

Neenah Paper Inc  
Form 8-K  
May 23, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**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**

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**NEENAH PAPER, INC.**

(Exact Name Of Registrant As Specified In Charter)

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**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)

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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