

Neenah Paper Inc
Form 4
July 11, 2013

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

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

ALPHARETTA, GA 30005

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
07/09/2013

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)
SVP, Gen. Counsel & Secretary

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 (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common stock	07/09/2013 ⁽¹⁾		M		946 \$ 32.6	D	
Common stock	07/09/2013 ⁽¹⁾		S		946 \$ 35	D	
Common stock	07/09/2013 ⁽¹⁾		M		551 \$ 27.58	D	
Common stock	07/09/2013 ⁽¹⁾		S		551 \$ 35	D	
Common stock	07/09/2013 ⁽¹⁾		M		413 \$ 29.43	D	

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Common stock	07/09/2013 ⁽¹⁾	S	413	D	\$ 35	0	D
Common stock	07/09/2013 ⁽¹⁾	M	610	A	\$ 25.7	610	D
Common stock	07/09/2013 ⁽¹⁾	S	610	D	\$ 35	0	D
Common stock	07/10/2013 ⁽¹⁾	M	257	A	\$ 25.7	257	D
Common stock	07/10/2013 ⁽¹⁾	S	257	D	\$ 35.09	0	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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 32.6	07/09/2013 ⁽¹⁾		M	946	12/15/2007	12/14/2014	Common stock	946
Stock Appreciation Right	\$ 27.58	07/09/2013 ⁽¹⁾		M	551	02/07/2009	02/06/2016	Common stock	551
Stock Appreciation Right	\$ 29.43	07/09/2013 ⁽¹⁾		M	413	08/07/2009	08/06/2016	Common stock	413
Stock Appreciation Right	\$ 25.7	07/09/2013 ⁽¹⁾		M	610	01/30/2011	01/29/2018	Common stock	610
	\$ 25.7	07/10/2013 ⁽¹⁾		M	257	01/30/2011	01/29/2018		257

Stock
Appreciation
Right

Common
stock

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, Gen. Counsel & Secretary	

Signatures

/s/ Steven S.
Heinrichs

07/11/2013

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.

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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