

MERCER INTERNATIONAL INC.

Form 4

June 03, 2013

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Lauritzen Eric

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)

3. Date of Earliest Transaction (Month/Day/Year)  
06/03/2013

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

C/O SUITE 1120, 700 WEST  
PENDER STREET

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

VANCOUVER, A1 V6C 1G8

(City) (State) (Zip)

**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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	06/03/2013		J	A	8,000 (1)	\$ 0	68,000 D
Common Stock	06/03/2013		J	A	5,000 (2)	\$ 0	42,000 D
Common Stock	06/03/2013		J	A	5,000 (3)	\$ 0	148,685 D
Common Stock	06/03/2013		J	A	5,000 (4)	\$ 0	35,000 D
Common Stock	06/03/2013		J	A	5,000 (5)	\$ 0	15,000 D

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Common Stock	06/03/2013	J	5,000 (6)	A	\$ 0	19,000	D
Common Stock	06/03/2013	J	5,000 (7)	A	\$ 0	5,000	D

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

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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 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 Owned Following Reporting Date (Instr. 6)
				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
Lauritzen Eric C/O SUITE 1120 700 WEST PENDER STREET VANCOUVER, A1 V6C 1G8	X			
MCCARTNEY WILLIAM SUITE 1120 700 WEST PENDER STREET VANCOUVER, A1 V6C 1G8	X			
WITTS GRAEME SUITE 1120 700 WEST PENDER STREET VANCOUVER, A1 V6C 1G8	X			
Picchi Bernard SUITE 1120	X			

700 WEST PENDER STREET  
VANCOUVER, A1 V6C 1G8

Shepherd James  
SUITE 1120  
700 WEST PENDER STREET X  
VANCOUVER, A1 V6C 1G8

Purchase Keith  
SUITE 1120  
700 WEST PENDER STREET X  
VANCOUVER, A1 V6C 1G8

ORR NANCY  
SUITE 1120  
700 WEST PENDER STREET X  
VANCOUVER, A1 V6C 1G8

## Signatures

/s/ Eric  
Lauritzen 06/03/2013  
 \*\*Signature of Date  
 Reporting Person

/s/ William  
McCartney 06/03/2013  
 \*\*Signature of Date  
 Reporting Person

/s/ Graeme Witts  
06/03/2013  
 \*\*Signature of Date  
 Reporting Person

/s/ Bernard  
Picchi 06/03/2013  
 \*\*Signature of Date  
 Reporting Person

/s/ James  
Shepherd 06/03/2013  
 \*\*Signature of Date  
 Reporting Person

/s/ Keith  
Purchase 06/03/2013  
 \*\*Signature of Date  
 Reporting Person

/s/ Nancy Orr  
06/03/2013  
 \*\*Signature of Date  
 Reporting Person

## 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) Mr. Lauritzen was granted 8,000 restricted shares of common stock by Mercer International Inc. ("Mercer") in connection with his role as Lead Director of Mercer. These shares vest and become non-forfeitable on June 3, 2014, unless a change in control of Mercer occurs prior to such date, in which case such shares vest immediately.

(2) Mr. McCartney was granted 5,000 restricted shares of common stock by Mercer International Inc. ("Mercer") in connection with his role as a director of Mercer. These shares vest and become non-forfeitable on June 3, 2014, unless a change in control of Mercer occurs prior to such date, in which case such shares vest immediately.

(3) Mr. Witts was granted 5,000 restricted shares of common stock by Mercer International Inc. ("Mercer") in connection with his role as a director of Mercer. These shares vest and become non-forfeitable on June 3, 2014, unless a change in control of Mercer occurs prior to such date, in which case such shares vest immediately.

(4) Mr. Picchi was granted 5,000 restricted shares of common stock by Mercer International Inc. ("Mercer") in connection with his role as a director of Mercer. These shares vest and become non-forfeitable on June 3, 2014, unless a change in control of Mercer occurs prior to such date, in which case such shares vest immediately.

(5) Mr. Shepherd was granted 5,000 restricted shares of common stock by Mercer International Inc. ("Mercer") in connection with his role as a director of Mercer. These shares vest and become non-forfeitable on June 3, 2014, unless a change in control of Mercer occurs prior to such date, in which case such shares vest immediately.

(6) Mr. Purchase was granted 5,000 restricted shares of common stock by Mercer International Inc. ("Mercer") in connection with his role as a director of Mercer. These shares vest and become non-forfeitable on June 3, 2014, unless a change in control of Mercer occurs prior to such date, in which case such shares vest immediately.

(7) Ms. Orr was granted 5,000 restricted shares of common stock by Mercer International Inc. ("Mercer") in connection with her role as a director of Mercer. These shares vest and become non-forfeitable on June 3, 2014, unless a change in control of Mercer occurs prior to such date, in which case such shares vest immediately.

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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