

Verso Paper Corp.
Form 8-K
May 24, 2011

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 19, 2011

Verso Paper Corp.

(Exact name of registrant as specified in its charter)

Delaware

(State or other Jurisdiction of
Incorporation)

001-34056

(Commission File Number)

75-3217389

(IRS Employer Identification No.)

6775 Lenox Center Court, Suite 400

Memphis, Tennessee

(Address of Principal Executive Offices)

38115-4436

(Zip Code)

Registrant's telephone number, including area code: **(901) 369-4100**

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07. Submission of Matters to a Vote of Security Holders.

Verso Paper Corp., or Verso, held its 2011 Annual Meeting of Stockholders on May 19, 2011. At the meeting, Verso's stockholders: (1) elected Michael E. Ducey, Scott M. Kleinman and David B. Sambur to serve as Class III directors on Verso's board of directors for a term of three years; (2) approved, on an advisory basis, the compensation of Verso's named executive officers as disclosed in Verso's proxy statement dated April 20, 2011; (3) approved, on an advisory basis, holding a stockholder advisory vote on the compensation of Verso's named executive officers every three years; and (4) ratified the appointment of Deloitte & Touche LLP as Verso's independent registered public accounting firm for the year ending December 31, 2011. The proposals are described in detail in Verso's proxy statement dated April 20, 2011. The tabulation of votes cast with respect to each proposal is as follows:

1. Election of three Class III directors to serve on Verso's board of directors for a term of three years:

| Nominee | For | Withhold | Broker Non-Votes |
|-------------------|------------|-----------|------------------|
| Michael E. Ducey | 43,497,994 | 668,895 | 4,814,821 |
| Scott M. Kleinman | 42,833,915 | 1,332,974 | 4,814,821 |
| David B. Sambur | 42,833,915 | 1,332,974 | 4,814,821 |

Stockholders were not provided the option to abstain from voting on the proposal.

2. Approval, on an advisory basis, of the compensation of Verso's named executive officers as disclosed in Verso's proxy statement dated April 20, 2011:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 43,992,828 | 86,627 | 87,434 | 4,814,821 |

3. Approval, on an advisory basis, of the frequency that Verso will hold stockholder advisory votes on the compensation of Verso's named executive officers:

| One Year | Two Years | Three Years | Abstain | Broker Non-Votes |
|-----------|-----------|-------------|---------|------------------|
| 2,521,743 | 153,818 | 41,449,879 | 41,449 | 4,814,821 |

Consistent with these results, Verso will hold a stockholder advisory vote on the compensation of its named executive officers every three years until the next required vote on the frequency of stockholder votes on the compensation of Verso's named executive officers.

4. Ratification of the appointment of Deloitte & Touche LLP as Verso's independent registered public accounting firm for the year ending December 31, 2011:

| For | Against | Abstain |
|------------|---------|---------|
| 48,942,859 | 6,143 | 32,708 |

There were no broker non-votes on the proposal.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 24, 2011

VERSO PAPER CORP.

By: /s/ Peter H. Kesser

Peter H. Kesser

Vice President and Secretary