HOWATT THOMAS J

Form 4/A January 08, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

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Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** HOWATT THOMAS J			2. Issuer Name and Ticker or Trading Symbol WAUSAU PAPER CORP. [WPP] 3. Date of Earliest Transaction						5. Relationship of Reporting Person(s) to Issuer		
								(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of (Month/D			insaction			X Director	10%	Owner
100 PAPER	PLACE		01/05/20	•					X Officer (give below)		er (specify
(Street)			4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check		
	Filed(Month/Day/Year) 01/07/2009					Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting					
MOSINEE,	WI 54455								Person	hore man One Re	porting
(City)	(State)	(Zip)	Table	e I - Non	-De	erivative S	ecurit	ties Acc	quired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	Execution any	med n Date, if Day/Year)	3. Transac Code (Instr. 8		4. Securitin(A) or Dis(D) (Instr. 3, 4)	sposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
No Par Value Common Stock	01/05/2009			A	V	30,000	A	\$ 0 (1)	75,099.4586	D	

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

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of orDerivative Securities	6. Date Exercisable Date (Month/Day/Year)	•	7. Title and A Underlying S (Instr. 3 and
(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Performance Rights	\$ 0 (2)	01/05/2009		A	18,132	01/05/2011(3)	01/05/2011(3)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
toporting of their runner, reduces	Director	10% Owner	Officer	Other			
HOWATT THOMAS J 100 PAPER PLACE MOSINEE, WI 54455	X		President & CEO				

Signatures

Sherri L. Lemmer, Attorney-in-Fact 01/08/2009

**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) Grant of restricted stock which vests in equal installments of 15,000 shares on January 5, 2010, and 2011, respectively.
- (2) Converts to common stock on a one-for-one basis.
- (3) The performance rights vest on January 5, 2011.

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.

Reporting Owners 2