#### GLATFELTER GEORGE H II

Form 4/A

December 18, 2009

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB APPROVAL

Number: 3235-0287

January 31,

0.5

Expires: 2005
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burden hours per response...

5. Relationship of Reporting Person(s) to

Issuer

Check this box if no longer subject to Section 16. Form 4 or

Form 5 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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

GLATFELTER GEORGE H II

GLATFELTER GEORGE H II			Symbol GLATFELTER P H CO [GLT]				(Check all applicable)			
96 SOUTH GEORGE			(Month/Day/Year) 12/31/2008				X Director 10% OwnerX Officer (give title Other (specify			
STREET, SUITE 500			12/31/2008			below) below)				
								nairman & CEO		
	(Street) 4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check					
		Filed(Month/Day/Year) 01/02/2009				Applicable Line) _X_ Form filed by One Reporting Person				
YORK, PA	17401		01/02/20	109				More than One Ro		
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	Securities Ac	quired, Disposed	of, or Beneficial	lly Owned	
1.Title of	2. Transaction Dat			3.	4. Securi		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	
Security (Month/Day/Year) (Instr. 3)		any	Execution Date, if any		nAcquired Disposed		Beneficially	(D) or	Beneficial	
		(Month/	Day/Year)	(Instr. 8)	(Instr. 3,	4 and 5)	Owned	Indirect (I)	Ownership	
							Following Reported	(Instr. 4)	(Instr. 4)	
						(A) or	Transaction(s)			
				Code V	Amount	(D) Price	(Instr. 3 and 4)			
Common									Held by	
Stock, Par							3,935	I	401k (2)	
Value \$.01									_	
Common									Held by	
Stock, Par							140,300	I	Trust $(1)$ $(2)$	
Value \$.01										
Reminder: Reno	ort on a separate line	for each cl	lass of secur	ities benefic	cially own	ed directly or	indirectly.			

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)

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration D	ate	Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								Λ.	mount		
									mount		
						Date E	Expiration Date	Title N			
						Exercisable		Title Number of			
				C + V	(A) (D)						
				Code V	(A) (D)			S	hares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
·r·	Director	10% Owner	Officer	Other			
GLATFELTER GEORGE H II 96 SOUTH GEORGE STREET SUITE 500 YORK, PA 17401	X		Chairman & CEO				

## **Signatures**

/s/Suzanne DeMars, 12/18/2009 attorney-in-fact

\*\*Signature of Reporting Person

## **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).
- The reporting person is a trustee of the Irrevocable Trust of George H. Glatfelter dated 10/19/76 (the "1976 Trust") and disclaims **(1)** beneficial ownership of the reported securities of P. H. Glatfelter Company (the "Company").
  - As a co-trustee of the 1976 Trust, the reporting person was the indirect holder of 140,300 shares of Company common stock owned by the 1976 Trust as of December 31, 2008. in a Form 4 Report filed on January 2, 2009, reporting transactions on December 31, 2008, the
- (2) reporting person did not report his indirect holdings which, at the time, consisted of the 140,300 shares of Company common stock owned by the 1976 Trust as well as 3,935 shares held indirectly through the Company's 401(k) plan. This Form 4/A Report is being filed to report such indirect holdings.

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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