

GLATFELTER P H CO
Form SC 13G
December 09, 2005

Table of Contents

OMB APPROVAL
OMB Number: 3235-0145
Expires: December 31, 2005
Estimated average burden hours per response...11

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

P. H. GLATFELTER COMPANY

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

377316104

(CUSIP Number)

December 2, 2005

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1 (b)

Rule 13d-1 (c)

Rule 13d-1 (d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the notes).

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.

Table of Contents

13G

CUSIP No. 377316104

1. Name of Reporting Person: The PNC Financial Services Group, Inc. I.R.S. Identification Nos. of above persons (entities only): 25-1435979

2. Check the Appropriate Box if a Member of a Group:
(a)
(b)

3. SEC Use Only:

4. Citizenship or Place of Organization: Pennsylvania

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5. Sole Voting Power:
3,459,769

6. Shared Voting Power:
0

7. Sole Dispositive Power:
1,005,891

8. Shared Dispositive Power:
2,453,867

9. Aggregate Amount Beneficially Owned by Each Reporting Person:
3,473,544

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

11.

Edgar Filing: GLATFELTER P H CO - Form SC 13G

Percent of Class Represented by Amount in Row (9):
7.88%

12. Type of Reporting Person:
HC

ii

Table of Contents

13G

CUSIP No. 377316104

1. Name of Reporting Person: PNC Bancorp, Inc. I.R.S. Identification Nos. of above persons (entities only): 51-0326854

2. Check the Appropriate Box if a Member of a Group:
(a)
(b)

3. SEC Use Only:

4. Citizenship or Place of Organization: Delaware

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5. Sole Voting Power:
3,459,769

6. Shared Voting Power:
0

7. Sole Dispositive Power:
1,005,891

8. Shared Dispositive Power:
2,453,867

9. Aggregate Amount Beneficially Owned by Each Reporting Person:
3,473,544

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

11.

Edgar Filing: GLATFELTER P H CO - Form SC 13G

Percent of Class Represented by Amount in Row (9):
7.88%

12. Type of Reporting Person:
HC

iii

Table of Contents

13G

CUSIP No. 377316104

1. Name of Reporting Person: PNC Bank, National Association I.R.S. Identification Nos. of above persons (entities only): 22-1146430

2. Check the Appropriate Box if a Member of a Group:
(a)
(b)

3. SEC Use Only:

4. Citizenship or Place of Organization:
United States

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5. Sole Voting Power:
3,459,769

6. Shared Voting Power:
0

7. Sole Dispositive Power:
1,005,891

8. Shared Dispositive Power:
2,453,867

9. Aggregate Amount Beneficially Owned by Each Reporting Person:
3,473,544

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

11.

Edgar Filing: GLATFELTER P H CO - Form SC 13G

Percent of Class Represented by Amount in Row (9):
7.88%

12. Type of Reporting Person:
BK

iv

Table of Contents

OMB APPROVAL
OMB Number: 3235-0145
Expires: December 31, 2005
Estimated average burden hours per response...11

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

P. H. GLATFELTER COMPANY

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

377316104

(CUSIP Number)

December 2, 2005

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1 (b)

Rule 13d-1 (c)

Rule 13d-1 (d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the notes).

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.

Table of Contents

13G

CUSIP No. 377316104

1. Name of Reporting Person: I.R.S. Identification Nos. of above persons (entities only):
William M. Eyster, II

2. Check the Appropriate Box if a Member of a Group:
(a)
(b)

3. SEC Use Only:

4. Citizenship or Place of Organization:
United States

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5. Sole Voting Power:
848,000

6. Shared Voting Power:
0

7. Sole Dispositive Power:
0

8. Shared Dispositive Power:
130,418

9. Aggregate Amount Beneficially Owned by Each Reporting Person:
978,418¹

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

11.

Edgar Filing: GLATFELTER P H CO - Form SC 13G

Percent of Class Represented by Amount in Row (9):
2.22%

12. Type of Reporting Person:
IN

¹ Includes shares of stock of the Issuer held in one or more trusts which may be revoked by the Reporting Person at any time, as a result of which the Reporting Person would acquire sole voting and dispositive power with respect to such shares.

Table of Contents

13G

CUSIP No. 377316104

1. Name of Reporting Person: I.R.S. Identification Nos. of above persons (entities only):
Cassandra E. Savitz

2. Check the Appropriate Box if a Member of a Group:
(a)
(b)

3. SEC Use Only:

4. Citizenship or Place of Organization:
United States

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5. Sole Voting Power:
681,803

6. Shared Voting Power:
0

7. Sole Dispositive Power:
681,803

8. Shared Dispositive Power:
78,701

9. Aggregate Amount Beneficially Owned by Each Reporting Person:
760,504

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

11.

