

LOUISIANA-PACIFIC CORP
 Form 4
 May 08, 2012

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
STEVENS CURTIS M

2. Issuer Name and Ticker or Trading Symbol
LOUISIANA-PACIFIC CORP [LPX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
414 UNION STREET, SUITE 2000
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/04/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO

NASHVILLE, TN 37129

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 05/04/2012 | | A | | 24,813 | A | \$ 0 |
| | | | | | 320,680 ⁽¹⁾ | D | |

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

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SEC 1474 (9-02)

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

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Settled | | | | | | | |
| Stock Appreciation Rights | \$ 8.96 | 05/04/2012 | | A | 87,222 | 05/04/2013 ⁽⁴⁾ 05/04/2022 | Common Stock |
| Performance Rights | <u>(2)</u> | 05/04/2012 | | A | 300,000 | 05/04/2016 ⁽³⁾ 05/04/2016 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| STEVENS CURTIS M 414 UNION STREET, SUITE 2000 NASHVILLE, TN 37129 | X | | CEO | |

Signatures

/s/ Mark A Fuchs for Curtis M. Stevens
 Date: 05/08/2012

**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) Includes 129,421 restricted shares which vest 40,045 which vest on 2/4/2013, 27,233 which vest on 2/3/2014, 37,330 which vests on 2/2/2015 and 24,813 which vests on 5/4/2015.
- (2) Each performance right equals one contingent right to receive one share of LPX common stock. The performance rights vesting is contingent upon LPX's common stock achieving certain pre-defined market price levels during pre-determine intervals and continued employment throughout May 4, 2016.
- (3) Assuming pre-determined market price targets are attained.
- (4) Award requires a three year vesting period with the first third vesting on the date indicated

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.