

Verso Paper Holdings LLC  
Form 8-K  
April 04, 2012

**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

April 4, 2012

Date of Report (Date of earliest event reported)

**Verso Paper Corp.**

(Exact name of registrant as specified in its charter)

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(State of Incorporation  
or Organization)

(Commission  
File Number)

(IRS Employer  
Identification Number)

# Verso Paper Holdings LLC

(Exact name of registrant as specified in its charter)

**Delaware**  
(State of Incorporation  
or Organization)

**333-142283**  
(Commission  
File Number)  
**6775 Lenox Center Court, Suite 400**

**56-2597634**  
(IRS Employer  
Identification Number)

**Memphis, Tennessee 38115-4436**

(Address, including zip code, of principal executive offices)

**(901) 369-4100**

(Registrant's telephone number, including area code)

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:

- 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))



**Item 8.01 Other Events**

On April 4, 2012, Verso Paper Corp. ( Verso ) issued a press release announcing the completion of the tender offer (the Tender Offer ) of two of its subsidiaries, Verso Paper Holdings LLC (the Company, and together with Verso, the Registrants ) and Verso Paper Inc. (together with the Company, the Issuers ), to purchase any and all of the Issuers outstanding 11.5% Senior Secured Notes due 2014 (the Notes ). The Tender Offer expired at 11:59 p.m., New York City time, on April 3, 2012 (the Expiration Date ). As previously announced, the Issuers received tenders from the holders of \$270,573,000 aggregate principal amount of the Notes prior to the early tender payment deadline of March 20, 2012, at 5:00 p.m., New York City time (the Early Tender Date ), which represented approximately 85.9% of the outstanding Notes. On March 21, 2012, the Issuers accepted for early payment, and paid for, the Notes tendered prior to the Early Tender Date. After the Early Tender Date and prior to the Expiration Date, the Issuers received no additional tenders. The tenders for all Notes received by the Issuers prior to the Expiration Date represented approximately 85.9% of the outstanding Notes. The Issuers intend to redeem the Notes that remain outstanding after completion of the Tender Offer at the applicable redemption price, plus accrued and unpaid interest, on April 30, 2012.

For additional information concerning the foregoing, a copy of the press release issued by Verso on April 4, 2012, is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

*(d) Exhibits.*

**Exhibit**

| <b>No.</b> | <b>Description</b>  |
|------------|---|
| 99.1       | Press release issued by Verso Paper Corp. on April 4, 2012. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, each of the Registrants has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: April 4, 2012

**VERSO PAPER CORP.**

By: /s/ Robert P. Mundy  
Robert P. Mundy  
Senior Vice President and Chief Financial Officer

**VERSO PAPER HOLDINGS LLC**

By: /s/ Robert P. Mundy  
Robert P. Mundy  
Senior Vice President and Chief Financial Officer

**EXHIBIT INDEX**

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