

Fogarty Kevin Michael
Form 4
May 04, 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 *
Fogarty Kevin Michael

(Last) (First) (Middle)

96 S. GEORGE
STREET, SUITE500

(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)
05/02/2018

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)

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 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, Par Value \$.01	05/02/2018		M		3,658	A \$ 16.43	16,243	D	
Common Stock, Par Value \$.01	05/04/2018		M		6,253	A \$ 16.49	22,496	D	
Common Stock, Par Value \$.01	05/04/2018		M		170	A \$ 16.49	22,666	D	

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

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(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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	05/02/2018		M		3,658		05/07/2018 ⁽²⁾	05/07/2018	Common Stock, Par Value \$.01	3,658
Restricted Stock Units	<u>(1)</u>	05/03/2018		A		7,042		05/03/2019	05/03/2019	Common Stock, Par Value \$.01	7,042
Restricted Stock Units ⁽³⁾	<u>(4)</u>	05/04/2018		A		170		05/04/2018	05/04/2018	Common Stock, Par Value \$.01	170
Restricted Stock Units	<u>(1)</u>	05/04/2018		M		6,253		05/04/2018	05/04/2018	Common Stock, Par Value \$.01	6,253
Restricted Stock Units ⁽³⁾	<u>(4)</u>	05/04/2018		M		170		05/04/2018	05/04/2018	Common Stock, Par Value \$.01	170

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fogarty Kevin Michael 96 S. GEORGE STREET SUITE500	X			

YORK, PA 17401

Signatures

Linda M. Levans
by POA

05/04/2018

__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).
- (1) Not applicable to this transaction. RSUs have no value until all restrictions lapse on the final vesting date.
- (2) This grant vests one-third on 5/7/2016, one-third on 5/7/2017 and the final one-third vests, and all restrictions lapse, on 5/7/2018, or the day prior to the 2018 annual meeting of shareholders.
- (3) These are dividend equivalents in the form of additional Restricted Stock Units ("RSUs") that have accrued on the 5/4/2017 Director RSU Grant reported previously. The dividend equivalents are added to the initial grant at the time of payout.
- (4) Not applicable to this transaction

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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