## Edgar Filing: Keneally Timothy P - Form 4

Keneally Tin	nothy P												
Form 4													
March 09, 20	)12												
FORM	Δ										PPROVAL		
	UNITED S	TATES				ND EXC D.C. 205		NGE (	COMMISSION	OMB Number:	3235-0287		
Check thi				U	ĺ					Expires:	January 31,		
if no longer subject to STATEMENT OF CHANG				GES IN BENEFICIAL OW				LOW	NERSHIP OF		2005		
Section 1				SECU	Rľ	TIES					Estimated average burden hours per		
	Form 4 or								response 0.5				
Form 5 obligatior	<b>1</b> 0							-	ge Act of 1934,				
may conti				•		•	- ·		f 1935 or Sectio	n			
See Instru	iction	30(h)	of the Inv	vestmen	it C	Company	y Act	of 19	40				
1(b).													
(Print or Type R	Responses)												
			Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
				APSTONE PAPER &									
			PACKA	GING (	CO	RP [KS	]		(Chee	in un uppriouon	-)		
(Last)	(First) (M	iddle)	3. Date of	Earliest 7	Гrar	nsaction			_X_ Director		6 Owner		
		GTE	(Month/Da	-					XOfficer (give below)	e title Oth below)	er (specify		
0NE NORT 480	HFIELD PLAZA	, STE.	03/07/20	)12					VP and	General Mana	ger		
	(Street)		4. If Amer	ndment, D	Date	Original			6. Individual or Jo	oint/Group Filin	ng(Check		
Filed(Mont				Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person				
NORTHFIE	LD, IL 60093								_X_ Form filed by 0 Form filed by N Person				
(City)	(State) (2	Zip)	Table	e I - Non-	De	rivative S	lecuri	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	med 3. 4. Securities on Date, if TransactionAcquired (A) or Code Disposed of (D)						5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial			
(1130.5)		Day/Year) (Instr. 8) (Instr. 3, 4 and 5)			·	Owned Following	ndirect (I)	Ownership (Instr. 4)					
							(A)		Reported Transaction(s)				
				0.1	17		or	р.	(Instr. 3 and 4)				
Common				Code		Amount 8,101	(D)	Price					
Stock	03/07/2012			А		(1)	А	<u>(2)</u>	52,676	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

## Edgar Filing: Keneally Timothy P - Form 4

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. 5. Number of Transactio-Derivative Code Securities (Instr. 8) 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)		8 1 5 ()
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy) (3)	\$ 19.75	03/07/2012		А	20,253	<u>(4)</u>	03/07/2022	Common Stock	20,253	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Keneally Timothy P ONE NORTHFIELD PLAZA STE. 480 NORTHFIELD, IL 60093	Х		VP and General Manager				
Signatures							
Andrea K. Tarbox by Power of		03/09/	2012				

Attorney

Date

## **Explanation of Responses:**

\*\*Signature of Reporting Person

- \* 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) The restricted stock units vest in their entirety on the third anniversary of the grant date.
- (2) Each restricted stock unit represents a contingent right to receive one share of Kapstone common stock.
- (3) Represents options granted pursuant to Kapstone Paper and Packaging Amended and Restated 2006 Incentive Plan.
- (4) The options vest 50% on the second anniversary of the grant date and 50% on the third anniversary of the grant date.

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.

L S