

NewPage Holdings Inc.  
Form 425  
July 31, 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): July 31, 2014**

**Verso Paper Corp.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-34056**  
**(Commission**  
  
**File No.)**

**75-3217389**  
**(IRS Employer**  
  
**Identification No.)**

**Verso Paper Holdings LLC**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**333-142283**  
**(Commission**

**56-2597634**  
**(IRS Employer**

**File No.)**  
**6775 Lenox Center Court, Suite 400**

**Identification No.)**

**Memphis, Tennessee 38115-4436**

**(Address of principal executive offices)**

**(901) 369-4100**

**(Registrant's telephone number, including area code)**

**N/A**

**(Former name or former 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))



### **Item 8.01 Other Events**

On July 31, 2014, Verso Paper Corp. ( Verso ) issued a press release announcing the final results of the previously announced exchange offer and consent solicitation by two of its subsidiaries, Verso Paper Holdings LLC and Verso Paper Inc. (collectively, the Issuers ), with respect to the Issuers' outstanding 8.75% Second Priority Senior Secured Notes due 2019 and the early tender results of the previously announced exchange offer and consent solicitation by the Issuers with respect to the Issuers' outstanding 1 $\frac{1}{8}$ % Senior Subordinated Notes due 2016. A copy of the press release is attached as an exhibit to this report and is incorporated herein by reference.

### **Important Additional Information**

This material is not a substitute for the joint proxy and information statement/prospectus that Verso and/or NewPage Holdings Inc. ( NewPage ) would file with the SEC or any other documents that Verso and/or NewPage may send to their stockholders in connection with the transaction. Verso has filed a registration statement on Form S-4, containing a joint proxy and information statement/prospectus for Verso and NewPage with the SEC. INVESTORS AND SECURITYHOLDERS ARE URGED TO READ THE REGISTRATION STATEMENT CONTAINING THE JOINT PROXY AND INFORMATION STATEMENT/PROSPECTUS AND ANY OTHER RELEVANT DOCUMENTS FILED, OR THAT WILL BE FILED, WITH THE SEC BECAUSE THEY CONTAIN IMPORTANT INFORMATION. Investors and securityholders may obtain copies of the registration statement containing the joint proxy and information statement/prospectus and all other relevant documents filed with the SEC free of charge at the SEC's web site ([www.sec.gov](http://www.sec.gov)) or from Verso Investor Relations at (<http://investor.versopaper.com/>).

### **Item 9.01 Financial Statements and Exhibits**

(d) *Exhibits.*

#### **Exhibit**

<b>No.</b>	<b>Description of Exhibit</b>
99.1	Press release issued by Verso Paper Corp. on July 31, 2014.

**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: July 31, 2014

**VERSO PAPER CORP.**

By: /s/ Peter H. Kesser  
Peter H. Kesser  
Senior Vice President, General Counsel  
and Secretary

**VERSO PAPER HOLDINGS LLC**

By: /s/ Peter H. Kesser  
Peter H. Kesser  
Senior Vice President, General Counsel  
and Secretary

**EXHIBIT INDEX**

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