## Edgar Filing: MERCER INTERNATIONAL INC. - Form 4

MERCER IN Form 4 August 06, 20		IAL INC.									
FORM	Л									PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287			
Check this box if no longer subject to Section 16. Form 4 or				HANGES IN BENEFICIAL OWNERSE SECURITIES on 16(a) of the Securities Exchange Act o					Expires: January 20 Estimated average burden hours per response		
obligation may contin <i>See</i> Instruct 1(b).	s Section 1	7(a) of the		lity Hold	ing Com	pany	Act o	f 1935 or Sectio	'n		
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> SHIELDS KENNETH A			2. Issuer Name <b>and</b> Ticker or Trading Symbol MERCER INTERNATIONAL INC. [MERC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				Earliest Tra ay/Year) 09	ansaction			X_Director10% Owner Officer (give titleOther (specify below) below)			
				idment, Dat h/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			
(City)	(State)	(Zip)	Tabla	I Non D	anivativa (		tion A a		f or Donoficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			(A) or Code V Amount (D) Price				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	
Common Shares	08/04/2009			J	6,000 (1)	А	\$0	118,000	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.

 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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Address		Relationships							
reporting officer former from		Director	10% Owner	Officer	Other				
SHIELDS KENNETH A SUITE 2840 650 WEST GEORGIA STI VANCOUVER, A1 V6B 4		X							
Signatures									
/s/ Kenneth A. 08/04 Shields		2009							
<u>**</u> Signature of	Date	•							

\*\*Signature of 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). \*\*
- Mr. Shields was granted 6,000 restricted shares of common stock by Mercer International Inc. ("Mercer") in connection with his role as (1) an independent director of Mercer. These shares vest and become non-forfietable on August 4, 2010, unless a change in control of Mercer occurs prior to such date, in which case such shares vest immediately upon the occurrence of such change in control.

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.