

LEE JIMMY S H  
Form 4  
March 03, 2011

**FORM 4**

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

OMB APPROVAL

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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 \*  
LEE JIMMY S H

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)

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

Chief Executive Officer

SUITE 2840, 650 WEST GEORGIA 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

(Street)

VANCOUVER, A1 V6B 4N8

(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)
			Code	V	Amount or Price		
Common Stock	03/01/2011		A		106,755 (1)	A	\$ 0 1,986,434 D
Common Stock	03/01/2011		A		55,421 (2)	A	\$ 0 175,421 D
Common Stock	03/01/2011		A		50,466 (2)	A	\$ 0 65,466 D
Common Stock	03/01/2011		A		34,550 (2)	A	\$ 0 34,600 D
Common Stock	03/01/2011		A		38,386 (2)	A	\$ 0 58,386 D

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Common Stock	03/01/2011	A	27,249 (2)	A	\$ 0	72,249	D
Common Stock	03/01/2011	A	31,056 (2)	A	\$ 0	64,146	D
Common Stock	03/01/2011	A	6,067 (2)	A	\$ 0	8,167	D
Common Stock	03/01/2011	A	11,443 (2)	A	\$ 0	18,443	D
Common Stock	03/01/2011	A	6,067 (2)	A	\$ 0	17,967	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 of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEE JIMMY S H SUITE 2840 650 WEST GEORGIA STREET VANCOUVER, A1 V6B 4N8	X		Chief Executive Officer	
GANDOSSO DAVID M SUITE 2840 650 WEST GEORGIA STREET			Chief Financial Officer	

VANCOUVER, A1 V6B 4N8

Isacsson Claes Inge  
ESTBROTEVAGEN 16  
SKARHOLMEN, V7 SE - 12741

Chief Operating Officer

Nossol Leonhard  
HAUPTSTRASSE #16  
BLANKENSTEIN, 2M 7366

Group Controller for Europe

Ridder Wolfram  
AM EISENBUHL 7  
SELBITZ, 2M D-95152

VP of Business Development

Heine Eric Xavier  
SUITE 2840  
650 WEST GEORGIA STREET  
VANCOUVER, A1 V6B 4N8

VP Sales & Marketing NA & Asia

Cooper David Michael  
SUITE 2840  
650 WEST GEORGIA STREET  
VANCOUVER, A1 V6B 4N8

VP Sales & Marketing Europe

Short Richard George  
SUITE 2840  
650 WEST GEORGIA STREET  
VANCOUVER, A1 V6B 4N8

Controller

STANNUS GENEVIEVE  
SUITE 2840  
650 WEST GEORGIA STREET  
VANCOUVER, A1 V6B 4N8

Treasurer

MERWIN BRIAN  
SUITE 2840  
650 WEST GEORGIA STREET  
VANCOUVER, A1 V6B 4N8

VP of Strategic Initiatives

## Signatures

/s/ Jimmy S.H.

Lee 03/03/2011

\*\*Signature of  
Reporting Person

Date

/s/ David M.

Gandossi 03/03/2011

\*\*Signature of  
Reporting Person

Date

/s/ Claes-Inge

Isacson 03/03/2011

\*\*Signature of  
Reporting Person

Date

/s/ Leonhard

Nossol 03/03/2011

\_\_Signature of  
Reporting Person

Date

/s/ Wolfram

Ridder 03/03/2011

\_\_Signature of  
Reporting Person

Date

/s/ Eric X. Heine

03/03/2011

\_\_Signature of  
Reporting Person

Date

/s/ David

Cooper 03/03/2011

\_\_Signature of  
Reporting Person

Date

/s/ Richard Short

03/03/2011

\_\_Signature of  
Reporting Person

Date

/s/ Genevieve

Stannus 03/03/2011

\_\_Signature of  
Reporting Person

Date

/s/ Brian

Merwin 03/03/2011

\_\_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).

Represents the number of shares earned in connection with the restricted performance shares previously granted on February 18, 2008,  
(1) based on the achievement of certain targets in the period ended December 31, 2010. These restricted performance shares vested on March 1, 2011.

(2) Represents the number of shares earned in connection with the performance units previously granted on February 18, 2008, based on the achievement of certain targets in the period ended December 31, 2010. These performance units vested on March 1, 2011.

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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