Edgar Filing: GLATFELTER P H CO - Form SC 13G

Percent of Class Represented by Amount in Row (9):
1.73%

12. Type of Reporting Person:
IN

iii

Table of Contents

13G

CUSIP No. 377316104

1. Name of Reporting Person: Katherine K. Glatfelter
I.R.S. Identification Nos. of above persons (entities only):

2. Check the Appropriate Box if a Member of a Group:
(a)
(b)

3. SEC Use Only:

4. Citizenship or Place of Organization:
United States

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5. Sole Voting Power:
0

6. Shared Voting Power:
0

7. Sole Dispositive Power:
0

8. Shared Dispositive Power:
437,091

9. Aggregate Amount Beneficially Owned by Each Reporting Person:
439,803¹

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

11.

Edgar Filing: GLATFELTER P H CO - Form SC 13G

Percent of Class Represented by Amount in Row (9):

1.0%

12. Type of Reporting Person:

IN

¹ Includes shares of stock of the Issuer held in one or more trusts which may be revoked by the Reporting Person at any time, as a result of which the Reporting Person would acquire sole voting and dispositive power with respect to such shares.

Table of Contents

13G

CUSIP No. 377316104

1. Name of Reporting Person: I.R.S. Identification Nos. of above persons (entities only):
George H. Glatfelter

2. Check the Appropriate Box if a Member of a Group:
(a)
(b)

3. SEC Use Only:

4. Citizenship or Place of Organization:
United States

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5. Sole Voting Power:
0

6. Shared Voting Power:
0

7. Sole Dispositive Power:
0

8. Shared Dispositive Power:
342,362

9. Aggregate Amount Beneficially Owned by Each Reporting Person:
893,408¹

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

11.

Edgar Filing: GLATFELTER P H CO - Form SC 13G

Percent of Class Represented by Amount in Row (9):
2.03%

12. Type of Reporting Person:
IN

¹ Includes shares of the common stock of the Issuer which the Reporting Person has the right to withdraw or purchase from various trusts, as a result of which the Reporting Person would acquire sole voting and dispositive power with respect to such shares.

v

TABLE OF CONTENTS

Item 1. (a) Name of Issuer:

Item 2.

Item 3.

Item 4. Ownership.

Item 5. Ownership of Five Percent or Less of a Class

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

Item 8. Identification and Classification of Members of the Group

Item 9. Notice of Dissolution of Group

Item 10(a) Certification

Item 10(b) Certification

Item 10(b) Certification

Item 10(b) Certification

Item 10(b) Certification

Table of Contents

Item 1. (a) Name of Issuer:

P. H. Glatfelter Company

(b) Address of Issuer's Principal Executive Offices:

96 South George Street, Suite 500, York, PA 17401

Item 2. (a)-(c) This Schedule is filed by The PNC Financial Services Group, Inc., a Pennsylvania corporation ("PNC Financial"), its wholly-owned subsidiary, PNC Bancorp, Inc., a Delaware corporation ("PNC Bancorp"), its wholly-owned subsidiary, PNC Bank, National Association, a national banking association ("PNC Bank"), and the individuals identified below (collectively, the "Co-Trustees"), each of whom is a citizen of the United States, who are co-trustees with PNC Bank, of a total of twenty eight (28) irrevocable fiduciary trusts which hold in the aggregate 1,342,308 shares of Common Stock of the Issuer (collectively, the "Trust Shares"). The Trust shares represent in the aggregate 3.05% of the outstanding Common Stock of the Issuer as of October 31, 2005.

PNC Bank and the Co-Trustees share dispositive power, and PNC Bank holds sole voting power, with respect to the Trust Shares. Under applicable state law and instruments governing the Trusts, PNC and the Co-Trustees must act by mutual consent with respect to investment decisions regarding the Trust Shares held by the Trusts.

The name and residence or business address of each of the Co-Trustees is set forth below:

Name	Address
William M. Eyster, II	204 St. Charles Way, York, PA 17402
Katherine K. Glatfelter	Colonial Valley Road, Spring Grove, PA 17362
George H. Glatfelter	5715 Colonial Valley Rd., Spring Grove, PA 17362
Cassandra E. Savitz	105 Lyn Circle, York, PA 17403

(d) Title of Class of Securities: Common Stock

(e) CUSIP Number: 377316104

Table of Contents

Item 3. Each of PNC Financial and PNC Bancorp is a:

(g) parent holding company or control person in accordance with § 240.13d- 1(b)(1)(ii)(G).

PNC Bank is a:

(b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

Item 4. Ownership.

The number of shares of Common Stock of the Issuer beneficially owned by each of the reporting persons, the percent of the aggregate outstanding shares of Common Stock and the number of such shares as to which each such person has sole and shared power to vote or direct the vote, and sole or shared power to dispose or to direct the disposition of Common Stock is shown in Items 5-9 and 11 of the Cover Page applicable to each person, all of which are hereby incorporated herein by reference.

Item 5. Ownership of Five Percent or Less of a Class

N/A

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Certain of the shares of Common Stock as to which this Statement is filed may be beneficially owned by more than one person. Of such shares held in trusts, certain persons who are settlors, trustees, beneficiaries and others named in the governing instruments of Trusts which hold such shares, including the reporting persons, may have the power to direct the receipt of dividends from, or the proceeds from the sale of, such shares. As to shares that are held by the reporting persons as executor, custodian or agent, certain persons including account owners, have the power, under law or by contract, to direct the receipt of dividends from, or the proceeds from the sale of, such Shares.

