Veritiv Corp Form 3 June 13, 2014

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

OMB APPROVAL

OMB Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires: January 31, 2005

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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 *

 SMITH STEPHEN JOSEPH

(Last)

(First) (Middle) 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Statement

(Month/Day/Year)

06/13/2014

4. Relationship of Reporting Person(s) to Issuer

Director

_X__ Officer

Veritiv Corp [VRTV]

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

6400 POPLAR AVE

(Street)

(State)

(Check all applicable)

(give title below) (specify below)

SVP & Chief Financial Officer

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person Form filed by More than One

MEMPHIS. TNÂ 38197

Reporting Person Table I - Non-Derivative Securities Beneficially Owned

Other

1. Title of Security (Instr. 4)

(City)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

10% Owner

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

Persons who 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.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

Direct (D)

or Indirect

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Expiration Date

Amount or Title Number of

Shares

(I) (Instr. 5)

Security

Exercisable Date

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

SMITH STEPHEN JOSEPH

6400 POPLAR AVE Â Â Â SVP & Chief Financial Officer Â

MEMPHIS, TNÂ 38197

Signatures

/s/ Mark W. Hianik, Attorney-in-Fact for Stephen J.
Smith

06/13/2014

**Signature of Reporting Person Date

Explanation of Responses:

No securities are beneficially owned

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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Remarks:

Exhibit List:

Exhibit 24 - Power of Attorney

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.

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