

WEYERHAEUSER CO
Form S-8 POS
September 30, 2004

As filed with the Securities and Exchange Commission on September 30, 2004

Registration No. 333-119184

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

POST EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

WEYERHAEUSER COMPANY
(Exact Name of Registrant as Specified in Its Charter)

STATE OF WASHINGTON
(State or Other Jurisdiction of
Incorporation or Organization)

91-0470860
(I.R.S. Employer
Identification No.)

33663 WEYERHAEUSER WAY SOUTH
FEDERAL WAY, WASHINGTON
(Address of Principal Executive Offices)

98003
(Zip Code)

WEYERHAEUSER COMPANY HOURLY 401(K) PLAN NUMBER TWO
(Full Title of the Plans)

Claire S. Grace
Corporate Secretary
Weyerhaeuser Company
Federal Way, Washington 98003
(253) 924-2345
(Name, Address and Telephone Number of Agent For Service)

EXPLANATORY STATEMENT

This post-effective amendment replaces the consent of KPMG LLP with a new consent that is correctly titled.

Item 8. Exhibits.

| Exhibit Number | Description |
|---------------------------|--------------------------------------|
| 23.2 | Consent of KPMG LLP |
| 24 | Power of Attorney (filed previously) |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Federal Way, State of Washington, on September 29, 2004.

WEYERHAEUSER COMPANY

By /s/ Claire S. Grace

Claire S. Grace
Corporate Secretary

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

| Signature | Title |
|--------------------------------|--|
| <u>/s/ Steven R. Rogel</u> | President, Chief Executive Officer and Director (Principal Executive Officer) |
| Steven R. Rogel | |
| <u>/s/ Richard J. Taggart</u> | Executive Vice President and Chief Financial Officer (Principal Financial Officer) |
| Richard J. Taggart | |
| <u>/s/ Steven J. Hillyard</u> | Vice President and Chief Accounting Officer (Principal Accounting Officer) |
| Steven J. Hillyard | |
| <u>/s/ Richard F. Haskayne</u> | Director |
| Richard F. Haskayne | |
| <u>/s/ Robert J. Herbold</u> | Director |
| Robert J. Herbold | |
| <u>/s/ Martha R. Ingram</u> | Director |
| Martha R. Ingram | |
| <u>/s/ John I. Kieckhefer</u> | Director |
| John I. Kieckhefer | |

John I. Kieckhefer

/s/ Arnold G. Langbo

Director

Arnold G. Langbo

| Signature | Title |
|---|--------------|
| <hr/> /s/ Rt. Hon. Donald F. Manzankowski <hr/> | Director |
| Rt. Hon. Donald F. Manzankowski | |
| <hr/> /s/ William D. Ruckelshaus <hr/> | Director |
| William D. Ruckelshaus | |
| <hr/> /s/ Richard H. Sinkfield <hr/> | Director |
| Richard H. Sinkfield | |
| <hr/> /s/ James N. Sullivan <hr/> | Director |
| James N. Sullivan | |

By /s/ Claire S. Grace

Claire S. Grace
Attorney-in-Fact

PLAN SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, each of the following Plans has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Federal Way, State of Washington, on September 29, 2004.

WEYERHAEUSER COMPANY HOURLY 401(K) PLAN
NUMBER TWO

By /s/ Marilyn W. Wilfong

Marilyn W. Wilfong
Director-Employee Benefits

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