The number of shares of Common Stock which are beneficially held by PNC Bank, PNC Financial and PNC Bancorp, as trustee, executor, custodian or agent, total 3,473,544 or 7.88% of the outstanding shares of Common Stock as of October 31, 2005 . None of the other reporting persons, nor any other person known to the undersigned to have an interest in the shares of Common Stock covered by the Statement, holds more than 5% of the outstanding Common Stock.

Table of Contents

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

N/A

Item 8. Identification and Classification of Members of the Group

This schedule is filed pursuant to Rule 13d-1(b) on behalf of PNC Financial, PNC Bancorp, PNC Bank, and pursuant to Rule 13d-1(c) by each of the Co-Trustees identified in Item 2, to which reference is hereby made.

Item 9. Notice of Dissolution of Group

N/A

Exhibits

Attached hereto as Exhibits are Joint Filing Agreements of each the Reporting Persons named on the Cover Page.

4

Table of Contents

CERTIFICATION AND SIGNATURE PAGE

Item 10(a)

Certification

By signing below we certify that, to the best of our knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Statement is true, complete and correct.

Dated: 12/2/05

The PNC Financial Services Group, Inc.

By: */s/ Thomas R. Moore*
Name: Thomas R. Moore
Title: Corporate Secretary

Dated: 12/2/05

PNC Bancorp, Inc.

By: */s/ Thomas R. Moore*
Name: Thomas R. Moore
Title: Assistant Secretary

Dated: 12/2/05

PNC Bank, National Association

By: */s/ Thomas R. Moore*
Name: Thomas R. Moore
Title: Secretary

Table of Contents

CERTIFICATION AND SIGNATURE

Item 10(b)

Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

12/3/05

Date

/s/ George H. Glatfelter

Signature

George H. Glatfelter

Name/Title

Table of Contents

CERTIFICATION AND SIGNATURE

Item 10(b)

Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

12/2/05

Date

/s/ Katherine K. Glatfelter

Signature

Katherine K. Glatfelter

Name/Title

Table of Contents

CERTIFICATION AND SIGNATURE

Item 10(b)

Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

12/2/05

Date

/s/ Cassandra E. Savitz

Signature

Cassandra E. Savitz

Name/Title

Table of Contents

CERTIFICATION AND SIGNATURE

Item 10(b)

Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

12/2/05

Date

/s/ William M. Eyster, III

Signature

William M. Eyster, III

Name/Title

Table of Contents

Exhibits
Joint Filing Statements

Table of Contents

JOINT FILING STATEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, each of the undersigned agrees to the joint filing of a statement with the Securities and Exchange Commission on its behalf with respect to the disposition of shares of Common Stock of P.H. Glatfelter Company held in various fiduciary Trusts of which PNC Bank, N.A. is a Trustee.

Dated: 12/2/05

The PNC Financial Services Group, Inc.

By: */s/ Thomas R. Moore*
Name: Thomas R. Moore
Title: Corporate Secretary

Dated: 12/2/05

PNC Bancorp, Inc.

By: */s/ Thomas R. Moore*
Name: Thomas R. Moore
Title: Assistant Secretary

Dated: 12/2/05

PNC Bank, National Association

By: */s/ Thomas R. Moore*
Name: Thomas R. Moore
Title: Secretary

Table of Contents

JOINT FILING STATEMENT

December 3, 2005

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, I agree to the joint filing of a statement with the Securities and Exchange Commission on my behalf with respect to the disposition of shares of Common Stock of P.H. Glatfelter Company held in several Trusts of which I am co-trustee with PNC Bank, N.A.

/s/ George H. Glatfelter
George H. Glatfelter

Table of Contents

JOINT FILING STATEMENT

December 2, 2005

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, I agree to the joint filing of a statement with the Securities and Exchange Commission on my behalf with respect to the disposition of shares of Common Stock of P.H. Glatfelter Company held in several Trusts of which I am co-trustee with PNC Bank, N.A.

/s/ William M. Eyster, III
William M. Eyster, III

Table of Contents

JOINT FILING STATEMENT

December 2, 2005

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, I agree to the joint filing of a statement with the Securities and Exchange Commission on my behalf with respect to the disposition of shares of Common Stock of P.H. Glatfelter Company held in several Trusts of which I am co-trustee with PNC Bank, N.A.

/s/ Katherine K. Glatfelter
Katherine K. Glatfelter

Table of Contents

JOINT FILING STATEMENT

December 2, 2005

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, I agree to the joint filing of a statement with the Securities and Exchange Commission on my behalf with respect to the disposition of shares of Common Stock of P.H. Glatfelter Company held in several Trusts of which I am co-trustee with PNC Bank, N.A.

/s/ Cassandra E. Savitz
Cassandra E. Savitz