

Heinrichs Steven S
Form 4
September 29, 2017

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 *
Heinrichs Steven S

2. Issuer Name and Ticker or Trading Symbol
Neenah Paper Inc [NP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3460 PRESTON RIDGE ROAD,
SUITE 600

3. Date of Earliest Transaction
(Month/Day/Year)
09/27/2017

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

SVP, General Counsel & Sec

(Street)

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

ALPHARETTA, GA 30005

(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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common stock	09/27/2017		M		2,000 <u>(1)</u>	A	\$ 42.82 18,293 D
Common stock	09/27/2017		S		2,000 <u>(1)</u>	D	\$ 85 16,293 D
Common stock	09/27/2017		M		744 <u>(1)</u>	A	\$ 59.72 17,037 D
Common stock	09/27/2017		S		744 <u>(1)</u>	D	\$ 85 16,293 D

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Rights	\$ 42.82	09/27/2017		M	4,030 <u>(1)</u>	<u>(2)</u>	01/27/2024	Common stock	4,030
Stock Appreciation Right	\$ 59.72	09/27/2017		M	2,499 <u>(1)</u>	<u>(3)</u>	01/26/2025	Common stock	2,499

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Heinrichs Steven S 3460 PRESTON RIDGE ROAD, SUITE 600 ALPHARETTA, GA 30005			SVP, General Counsel & Sec	

Signatures

/s/Steven S.
Heinrichs

09/29/2017

**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) This transaction was executed pursuant to a sale in accordance with a Preset Diversification Program (10b5-1 Trading Plan) for Steven S. Heinrichs.
- (2) The stock appreciation rights vest in increments of one third on 01/28/2015, 01/28/2016, and 01/28/2017.

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(3) The stock appreciation rights vest in increments of one third on 01/27/2016, 01/27/2017, and 01/27/2018.

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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