

WAUSAU PAPER CORP.  
Form SC 13D/A  
October 14, 2015  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934  
(Amendment No. 2)\*

Wausau Paper Corp.  
(Name of Issuer)

Common Stock, no par value  
(Title of Class of Securities)

943315101  
(CUSIP Number)

Eleazer Klein, Esq.

Schulte Roth & Zabel LLP

919 Third Avenue

New York, New York 10022

(212) 756-2000  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and  
Communications)

October 13, 2015  
(Date of Event Which Requires Filing of This  
Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. [ ]

(Page 1 of 7 Pages)

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\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter

disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 943315101 SCHEDULE 13D/A Page 2 of 7 Pages

**1** NAME OF REPORTING PERSONS

LIONEYE CAPITAL MANAGEMENT LLC

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF (b) " A GROUP

**3** SEC USE ONLY

SOURCE OF FUNDS

**4** AF, OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION

**5**

**6**

DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH **7** SOLE VOTING POWER

**8** 0 SHARED VOTING POWER

**9** 0 SOLE DISPOSITIVE POWER

**10** 0 SHARED DISPOSITIVE

POWER

0

**11** AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
PERSON

0

**12** CHECK IF THE  
AGGREGATE  
AMOUNT IN  
ROW (11) ..  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
**13** AMOUNT IN ROW (11)  
(see Item 5)

0%

**14** TYPE OF REPORTING  
PERSON

OO

CUSIP No. 943315101 SCHEDULE 13D/A Page 3 of 7 Pages

**1** NAME OF REPORTING PERSONS

STEPHEN RANERI

**2** CHECK THE APPROPRIATE BOX IF A

MEMBER OF (b) "

**3** A GROUP SEC USE ONLY

**4** SOURCE OF FUNDS

AF  
CHECK BOX  
IF

**5** DISCLOSURE OF LEGAL PROCEEDING

IS  
REQUIRED  
PURSUANT  
TO ITEM

**6** 2(d) or 2(e)  
CITIZENSHIP OR PLACE OF ORGANIZATION

USA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

**7** SOLE VOTING POWER  
**8** 0 SHARED VOTING POWER

**9** 0 SOLE DISPOSITIVE POWER

**10** 0 SHARED DISPOSITIVE POWER

0  
AGGREGATE  
AMOUNT  
BENEFICIALLY  
11 OWNED BY EACH  
PERSON

0  
CHECK IF THE  
AGGREGATE  
AMOUNT IN  
12 ROW (11) ..  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
13 AMOUNT IN ROW (11)  
(see Item 5)

0%  
TYPE OF REPORTING  
14 PERSON  
  
IN

CUSIP No. 943315101 SCHEDULE 13D/A Page 4 of 7 Pages

**1** NAME OF REPORTING PERSONS

ARTHUR ROSEN  
CHECK THE  
APPROPRIATE  "

**2** BOX IF A MEMBER OF (b) "

A GROUP  
SEC USE ONLY

**3** SOURCE OF FUNDS

AF  
CHECK BOX  
IF  
DISCLOSURE  
OF LEGAL  
PROCEEDING

**5** IS  
REQUIRED  
PURSUANT  
TO ITEM  
2(d) or 2(e)

CITIZENSHIP OR  
PLACE OF  
ORGANIZATION

**6** USA

NUMBER OF  
SHARES  
BENEFICIALLY **7**  
OWNED BY

SOLE  
VOTING  
POWER

EACH  
REPORTING  
PERSON WITH  
**8**

0  
SHARED  
VOTING  
POWER

**9**

0  
SOLE  
DISPOSITIVE  
POWER

**10**

0  
SHARED  
DISPOSITIVE  
POWER

0  
AGGREGATE  
AMOUNT  
BENEFICIALLY  
11 OWNED BY EACH  
PERSON

0  
CHECK IF THE  
AGGREGATE  
AMOUNT IN  
12 ROW (11) ..  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
13 AMOUNT IN ROW (11)  
(see Item 5)

0%  
TYPE OF REPORTING  
14 PERSON  
  
IN



**CUSIP No. 943315101 SCHEDULE 13D/A Page 5 of 7 Pages**

The following constitutes Amendment No. 2 to the Schedule 13D filed by the undersigned ("Amendment No. 2"). This Amendment No. 2 amends the Schedule 13D as specifically set forth herein. This is the final amendment to the Schedule 13D and constitutes an "exit" filing.

**Item 5. INTEREST IN SECURITIES OF THE ISSUER.**

Items 5(a) - (c) and (e) of the Schedule 13D are hereby amended and restated in their entirety as follows:

(i) LionEye Capital Management:

(a) Beneficially owned: 0 Shares

Percentage: 0%.

- (b) 1. Sole power to vote or direct vote: 0
- 2. Shared power to vote or direct vote: 0
- 3. Sole power to dispose or direct the disposition: 0
- 4. Shared power to dispose or direct the disposition: 0

(c) See Schedule A.

(e) October 13, 2015

Messrs. Raneri and Rosen:

(ii)

(a) Beneficially owned: 0 Shares

Percentage: 0%.

- (b) 1. Sole power to vote or direct vote: 0
- 2. Shared power to vote or direct vote: 0
- 3. Sole power to dispose or direct the disposition: 0
- 4. Shared power to dispose or direct the disposition: 0

(c) See Schedule A.

(e) October 13, 2015

**CUSIP No. 943315101 SCHEDULE 13D/A Page 6 of 7 Pages**

**SIGNATURES**

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: October 14, 2015

**LionEye Capital  
Management LLC**

By: /s/ Stephen Raneri  
Name: Stephen Raneri  
Title: Managing Member

/s/ Stephen Raneri  
Stephen Raneri

/s/ Arthur Rosen  
Arthur Rosen

CUSIP No. 943315101 SCHEDULE 13D/A Page 7 of 7 Pages

**SCHEDULE A****Transactions in the Shares During the Past Sixty Days**

This Schedule sets forth information with respect to each purchase and sale of shares of Common Stock that were effectuated during the past sixty days. Unless otherwise indicated, all transactions were effectuated in the open market through a broker and all prices include brokerage commissions.

<u>Securities</u>	<u>Price Per</u>	<u>Date of</u>
<u>Purchased/(Sold) Share (\$)</u>	<u>Purchase /</u>	<u>Sale</u>
17,568 <sup>(1)</sup>	7.79	9/1/2015
(17,568) <sup>(1)</sup>	7.79	9/1/2015
41,630	7.00	9/10/2015
(30)	7.13	9/10/2015
32,801	6.71810	9/23/2015
1,096	6.65290	9/24/2015
8,047	6.66120	9/24/2015
(18,668) <sup>(2)</sup>	6.40	10/1/2015
18,668 <sup>(2)</sup>	6.40	10/1/2015
(9,500)	7.15250	10/7/2015
(30,500)	7.16010	10/8/2015
(3,823,544)	10.10	10/13/2015

(1) Represents a cross trade of Shares between funds and/or accounts.

(2) Represents a cross trade of Shares between funds and/or accounts.