

Verso Corp
Form SC 13G/A
June 21, 2017

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 13G

(Amendment No. 2)

Under the Securities Exchange Act of 1934

Verso Corporation

(Name of Issuer)

Class A Common Stock, \$0.01 par value per share

(Title of Class of Securities)

92531L207

(CUSIP Number)

June 20, 2017

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

Page 1

CUSIP No. 92531L207 13G

1. NAMES OF REPORTING PERSONS
Mudrick Capital Management,
L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)

(b)

3. SEC USE ONLY
CITIZENSHIP OR PLACE OF ORGANIZATION

4. Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

SHARED VOTING POWER

6. 5,218,411

7. SOLE DISPOSITIVE POWER

8. SHARED DISPOSITIVE

POWER

5,218,411

AGGREGATE AMOUNT
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON

9.

5,218,411¹

CHECK BOX IF THE
AGGREGATE AMOUNT IN
ROW (9) EXCLUDES
CERTAIN SHARES*

10.

PERCENT OF CLASS
REPRESENTED BY
AMOUNT IN ROW (9)

11.

15.36%

TYPE OF REPORTING
PERSON*

12.

IA

¹ Represents 5,092,273 shares of Class A Common Stock and 126,138 shares of Class A Common Stock that are issuable upon exercise of a warrant. The warrant is exercisable by the reporting person at any time prior to expiration on July 15, 2023.

CUSIP No. 92531L207 13G

NAMES OF REPORTING PERSONS

1. Jason Mudrick

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3. SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4. United States

5. SOLE VOTING POWER
6. SHARED VOTING POWER
5,218,411

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

7. SOLE DISPOSITIVE POWER
8. SHARED DISPOSITIVE POWER
5,218,411

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,218,411²

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

10.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

15.36%

TYPE OF REPORTING PERSON*

12.

² Represents 5,092,273 shares of Class A Common Stock and 126,138 shares of Class A Common Stock that are issuable upon exercise of a warrant. The warrant is exercisable by the reporting person at any time prior to expiration on July 15, 2023.

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of issuer identified in Item 1.

(a) Amount beneficially owned:

Please refer to Item 9 on each cover sheet for each reporting person.

(b) Percent of class:

Please refer to Item 11 on each cover sheet for each reporting person. The percentages herein are based on 33,849,104 Class A Common Shares of the Issuer outstanding as of April 30, 2017, as reported in the Issuer's Quarterly Report filed on Form 10-Q for the quarterly period ended April 30, 2017 filed on May 15, 2017 with the Securities Exchange Commission, increased by the 126,138 Class A Common Shares underlying the warrant disclosed herein.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

Please refer to Item 5 on each cover sheet for each reporting person.

(ii) Shared power to vote or to direct the vote:

Please refer to Item 6 on each cover sheet for each reporting person.

(iii) Sole power to dispose or to direct the disposition of:

Please refer to Item 7 on each cover sheet for each reporting person.

(iv) Shared power to dispose or to direct the disposition of:

Please refer to Item 8 on each cover sheet for each reporting person.

Item 10. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibits:

Exhibit A – Joint Filing Statement

Page 4

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

MUDRICK CAPITAL MANAGEMENT, L.P.

June 21, 2017
(Date)

/s/ Glenn Springer
(Signature)

Glenn Springer, Chief Compliance Officer
(Name/Title)

JASON MUDRICK

June 21, 2017
(Date)

/s/ Jason Mudrick
(Signature)

Exhibit A

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), each of the undersigned hereby agrees that (i) a statement on Schedule 13G (including amendments thereto) with respect to Class A Common Shares, par value \$0.01 per share, of Verso Corporation, a Delaware corporation, filed herewith shall be filed on behalf of each of the undersigned, and (ii) this Joint Filing Agreement shall be included as an exhibit to such joint filing, provided that, as provided by Section 13d-1(k)(ii) of the Exchange Act, no person shall be responsible for the completeness and accuracy of the information concerning the other person making the filing unless such person knows or has reason to believe such information is inaccurate.

This Joint Filing Agreement may be executed in any number of counterparts all of which together shall constitute one and the same instrument.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned hereby execute this Agreement as of this 21st day of June 2017.

MUDRICK CAPITAL MANAGEMENT, L.P.

/s/ Glenn Springer
(Signature)

Glenn Springer, Chief Compliance Officer
(Name/Title)

JASON MUDRICK

/s/ Jason Mudrick
(Signature)

Page 7