

GLATFELTER P H CO

Form 4

February 18, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PARRINI DANTE C

(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)  
02/14/2014

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)

Chairman, President and CEO

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock, Par<br>Value \$.01   | 02/14/2014                              |                                                             | M <sup>(1)</sup>                     | 20,499 A                                                                | \$<br>29.14 70,492                                                                                                 | D                                                                    |                                                                   |
| Common<br>Stock, Par<br>Value \$.01   | 02/14/2014                              |                                                             | F <sup>(2)</sup>                     | 6,453 D                                                                 | \$<br>29.14 64,039                                                                                                 | D                                                                    |                                                                   |
| Common<br>Stock, Par<br>Value \$.01   |                                         |                                                             |                                      |                                                                         | 6,015                                                                                                              | I                                                                    | 401k Plan                                                         |

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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                 | Date<br>Exercisable Expiration<br>Date Date                    | Title Amount<br>or<br>Num<br>of S                              |
| Performance<br>Stock Award                          | (3)                                                                | 02/14/2014                              |                                                             | J(4)                                 | 533                                                                                                       | 03/03/2014 03/03/2014                                          | Common<br>Stock,<br>Par Value<br>\$.01 5                       |
| Performance<br>Stock Award                          | (3)                                                                | 02/14/2014                              |                                                             | M(1)                                 | 20,499                                                                                                    | 03/03/2014 03/03/2014                                          | Common<br>Stock,<br>Par Value<br>\$.01 20                      |
| Performance<br>Stock Award                          | (3)                                                                | 02/14/2014                              |                                                             | J(5)                                 | 5,682                                                                                                     | 03/03/2014 03/03/2014                                          | Common<br>Stock,<br>Par Value<br>\$.01 5,                      |

## Reporting Owners

| Reporting Owner Name / Address                                           | Relationships |           |                                   |       |
|--------------------------------------------------------------------------|---------------|-----------|-----------------------------------|-------|
|                                                                          | Director      | 10% Owner | Officer                           | Other |
| PARRINI DANTE C<br>96 SOUTH GEORGE STREET<br>SUITE 520<br>YORK, PA 17401 | X             |           | Chairman,<br>President and<br>CEO |       |

## Signatures

Linda M. Levans  
by POA 02/18/2014

\_\_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) Indicates vesting of Performance Share Awards. Based on achievement of performance targets, payout percentage was at 78.3% of the original target (adjusted to include accrued dividend equivalents.)
- (2) These shares are being withheld to satisfy tax obligations.
- (3) Not applicable to this transaction
- (4) Dividends accrue on the target amount of PSA awards, and the purpose of this filing is to update the award amount to reflect the accrued dividends through the payout date, payment of which is subject to attainment of the performance goals and payment of the underlying award.
- (5) Payout percentage of PSA was at 78.3%. These shares represent the portion of the award that was unearned and cancelled.

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.