Edgar Filing: Balboni John N - Form 4

Balboni Johi Form 4	n N										
February 10,	, 2010										
FORM	UNITED		CURITIES A Washington,			NGE C	OMMISSION	OMB AF OMB Number:	PROVAL 3235-0287		
								•			
(Print or Type I	Responses)										
1. Name and Address of Reporting Person <u>*</u> Balboni John N			2. Issuer Name and Ticker or Trading Symbol INTERNATIONAL PAPER CO /NEW/ [IP]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	(First) (M 2NATIONAL PAR 7, 6400 POPLAR	(Mo	ate of Earliest Tr nth/Day/Year) 08/2010	ransaction			Director X Officer (give below) SV		Owner er (specify		
			Amendment, Da d(Month/Day/Year	nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-E	Derivative S	Securi	ities Acqu	uired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)		Code	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	02/08/2010		Code V $A^{(1)}$	Amount 6,845	or (D) A	Price \$ 22.67	(Instr. 3 and 4) 141,696 (2)	D			
Common Stock	02/08/2010		F <u>(3)</u>	11,298	D	\$ 22.67	130,398 <u>(2)</u>	D			
Common Stock							9,804 (2) (4)	Ι	By Plan		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (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)	4. Transacti Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(msu

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Balboni John N C/O INTERNATIONAL PAPER COMPANY 6400 POPLAR AVENUE MEMPHIS, TN 38197			SVP and CIO			
Signatures						
/s/ Erin E. Raccah, Attorney-in-Fact for John N. Balboni	I. 02/10/2010					
**Signature of Reporting Person		Date	2			
C/O INTERNATIONAL PAPER COMPANY 6400 POPLAR AVENUE MEMPHIS, TN 38197 Signatures /s/ Erin E. Raccah, Attorney-in-Fact for John N. Balboni			2010			

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) Represents additional shares acquired under the 2007-2009 Performance Share Plan (PSP) based on actual corporate achievement against pre-established performance objectives over target shares reported at the time of grant.
- (2) Share numbers are rounded.
- (3) Represents shares withheld from the PSP award for the payment of tax liability.
- (4) Represents shares of International Paper common stock held through the International Paper Salaried Savings Plan ("SSP"). This information is based on a plan statement as of January 31, 2010.

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.