Edgar Filing: GLATFELTER P H CO - Form 4

GLATFELT	ER P H CO									
Form 4	`									
May 04, 2009								OMB A	PPROVAL	
FORM	4 UNITED S		RITIES A ashington,			NGE (COMMISSION		3235-0287	
Check this if no long subject to Section 16 Form 4 or	ENT OF CHA	F CHANGES IN BENEFICIAL OWNERS SECURITIES					Expires: Estimated a burden hou response	rs per		
Form 5 obligation may conti <i>See</i> Instru 1(b).	s Section 17(a	uant to Section) of the Public 30(h) of the 1	Utility Hold	ling Com	ipany	Act of	f 1935 or Sectio	n		
(Print or Type R	lesponses)									
SMOOT RICHARD L Symbol			er Name and FELTER P			-	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 3. [(Mo			 Date of Earliest Transaction Month/Day/Year) 05/01/2009 				(Check all applicable) <u>X</u> Director <u>Officer (give title</u> <u>10% Owner</u> <u>Director</u> Other (specify <u>below</u>)			
				ndment, Date Original th/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
YORK, PA	17401						Form filed by N Person			
(City)	(State) (Zip) Ta	ble I - Non-D	erivative S	Securi	ities Acc	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, i any (Month/Day/Year	Code (Instr. 8)	4. Securi on(A) or Di (D) (Instr. 3,	spose	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock, Par Value \$.01	05/01/2009		A	1,264 (2)	A	\$ 9.23	13,522	D		

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

Reporting Owner Name / Address

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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. Transactic Code (Instr. 8)	5. Number on f 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 Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0 <u>(1)</u>	05/01/2009		А	3,250	04/28/2012	04/28/2012	Common Stock, Par Value \$.01	3,250

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	ctor 10% Owner Officer		Other		
SMOOT RICHARD L 96 SOUTH GEORGE STREET SUITE 500 YORK, PA 17401	Х					
Signatures						
/s/Suzanne DeMars, attorney in-fact	05	5/04/2009				
**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) Resticted stock units correspond 1 for 1 with common stock.
- (2) As part of the Director's compensation, each director receives a retainer of \$17,500 semi-annually, 1/3 is paid in cash, and 2/3 in GLT stock. These shares represent the stock portion of this retainer.

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. (5) Common Stock (1) 0.2214 \$ 69.81 11,708.5177 D

Reporting Owners

Director 10% Owner

Other

Sr. Vice President

Relationships

Officer

JEPPESEN JON A ONE POST OAK CENTRAL 2000 POST OAK BOULEVARD, SUITE 100 HOUSTON, TX 77056-4400

Signatures

Cheri L. Peper, Attorney-in-Fact

12/22/2008

Date

<u>**</u>Signature of Reporting Person

Explanation of Responses:

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The shares of common stock of Apache are deemed to also represent certain preferred stock purchase rights ('Rights'). The Rights are not(1) currently exercisable or separately tradable and presently are evidenced by certificates for shares of the common stock. Value attributable to such Rights, if any, is reflected in the market price of the common stock.

- (2) Exempt transaction pursuant to Rule 16(b)-3 distribution under the provisions of Apache's Deferred Delivery Plan as of 12/18/2008 data provided by the plan administrator on 12/19/2008.
- (3) One share of Apache common stock for each phantom stock unit.
- (4) Exempt transaction units used to cover required tax withholding on a transaction exempt under Rule 16b-3 as of 12/18/2008 data provided by the plan administrator on 12/19/2008.
- (5) Exempt transaction disposition to the issuer involving the settlement of a fractional unit in cash in connection with transaction exempt under Rule 16b-3 as of 12/18/2008 data provided by the plan administrator on 12/19/2008.

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