

KELLOGG PETER R
Form 4
October 11, 2017

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 *
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)
10/06/2017

____ Director 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)
 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)
				(A) or (D) Code V Amount Price			
Common Stock	10/06/2017		P	200,000 A \$ 11.95	475,000	I	Via Peter and Cynthia Kellogg Foundation
Common Stock	10/06/2017		P	200,000 A \$ 11.95	300,000	I	Via Non Marital PRK Trust
Common Stock	10/10/2017		P	258,743 A \$ 12.4937	408,743	D	
Common Stock	10/10/2017		P	500,000 A \$	1,882,500	I	Via Spouse

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Stock					12.4937			
Common Stock	10/10/2017	P	500,000	A	\$ 12.4937	975,000	I	Via Peter and Cynthia Kellogg Foundation
Common Stock	10/10/2017	P	500,000	A	\$ 12.4937	800,000	I	Via Non Marital PRK Trust
Common Stock	10/10/2017	P	500,000	A	\$ 12.4937	2,000,000	I	Via Bermuda Partners
Common Stock						210,000	I	Via E.G. Anderson Inc.
Common Stock						13,473,014	I	Via IAT Insurance Co. Ltd.
Common Stock						54,000	I	Via Mill River Farm
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						1,000	I	Via Cardia Company Inc.
Common Stock						100,000	I	Via Acceptance Casualty

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Common Stock	225,000	I	Via Acceptance Indemnity
Common Stock	1,000,000	I	Via Harco
Common Stock	503,030	I	Via Occidental
Common Stock	538,426	I	Via Transguard
Common Stock	628,030	I	Via Wilshire

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

Signatures

/s/ Marguerite Gorman,
attorney-in-fact

10/11/2017

__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).

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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