

Neenah Paper Inc
 Form 4
 February 17, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 O'Donnell John P

(Last) (First) (Middle)
 3460 PRESTON RIDGE ROAD,
 SUITE 600
 (Street)

ALPHARETTA, GA 30005

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Neenah Paper Inc [NP]

3. Date of Earliest Transaction (Month/Day/Year)
 02/13/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/13/2015 ⁽¹⁾		M	667	A \$ 24.09	667	D
Common Stock	02/13/2015 ⁽¹⁾		S	667	D \$ 62.75	0	D

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.

SEC 1474 (9-02)

Edgar Filing: Neenah Paper Inc - Form 4

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Rights	\$ 24.09	02/13/2015 ⁽¹⁾		M	667	01/25/2013	01/24/2022	Common Stock	667

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
O'Donnell John P 3460 PRESTON RIDGE ROAD, SUITE 600 ALPHARETTA, GA 30005	X		President and CEO	

Signatures

/s/Steven S. Heinrichs/by Power of Attorney
02/17/2015
**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) This transaction was executed pursuant to a sale in accordance with a Preset Diversification Program (10b5-1 Trading Plan) for John O'Donnell.

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. the fiscal year ended December 31, 2014 (“2014 Form-K”) in order to reflect the impact of the previously reported change in our reportable segments and the 1-for-15 reverse stock split of our common stock (the “Reverse Stock Split”).

During the second quarter of 2015, we announced the election of a new chief executive officer, who is also considered our chief operating decision maker (“CODM”). Due to that change, we updated our reportable segments to reflect the manner in which the new CODM views our businesses for purposes of reviewing performance, allocating resources and assessing future prospects and strategic execution. Beginning in the second quarter of 2015, we reported our results of operations primarily through the following reportable segments: “Powder River Basin Mining,” “Midwestern

Edgar Filing: Neenah Paper Inc - Form 4

U.S. Mining,” “Western U.S. Mining,” “Australian Metallurgical Mining,” “Australian Thermal Mining,” “Trading and Brokerage” and “Corporate and Other.” The reclassification of historical segment information has no effect on our previously reported consolidated results of operations, financial condition, cash flows or other financial information presented; however, the reclassifications impacted the presentation of certain historical segment data.

In addition, following approval of our stockholders at a special meeting, we effected the Reverse Stock Split on September 30, 2015. All share and per share computations in the 2014 Form 10-K have been retroactively adjusted for all periods presented to reflect the decrease in shares as a result of the Reverse Stock Split.

This Form 8-K does not modify or update any other disclosures set forth in the 2014 Form 10-K, except to reflect the impact of the items noted above. For developments since the filing of the 2014 Form 10-K, please see our filings made with the Securities and Exchange Commission made subsequent to the 2014 Form 10-K.

Information contained in Exhibit 99.1 filed herewith should be read in conjunction with, and as a supplement to, information contained in the 2014 Form 10-K.

Concurrent with the filing of this Form 8-K, we have filed a separate Item 8.01 Current Report on Form 8-K to present information contained under Part I. Items 1 and 2 and Part II. Items 2 and 6 of our Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2015 in order to reflect the impact of the change in our reportable segments and the Reverse Stock Split.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description of Exhibit
23.1	Consent of Independent Registered Public Accounting Firm.
99.1	Revised Items 1, 5, 6, 7, 8, 12 and 15 of Peabody Energy Corporation's Annual Report on Form 10-K for the fiscal year end December 31, 2014, originally filed on February 25, 2015.
101	Interactive Data File (Form 10-K for the year ended December 31, 2014 filed in XBRL). The financial information contained in the XBRL-related documents is "unaudited" and "unreviewed."

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.

PEABODY ENERGY CORPORATION

December 14, 2015

By: /s/ Amy B. Schwetz
Name: Amy B. Schwetz
Title: Executive Vice President and Chief
Financial Officer

EXHIBIT INDEX

Exhibit No.	Description
23.1	Consent of Independent Registered Public Accounting Firm.
99.1	Revised Items 1, 5, 6, 7, 8, 12 and 15 of Peabody Energy Corporation's Annual Report on Form 10-K for the fiscal year end December 31, 2014, originally filed on February 25, 2015.
101	Interactive Data File (Form 10-K for the year ended December 31, 2014 filed in XBRL). The financial information contained in the XBRL-related documents is "unaudited" and "unreviewed."