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INTERNATIONAL PAPER CO /NEW/

Form 4

April 17, 2003

'ORM'	Washington, D.C. 20549								OMB APPROVAL			
Check this box if no longer subject to Section 16. Form 4 or 5 Form 5 obligations may continue. See Instruction 1(b).	Section	rsuant to Section 17(a) of the Pul	16(a) of the	Securities Excha Holding Company ent Company Ac	ange Act o	f 1934	1,	IP	Expires Estimat	Jumber: :: Janu :ed average burde er response		5
(Print or Type Responses) 1. Name and Ad	dress of Reporting Pers	on*		me and Ticker or	C	Symbo	ol			thip of Reporting Policiable)	erson(s) to Is	ssuer
Grillet (Last)	Robert (First) 1 Paper Company	J. (Middle)	3. I.R.S. Identification 4. Statement for Mumber of Reporting Person, if an entity (Voluntary) 4/7/03				o Director o 10% Owner x Officer o Other (specify below) (give title below) Vice President – Finance and Controller					
400 Atlantic Str Stamford	(Street)	06921							Da y(Cheak) A x Form f	al or Joint/Group Fi applicable Line) filed by One Report filed by More than	ting Person	ng Person
(City)	(State)	(Zip)		Table I Nor	n-Derivati	ive Se	curities A	cqui	red, Dispos	sed of, or Beneficia	ally Owned	
1. Title of Securi (Instr. 3)	ty		2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/ Day/ Year)	3. Transaction Code (Instr. 8	8) V	or Dis	Securities Acquired (A or Disposed of (D) (Instr. 3, 4 and 5) (A) mount or Price		Securities Beneficially Owned Following Reported	ship Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Owner- ship (Instr. 4)
					Code	, v	Amount	(D)	THEC	Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Deri-	3. Trans- action Date (Month/ Day/	3A. Deemed Execution Date, if any (Month/	4. Transaction Code (Instr. 8)		5. Number 6.oD ter Exercisable ative Securitde Expiration Acquired Dayor Disposed (WM(D))h/Day/Year) (Instr. 3, 4 and 5)			ntion	7. Title and Amount of Underlying Securities (Instr. 3 and 4)			9. Number of Derivative Securities Bene-	10. Owner- ship Form o Deriv- ative
	vative Security	Year)	Day/ Year)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	(Instr. 5)	ficially Owned Following Reported Trans- action(s) (Instr. 4)	Securit Direct (D) or Indirec (I) (Instr. 4
Common Stock		4/7/03		A		7(1)				Common Stock	7(1)	\$34.96	1,684(1)(2)	I
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Explanation of Responses:

1	C1	numbers	

2. Investments in the SSP (International Paper Salaried Savings Plan) and DCSP (International Paper Deferred Compensation Savings Plan) are in a unitized fund of shares and cash. The investment in the DCSP operates similar to the SSP company stock fund, and the number of units will vary as the price of the Issuer's common stock varies.

/s/ Rebecca Bouldien	April 17, 2003
** Signature of Reporting Person	Date
By: Rebecca Bouldien,	
Attorney-in-Fact for	
Robert J. Grillet	

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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