

GLATFELTER P H CO

Form 4

December 04, 2014

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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 *
RAPP MARTIN

(Last) (First) (Middle)

96 SOUTH GEORGE STREET, SUITE 520

(Street)

YORK, PA 17401

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GLATFELTER P H CO [GLT]

3. Date of Earliest Transaction (Month/Day/Year)
12/02/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

Senior VP, Business Unit

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, Par Value \$.01	12/02/2014		M		12,400 A \$ 25.31	37,412	D
Common Stock, Par Value \$.01	12/02/2014		M		14,400 A \$ 25.31	51,812	D
Common Stock, Par Value \$.01	12/02/2014		M		15,390 A \$ 25.31	67,202	D
Common Stock, Par	12/02/2014		M		56,890 A \$ 25.31	124,092	D

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Value \$.01							
Common Stock, Par Value \$.01	12/02/2014	M	25,300	A	\$ 25.31	149,392	D
Common Stock, Par Value \$.01	12/02/2014	M	21,860	A	\$ 25.31	171,252	D
Common Stock, Par Value \$.01	12/02/2014	F ⁽¹⁾	32,537	D	\$ 25.31	138,715	D
Common Stock, Par Value \$.01	12/02/2014	D ⁽²⁾	71,459	D	\$ 25.31	67,256	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.

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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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of 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 Security (Instr. 3 and 4)
Stock Only Stock Appreciation Rights	\$ 15.94	12/02/2014		M	12,400	03/07/2010 03/07/2017	Common Stock, Par Value \$.01
Stock Only Stock Appreciation Rights	\$ 14.78	12/02/2014		M	14,400	12/19/2010 12/19/2017	Common Stock, Par Value \$.01
Stock Only Stock Appreciation Rights	\$ 13.44	12/02/2014		M	15,390	03/05/2011 03/05/2018	Common Stock, Par Value \$.01
	\$ 9.91	12/02/2014		M	56,890	05/05/2010 ⁽³⁾ 05/05/2019	

