## Edgar Filing: INTERNATIONAL PAPER CO /NEW/ - Form 4

INTERNATIONAL PAPER CO /NEW/ Form 4 July 12, 2007 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading NEWLAND A LESKO Issuer Symbol **INTERNATIONAL PAPER CO** (Check all applicable) /NEW/ [IP] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X\_Officer (give title Other (specify (Month/Day/Year) below) below) C/O INTERNATIONAL PAPER 07/10/2007 Executive Vice President COMPANY, 6400 POPLAR **AVENUE** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting MEMPHIS. TN 38197 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of TransactionAcquired (A) or Form: Direct Indirect Security (Month/Day/Year) Execution Date, if Securities (Instr. 3) Code Disposed of (D) Beneficially (D) or Indirect Beneficial anv (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

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)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<br>Derivative<br>Security | 2.<br>Conversion<br>or Exercise    | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4.<br>Transacti<br>Code | 5.<br>onNumber<br>of | 6. Date Exer<br>Expiration D<br>(Month/Day) | Date               | 7. Title and A<br>Underlying S<br>(Instr. 3 and | Securities                             | 8. Price of<br>Derivative<br>Security |
|---------------------------------------|------------------------------------|---|---|-------------------------|----------------------|---|--------------------|---|--|---------------------------------------|
| (Instr. 3)                            | Price of<br>Derivative<br>Security |   | (Month/Day/Year)                        | (Instr. 8)              |                      | · · · ·                                     |                    |   |  | (Instr. 5)                            |
|                                       |                                    |   |   | Code V                  | (A) (D)              | Date<br>Exercisable                         | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |                                       |
| Common<br>Stock<br>Units              | <u>(1)</u>                         | 07/10/2007                              |   | А                       | 30<br>(2)            | <u>(1)</u>                                  | <u>(1)</u>         | Common<br>Stock                                 | 30 <u>(2)</u>                          | \$ 39.62                              |

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## **Reporting Owners**

| 1                         | <b>Reporting Owner Name / Address</b>   |          | Relationships |                          |       |  |  |  |  |  |
|---------------------------|---|----------|---------------|--------------------------|-------|--|--|--|--|--|
|                           |   |          | 10% Owner     | Officer                  | Other |  |  |  |  |  |
| C/O INT<br>6400 PO        | ND A LESKO<br>ERNATIONAL PAPER COMPANY<br>PLAR AVENUE<br>IS, TN 38197   |          |               | Executive Vice President |       |  |  |  |  |  |
| Signatures                |   |          |               |                          |       |  |  |  |  |  |
| Rebecca<br>Lesko          | A. Bouldien, Attorney-in-Fact for New   | wland A. | 0             | 7/12/2007                |       |  |  |  |  |  |
|                           | **Signature of Reporting Person   |          |               | Date                     |       |  |  |  |  |  |
| Explanation of Responses: |   |          |               |                          |       |  |  |  |  |  |
| *                         | If the form is filed by more than one reporting person, <i>see</i> 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 |          |               |                          |       |  |  |  |  |  |

Common stock units (units) held in the non-funded International Paper Company Deferred Compensation Savings Plan (DCSP)
(1) represent one share of International Paper common stock. The number of units will vary as the price of the issuer's common stock varies. The units will be settled in cash upon termination of employment.

(2) Share numbers are rounded.

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.