

Nelson Michael W
Form 4
March 02, 2012

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Nelson Michael W

(Last) (First) (Middle)

7203 GOLDENROD CIRCLE

(Street)

WAUSAU, WI 54401

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

WAUSAU PAPER CORP. [WPP]

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

02/15/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

SVP - Paper

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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(A) Code (Instr. 8)	4. Securities Acquired 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)
			Code	V	Amount	(A) or (D)	Price
No Par Value Common Stock	02/15/2012		J ⁽¹⁾	V	38.1552	A	\$ 9.41
							12,118.4339
							D

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

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information contained in this form are not
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SEC 1474
(9-02)

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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 of Underlying Security (Instr. 3)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Performance Rights	\$ 0 ⁽²⁾	02/15/2012		A	V	8.5673		01/03/2013 ⁽³⁾	01/03/2013 ⁽³⁾	Common Stock
Performance Rights	\$ 0 ⁽²⁾	02/29/2012		A ⁽⁴⁾		969.7239		01/03/2013 ⁽³⁾	01/03/2013 ⁽³⁾	Common Stock
Performance Rights	\$ 0 ⁽²⁾	02/15/2012		A	V	18.6766		01/03/2014 ⁽⁵⁾	01/03/2014 ⁽⁵⁾	Common Stock
Performance Rights	\$ 0 ⁽²⁾	02/29/2012		A ⁽⁶⁾		2,571.3086		03/15/2013 ⁽⁷⁾	03/15/2013 ⁽⁷⁾	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nelson Michael W 7203 GOLDENROD CIRCLE WAUSAU, WI 54401			SVP - Paper	

Signatures

Sherri L. Lemmer,
Attorney-in-Fact

03/02/2012

__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) Acquired under Dividend Reinvestment Plan.

(2) Converts to common stock on a one-for-one basis.

(3) Rights vest if employment continues until January 3, 2013.

(4) Performance conditions satisfied on February 29, 2012; rights vest if employment continues until January 3, 2013. Includes accrued dividend equivalent shares to February 29, 2012.

(5) Rights vest if employment continues until January 3, 2014.

(6) Performance conditions satisfied on February 29, 2012; rights vest if employment continues until March 15, 2013. Includes accrued dividend equivalent shares to February 29, 2012.

(7) Rights vest if employment continues until March 15, 2013.

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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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