Edgar Filing: Gadd Michael S - Form 4

Gadd Michael Form 4 February 27, 2 FORM Check this if no longe subject to Section 16 Form 4 or Form 5 obligations may contin <i>See</i> Instruct 1(b).	2013 4 UNITED S ^{3 box} ^{5 box} STATEM 5. Filed purs ^s nue. Section 17(a	ENT OI suant to S a) of the 1	Was F CHAN Section 10 Public Ut	hington, GES IN 1 SECUR	D.C. 20 BENEFI ITIES e Securit ling Con	549 ICIA ies E ipany	L OW xchang / Act o	COMMISSION NERSHIP OF ge Act of 1934, f 1935 or Sectio 40	OMB Number: Expires: Estimated a burden hou response	irs per	
(Print or Type Re	esponses)										
1. Name and Address of Reporting Person <u>*</u> Gadd Michael S			2. Issuer Name and Ticker or Trading Symbol Clearwater Paper Corp [CLW]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	liddle)	3. Date of Earliest Transaction					(Cheo	heck all applicable)		
				(Month/Day/Year) 02/25/2013				Director 10% Owner X Officer (give title Other (specify below) below) Sr. Vice President			
			nendment, Date Original Ionth/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		1 0	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acc	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)		ion Date 2A. Deemed y/Year) Execution Date, if any (Month/Day/Year)		Code (D)			d of	Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
C				Code V	Amount		Price	(Instr. 3 and 4)			
Common Stock (1)	02/25/2013			А	6,106	А	\$ 47.3	93,896	D		
Common Stock (2)	02/25/2013			F	1,721	D	\$ 47.3	92,175	D		
Common Stock (3)	02/25/2013			А	2,027 (4)	A	\$0	94,202	D		
Common Stock								53	Ι	401(k)	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ities	(Instr. 5)	Bene
	Derivative		· · ·		Securities			(Instr.	. 3 and 4)		Owne
	Security				Acquired			Ì	, í		Follo
	, i i i i i i i i i i i i i i i i i i i				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(11151
					(insu: 5, 4, and 5)						
					4, and 3)						
									Amount		
						Data	Enviration		or		
						Date	Expiration	Title	Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		
				Code v	(A) (D)				Snares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Gadd Michael S 601 W RIVERSIDE AVE SUITE 1100 SPOKANE, WA 99201			Sr. Vice President					
Signatures								

/S/ MICHAELS.	
Gadd	02/27/2013
<u>**</u> 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) Represents aggregate number of shares of common stock issuable in settlement of 2010-2012 Performance Share Grant.
- (2) Represents shares withheld by Clearwater Paper Corporation to satisfy tax witholding requirements due at settlement of 2010-2012 Performance Share Grant.
- (3) Represents award of restricted stock units ("RSUs"). RSUs may be settled only for shares of common stock on a one-for-one basis.
- Represents award of RSUs that will vest on December 31, 2015, assuming continued employment. During the vesting period, an amount(4) equal to the dividends that would have been paid on the RSUs had they been in the form of common stock will be converted into additional RSUs.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners

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