

Sherman Neil
 Form 4
 February 08, 2019

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 *
 Sherman Neil

2. Issuer Name and Ticker or Trading Symbol
 LOUISIANA-PACIFIC CORP
 [LPX]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 414 UNION STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/07/2019

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

NASHVILLE, TN 37219
 (City) (State) (Zip)

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

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 | Price | | | |
| Common Stock | 02/07/2019 | | M | | 6,428 | \$ 24.13 | A | 43,656 | D |
| Common Stock | 02/07/2019 | | F | | 2,527 | \$ 24.13 | D | 41,129 | D |
| Restricted stock units | 02/07/2019 | | A | | 12,433 (1) | \$ 24.13 | A | 53,562 (2) | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Performance share unit | \$ 0 | 02/07/2019 | | M | 3,177 | 02/07/2019 | 02/07/2019 | Common stock |
| Performance share units | \$ 0 | 02/07/2019 | | A | 12,433 | 02/07/2022 | 02/07/2022 | Common stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sherman Neil 414 UNION STREET NASHVILLE, TN 37219 | | | EVP Siding | |

Signatures

/s/ Neil Sherman by Rebecca Barckley
02/08/2019

**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) Award granted pursuant to Louisiana Pacific Corporation 2013 Omnibus plan. Award converts into common stock as of the date of vest.
- (2) Includes restricted stock 6,897 vesting 2/2/2020; 9,532 vesting 2/8/2021 and 12,433 vesting 2/7/2022
- (3) Based upon the conversion of the 2016 performance share grant at a performance attainment of 198.5% plus dividend equivalent shares earned over the period.
- (4) Each performance share converts into the number of shares of Common Stock by applying a payout factor to the target number of shares vesting on a given date. The payout factor can be from 0 to 200% depending on performance realized.

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.