Clearwater Paper Corp Form 4 January 05, 2016

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

| 1. Name and Add<br>Moyes Kari G   | • | ing Person * | 2. Issuer Name <b>and</b> Ticker or Trading Symbol Clearwater Paper Corp [CLW] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)                             |  |  |  |
|-----------------------------------|---|--------------|--|--|--|--|--|
| (Last) (First)                    |   | (Middle)     | 3. Date of Earliest Transaction  | (Check an applicable)  |  |  |  |
| 601 W. RIVERSIDE AVE., SUITE 1100 |   | E., SUITE    | (Month/Day/Year)<br>12/31/2015   | Director 10% OwnerX Officer (give title Other (specify below)  SVP, HR                               |  |  |  |
| (Street)                          |   |              | 4. If Amendment, Date Original   | 6. Individual or Joint/Group Filing(Check  |  |  |  |
| SPOKANE, WA 99201                 |   |              | Filed(Month/Day/Year)  | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |  |

| (City)                               | (State)   | (Zip) Tabl | e I - Non-D                             | Perivative   | Secur            | ities Acq   | uired, Disposed o  | f, or Beneficial   | ly Owned  |
|--------------------------------------|---|------------|---|--|------------------|-------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year) |            | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5) |                  |             | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|                                      |   |            | Code V                                  | Amount   | (A)<br>or<br>(D) | Price       | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                   |  |   |
| Common Stock (1)                     | 12/31/2015  |            | F                                       | 53   | D                | \$<br>45.53 | 1,568  | D  |   |

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)

#### Edgar Filing: Clearwater Paper Corp - Form 4

| 1. Titl<br>Deriv<br>Secur<br>(Instr. | ative<br>ity | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transac<br>Code<br>(Instr. 8 | 5. tiorNumber of ) Derivativ Securities Acquired (A) or Disposed of (D) | s<br>I              | ate                | Amou<br>Under<br>Secur | le and<br>unt of<br>rlying<br>rities<br>. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|--------------------------------------|--------------|---|---|---|------------------------------------|---|---------------------|--------------------|------------------------|--|---|---|
|                                      |              |   |   |   | Code \                             | (Instr. 3,<br>4, and 5)   | Date<br>Exercisable | Expiration<br>Date | Title                  | Amount<br>or<br>Number<br>of<br>Shares             |   |   |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| <b>rg</b> -                    | Director      | 10% Owner | Officer | Other |  |  |  |
| Moyes Kari G.                  |               |           |         |       |  |  |  |
| 601 W. RIVERSIDE AVE.          |               |           | CVD HD  |       |  |  |  |
| SUITE 1100                     |               |           | SVP, HR |       |  |  |  |
| SPOKANE, WA 99201              |               |           |         |       |  |  |  |

# **Signatures**

/s/Michael S. Gadd, Attorney-in-Fact 01/05/2016

\*\*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 shares withheld by Clearwater Paper Corporation to satisfy tax withholding requirements due at settlement of restricted stock units.

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.

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