

INTERNATIONAL PAPER CO /NEW/

Form 8-K/A

October 10, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**  
**(Amendment No. 1)**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): June 7, 2012

**International Paper Company**

(Exact name of registrant as specified in its charter)

Commission file number 1-3157

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New York  
(State or other jurisdiction)

13-0872805  
(IRS Employer

of incorporation)

Identification No.)

6400 Poplar Avenue,

Memphis, Tennessee  
(Address of principal executive offices)

38197  
(ZIP Code)

Registrant's telephone number, including area code: (901) 419-7000

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))

**SECTION 5. CORPORATE GOVERNANCE AND MANAGEMENT.**

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

As previously reported on a Current Report on Form 8-K filed by International Paper Company (the Company ) on June 12, 2012 (the Original 8-K ), the Company s Board of Directors elected Ilene S. Gordon as a director effective October 1, 2012. The Company is filing this Current Report on Form 8-K/A to amend the Original 8-K to report that on October 9, 2012, Ms. Gordon was appointed to the Audit and Finance Committee and the Management Development and Compensation Committee of the Company s Board of Directors. All other information in the Original 8-K remains unchanged.

**SIGNATURES**

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

**International Paper Company**

Date: October 10, 2012

By: /s/ SHARON R. RYAN  
Name: Sharon R. Ryan  
Title: Senior Vice President, General Counsel and  
Corporate Secretary