

Neenah Paper Inc
Form 8-K
May 23, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

Current Report

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **May 22, 2014**

NEENAH PAPER, INC.

(Exact Name Of Registrant As Specified In Charter)

Delaware
(State of Incorporation)

001-32240
(Commission File No.)

20-1308307
(I.R.S. Employer
Identification No.)

3460 Preston Ridge Road

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Alpharetta, Georgia 30005

(Address of principal executive offices, including zip code)

(678) 566-6500

(Registrant's telephone number, including area code)

Not applicable

(Former name or address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e(4)(c))
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Item 5.07 Submission of Matters to a Vote of Security Holders

On May 22, 2014, the following proposals were submitted to stockholders at the 2014 Annual Meeting of Stockholders of Neenah Paper, Inc. (the Company):

1. A proposal to elect three Class I directors to serve for three years and until their successors are duly elected and qualified;

2. A proposal to approve an advisory vote on the Company's executive compensation; and

3. A proposal to ratify the appointment of Deloitte & Touche LLP as the independent registered public accounting firm of the Company for the fiscal year ending December 31, 2014.

Each of the director nominees was elected, the Company's executive compensation was approved on an advisory basis, and the selection of Deloitte & Touche LLP was ratified. The number of votes cast for, withheld from, abstentions and broker non-votes with respect to each matter voted upon are set forth in the tables below:

Board of Director Election Results

| Director Nominee | Votes for | Votes Withheld | Broker non-votes |
|-------------------|------------|----------------|------------------|
| John P. O'Donnell | 13,489,741 | 175,666 | 1,755,896 |
| Timothy S. Lucas | 13,476,464 | 188,943 | 1,755,896 |
| Philip C. Moore | 13,524,517 | 140,890 | 1,755,896 |

Advisory Vote on Executive Compensation

| Votes for | Votes against | Abstentions | Broker non-votes |
|------------|---------------|-------------|------------------|
| 13,395,565 | 211,515 | 58,327 | 1,755,896 |

Ratification of Independent Public Accounting Firm

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| Firm | Votes for | Votes against | Abstentions |
|-------------------|------------|---------------|-------------|
| Deloitte & Touche | 15,243,814 | 131,866 | 45,623 |

SIGNATURE

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.

NEENAH PAPER, INC.
(Registrant)

Date: May 23, 2014

/s/ Steven S. Heinrichs
Steven S. Heinrichs
Senior Vice President, General Counsel and Secretary