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GLATFELTER P H CO
Form S-8 POS
February 07, 2003

As filed with the Securities and Exchange Commission
on February 7, 2003

Registration No. 333-_____

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

POST-EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8
REGISTRATION STATEMENT UNDER
THE SECURITIES ACT OF 1933

P. H. GLATFELTER COMPANY
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

Pennsylvania
(STATE OR OTHER JURISDICTION OF
INCORPORATION OR ORGANIZATION)

23-0628360
(I.R.S. EMPLOYER
IDENTIFICATION NO.)

96 South George Street, Suite 500, York, Pennsylvania
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES)

17401
(ZIP CODE)

P. H. Glatfelter Company
401(k) Savings Plan for Ecusta Hourly Employees
(FULL TITLE OF THE PLAN)

Markus R. Mueller
Corporate Counsel, Secretary and
Director of Policy and Compliance
96 South George Street, Suite 500
York, PA 17401
(NAME AND ADDRESS OF AGENT FOR SERVICE)

(717) 225-4711
(TELEPHONE NUMBER, INCLUDING AREA CODE, OF AGENT FOR SERVICE)

COPY TO:
MORRIS CHESTON, JR., ESQUIRE
BALLARD SPAHR ANDREWS & INGERSOLL, LLP
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PHILADELPHIA, PENNSYLVANIA 19103-7599
(215) 665-8500

The Board of Directors of P. H. Glatfelter Company (the "Company") adopted the Company's 401(k) Savings Plan for Ecusta Hourly Employees (the "Plan") on June 25, 1997 and the Plan became effective on January 1, 1998. The Board of Directors amended the Plan a number of times since January 1, 1998, including an amendment that changed the name of the Plan to the Glatfelter 401(k) Savings Plan for Ecusta Hourly Employees.

On September 2, 1997, the Company filed Registration Statement No. 333-34797 on Form S-8 (the "Registration Statement") to register 200,000 shares of common stock, par value \$.01 per share, of the Company (the "Common Stock"), such shares constituting all of the shares available for issuance under the Plan, and an indeterminate amount of interests in the Plan.

On March 8, 2002, the Board of Directors of the Company approved an

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action to terminate the Plan, effective June 1, 2002. As of the effective time of the termination of the Plan, 149,921 shares of the 200,000 shares of Common Stock available for issuance under the Plan had been issued and sold.

Accordingly, the Company hereby deregisters a total of 50,079 shares of Common Stock, which amount constitutes all of the shares of Common Stock available for issuance under the Plan which remained unsold at the termination of the Plan.

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The Registrant. Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunder duly authorized, in the City of York, Commonwealth of Pennsylvania, on January 31, 2003.

P. H. GLATFELTER COMPANY

By: /s/ George H. Glatfelter II

George H. Glatfelter II
Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the date indicated.

Signature

Title

/s/ Robert E. Chappell

Director

Robert E. Chappell

/s/ Kathleen Dahlberg

Director

Kathleen Dahlberg

/s/ Nicholas DeBenedictis

Director

Nicholas DeBenedictis

/s/ Patricia G. Foulkrod

Director

Patricia G. Foulkrod

/s/ George H. Glatfelter II

Director and Chief Executive
Officer (Principal Executive
Officer)

George H. Glatfelter II

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| | | |
|-------------------------------------------------------------|------------------------------------------------------------------------------|----|
| /s/ J. Robert Hall ----- J. Robert Hall | Director | Ja |
| /s/ M. Alanson Johnson II ----- M. Alanson Johnson II | Director | Ja |
| /s/ Ronald J. Naples ----- Ronald J. Naples | Director | Ja |
| /s/ Robert P. Newcomer ----- Robert P. Newcomer | Director and Acting Chief Financial Officer (Principal Financial Officer) | Ja |
| /s/ C. Matthew Smith ----- C. Matthew Smith | Corporate Controller and Principal Accounting Officer | Ja |
| /s/ Richard L. Smoot ----- Richard L. Smoot | Director | Ja |
| /s/ Lee C. Stewart ----- Lee C. Stewart | Director | Ja |

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The Plan. Pursuant to the requirements of the Securities Act of 1933, the trustees (or other persons who administer the employee benefit plan) have duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of York, Commonwealth of Pennsylvania, on January 31, 2003.

P. H. GLATFELTER COMPANY
401(K) SAVINGS PLAN FOR
ECUSTA HOURLY EMPLOYEES

By: /s/ John R. Anke

John R. Anke
Plan Administrator

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