

KELLOGG PETER R

Form 4

January 08, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
KELLOGG PETER R

2. Issuer Name **and** Ticker or Trading
Symbol

MERCER INTERNATIONAL INC.
[MERC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

**48 WALL STREET, C/O IAT
INSURANCE CO LTD**

(Street)

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

12/29/2017

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

NEW YORK, NY 10005

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	12/29/2017		P		9,000	A \$ 14.249 <u>(1)</u>	10,000	I	Via Cardia Company Inc.
Common Stock	01/08/2018		P		1,000	A \$ 14.308	1,030,000	I	Via Peter and Cynthia Kellogg Foundation
Common Stock							410,000	D	
Common							2,000,000	I	Via Spouse

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Stock			
Common Stock	13,475,000	I	Via IAT Insurance Co. Ltd.
Common Stock	800,000	I	Via Non Marital PRK Trust
Common Stock	2,000,000	I	Via Bermuda Partners
Common Stock	210,000	I	Via E.G. Anderson Inc.
Common Stock	20,000	I	Via C. Kellogg & P Kellogg TTEE U/W Charles A Kirkland Trust
Common Stock	35,000	I	Via the Myth and Barnegat Restoration Society, Inc.
Common Stock	5,000	I	Via C. Kellogg & P Kellogg TTEE U/W Anne Kirkland Trust
Common Stock	100,000	I	Via Acceptance Casualty
Common Stock	225,000	I	Via Acceptance Indemnity
Common Stock	1,000,000	I	Via Harco
Common Stock	630,000	I	Via Wilshire
Common Stock	540,000	I	Via Transguard

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Common Stock 510,000 I Via Occidental

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

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address Relationships
Director 10% Owner Officer Other

KELLOGG PETER R
48 WALL STREET
C/O IAT INSURANCE CO LTD
NEW YORK, NY 10005

X

Signatures

/s/ Marguerite Gorman,
attorney-in-fact 01/08/2018

**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).

The shares were purchased in multiple trades at prices ranging from \$14.225 to \$14.25. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

Remarks:

As of todays' date, the reporting person beneficially owns a total of 23,000,000 shares of the issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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