MERCER INTERNATIONAL INC

Form 4

August 20, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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Check this box

obligations may continue. See Instruction

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

1(b).

(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

Issuer

below)

(Check all applicable)

5. Relationship of Reporting Person(s) to

[MERC]

(Last) (First) (Middle)

(Zip)

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

Director X__ 10% Owner Other (specify Officer (give title

08/20/2010

48 WALL STREET, C/O IAT REINSURANCE CO LTD

> (Street) 4. If Amendment, Date Original

> > Filed(Month/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

(Instr. 4)

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

NEW YORK, NY 10005

(City)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

(State)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I)

7. Nature of Indirect Beneficial Ownership (Instr. 4)

(A) Transaction(s)

or (Instr. 3 and 4)

Price Code V Amount (D)

BY IAT

COMMON 08/20/2010 P I (1) 0 \$0 7,643,409 REINSURANCE A **STOCK** CO. LTD

COMMON STOCK

08/20/2010

P 0

\$0 A

357,562 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.

SEC 1474 (9-02)

1

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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 orderivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerci Expiration Da (Month/Day/Y	te	7. Title Underly (Instr. 3
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
8.5% SENIOR SUBORDINATED CONVERTIBLE NOTES	\$ 3.3	08/20/2010		P	2,281,806	01/16/2010	01/16/2012	COM: STC

Reporting Owners

Reporting Owner Name / Address		Relation	ships		
	D: .	100 0	O.CC.	0.1	

Director 10% Owner Officer Other

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

X

Signatures

PETER R KELLOGG/MARGUERITE GORMAN/ATTORNEY IN FACT

08/20/2010

**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) IAT REINSURANCE CO LTD., A BERMUDA CORPORATION OF WHICH MR KELLOGG IS THE SOLE HOLDER OF VOTING STOCK.MR KELLOGG DISCLAIMS BENEFICIAL OWNERSHIP OF THESE SHARES.

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.

Reporting Owners 2