GAMACHE BRIAN R

Form 5

January 06, 2012

FORM 5

OMB APPROVAL

January 31,

OMB UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number:

Washington, D.C. 20549 Check this box if no longer subject

to Section 16. ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form OWNERSHIP OF SECURITIES 5 obligations may continue.

2005 Estimated average burden hours per response... 1.0

Expires:

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person * GAMACHE BRIAN R			2. Issuer Name and Ticker or Trading Symbol KAPSTONE PAPER & PACKAGING CORP [KS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) E BLVD.,Â	(Middle) SUITE 300	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2011	X Director 10% Owner Officer (give title below) Other (specify below)			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Reporting (check applicable line)			

NORTHBROOK, ILÂ 60062

X Form Filed by One Reporting Person Form Filed by More than One Reporting

(City)	(State)	(Zip) Tabl	e I - Non-Deri	ivative Se	curitio	es Acquir	ed, Disposed of	, or Beneficiall	y 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. Securi (A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common	09/28/2011	Â	P4	50	A	\$ 14.55	13,756	D	Â
Common	09/28/2011	Â	G	50	D	\$ <u>(1)</u>	13,706	D	Â
Common	09/28/2011	Â	G	50	A	\$ <u>(1)</u>	50	I	By trust for son

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

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SEC 2270 (9-02)

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

Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	Execution Date, if	4. Transaction	5. Number	6. Date Exerc Expiration Da	ate	7. Title Amou	nt of	8. Price of Derivative
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		i ear)	Under Securi (Instr.	, ,	Security (Instr. 5)
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

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Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
GAMACHE BRIAN R 1101 SKOKIE BLVD. SUITE 300 NORTHBROOK, IL 60062	ÂX	Â	Â	Â			

Signatures

Andrea Tarbox, by power of attorney 01/06/2012

**Signature of Reporting Person Dat

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) Mr. Gamache gave a gift of 50 shares of Company stock to his son to be held to be held in trust under the UTMA of Illinois.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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