

MERCER INTERNATIONAL INC.  
Form 4/A  
March 10, 2015

**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 \*  
Cooper David Michael

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)  
SUITE 1120, 700 WEST PENDER STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/12/2009

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP Sales & Marketing Europe

VANCOUVER, A1 V6C 1G8

4. If Amendment, Date Original Filed(Month/Day/Year)  
03/16/2009

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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 (A) or (D) Price   |   |  |                                   |
| Common Stock                    | 03/12/2009 <sup>(1)</sup>            |  | P                              | 9,090 A \$ 0.55   | 9,090 <sup>(2)</sup>  | I <sup>(3)</sup>   | By Daughter <sup>(3)</sup>        |
| Common Stock                    | 09/08/2009 <sup>(1)</sup>            |  | S                              | 3,000 D \$ 3.5  | 6,090 <sup>(2)</sup>  | I <sup>(3)</sup>   | By Daughter <sup>(3)</sup>        |
| Common Stock                    | 09/03/2010 <sup>(1)</sup>            |  | S                              | 3,000 D \$ 5.25   | 3,090 <sup>(2)</sup>  | I <sup>(3)</sup>   | By Daughter <sup>(3)</sup>        |

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 Beneficially Owned Following Reported Transaction(s) (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 |
| Cooper David Michael<br>SUITE 1120<br>700 WEST PENDER STREET<br>VANCOUVER, A1 V6C 1G8 |               |           | VP Sales &<br>Marketing<br>Europe |       |

## Signatures

/s/ David  
Cooper 03/09/2015

\_\_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) This Form 4/A amends three Form 4s originally filed on behalf of the reporting person on March 16, 2009, September 9, 2009 and September 7, 2010.  
In the Form 4 filed on March 16, 2009, 30,000 unexercised stock options granted to the reporting person on July 27, 2005 were incorrectly classified as 30,000 common shares and included in "Item 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)". This incorrect classification was subsequently carried forward on the Form 4s filed on September 9, 2009 and September 7, 2010, respectively.
- (3) The reported purchase of 9,090 common shares on March 12, 2009 and the reported sales of 3,000 common shares on each of September 9, 2009 and September 7, 2010, respectively, were incorrectly classified in "Item 6. Ownership" as "D" (direct holdings of the reporting

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person), rather than "I", when such shares, all of which were purchased and sold by the reporting person's adult daughter, were not beneficially owned by the reporting person. The reporting person disclaims beneficial ownership of such shares and this report should not be deemed an admission that the reporting person is the beneficial owner of such shares for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.

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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