#### MERCER INTERNATIONAL INC

Form 4

November 19, 2004

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

OMB Number:

3235-0287

0.5

if no longer

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average

response...

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subject to Section 16. Form 4 or Form 5 obligations

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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* KELLOGG PETER R

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

below)

Symbol

(Middle)

MERCER INTERNATIONAL INC

(Check all applicable)

[MERCS]

(Last) (First) 3. Date of Earliest Transaction

Director Officer (give title

X\_\_ 10% Owner Other (specify

48 WALL STREET, C/O IAT REINSURANCE CO LTD

(Street)

(State)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

(Month/Day/Year)

11/17/2004

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

NEW YORK, NY 10005

(City) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

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

(A)

or

(D)

A

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

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

Code V Amount

Transaction(s) (Instr. 3 and 4) Price

(Instr. 4)

**COMMON** 11/17/2004 **STOCK** 

P 100,000

2,505,260 8.52

REINSURANCE CO LTD

BY IAT

**COMMON STOCK** 

11/17/2004

0

P

\$0 A 157,162 D

I (1)

**SEC 1474** 

(9-02)

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

(Month/Day/Year)

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### Edgar Filing: MERCER INTERNATIONAL INC - Form 4

### 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. Transactic Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5		7. Title and Amoun of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
8.5% CONVERTIBLE SENIOR SUBORINATED NOTES (right to buy)	\$ 7.75	11/17/2004	10/10/2003	Р	0	10/10/2003	10/15/2010	common shares	0

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
KELLOGG PETER R						
48 WALL STREET		X				
C/O IAT REINSURANCE CO LTD		Λ				
NEW YORK, NY 10005						

## **Signatures**

Reporting Person

PETER R **KELLOGG** 11/19/2004 \*\*Signature of

# **Explanation of Responses:**

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- 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.

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