	05/03/2034 <sup>(5)</sup>	Common Stock	267 <sup>(5)</sup>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REED W ALLEN 1300 S. MOPAC AUSTIN, TX 78746		X		

## Signatures

Leslie K. O'Neal signed on behalf of W. Allen  
Reed 05/10/2005

\*\*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) Option Vesting Schedule: Options Exercisable 02/04/2001 - 2,000; Options Exercisable 02/04/2004 - 3,000; Options Exercisable 02/04/2005 - 5,000; Options Exercisable 02/04/2006 - 5,000; Options Exercisable 02/04/2007 - 5,000.
- (2) All amounts have been adjusted to reflect a 2-for-1 stock split on April 1, 2005.
- (3) Option Vesting Schedule: Options Exercisable 02/02/2002 - 800; Options Exercisable 02/02/2003 - 800; Options Exercisable 02/02/2004 - 400.

## Edgar Filing: REED W ALLEN - Form 4

- (4) Option Vesting Schedule: Options Exercisable 02/02/2003 - 800; Options Exercisable 02/02/2004 - 800; Options Exercisable 02/02/2005 - 400.
- (5) Phantom shares accrued under a Company plan, which includes a dividend reinvestment feature, to be settled upon the reporting person's retirement.

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.