#### DRISCOLL WILLIAM LINDEKE

Form 4 May 11, 2018

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

3235-0287 Number:

January 31, Expires: 2005

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response...

5. Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or Form 5

obligations

1(b).

may continue.

See Instruction

Check this box

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)

DRISCOLL WILLIAM LINDEKE Issuer Symbol POTLATCHDELTIC CORP [PCH] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X\_ Director 10% Owner Officer (give title Other (specify C/O POTLATCHDELTIC 05/09/2018

2. Issuer Name and Ticker or Trading

CORPORATION, W. 601 FIRST AVE., STE. 1600

(State)

(Zip)

1. Name and Address of Reporting Person \*

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

> Filed(Month/Day/Year) Applicable Line)

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

SPOKANE, WA 99201

(City)

(- 3)	(······)	Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	Acquir	red (A)	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transactio	or Disposed	of (D)		Securities	Ownership	Indirect		
(Instr. 3)		any	Code (Instr. 3, 4 and 5)			Beneficially	Form:	Beneficial			
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership		
							Following	or Indirect	(Instr. 4)		
					(4)		Reported	(I)			
					(A)		Transaction(s)	(Instr. 4)			
			C 1 W		or	ъ.	(Instr. 3 and 4)				
			Code V	Amount	(D)	Price					
Common	05/09/2018		A	1,560.874	A	\$	240,362.874	D (3)			
Stock				(1)		48.05	(2)				

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumbe		Expiration Date		Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	m: d	or		
						Exercisable	Date	Title Number	Number		
				C + V	(A) (D)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DRISCOLL WILLIAM LINDEKE C/O POTLATCHDELTIC CORPORATION W. 601 FIRST AVE., STE. 1600 SPOKANE, WA 99201

X

# **Signatures**

/s/ Lorrie D. Scott, Attorney-in-Fact

05/11/2018

\*\*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).

Represents award of restricted stock units that may be settled only for shares of common stock on a one-for-one basis. The RSUs will vest on May 9, 2019, subject to continued service through such date, except in the case of death, disability or failure to stand for election at an annual shareholder meeting. Pursuant to the reporting person's election under the PotlatchDeltic 2014 Long-Term Incentive Plan, vested shares will be converted into phantom stock units and deferred in accordance with the provisions of the 2014 Plan. The phantom stock units will be paid on a one-for-one basis in shares of PotlatchDeltic common stock after the reporting person's termination from service with PotlatchDeltic, in accordance with the reporting person's election under the 2014 Plan.

During the vesting and deferral periods, an amount equal to the dividends that would have been paid on the RSU's had they been in the (2) form of common stock will be converted into additional RSU's. The additional RSU's will vest and be paid at the same time as the underlying shares of common stock.

Includes 58,725 shares held directly by reporting person, 127,477 shares held by trust of which reporting person is a trustee and shares voting power, 34,710 shares held by trusts of which reporting person is a trustee and shares voting and investment power. Also includes

(3) 4,900 shares held by a limited liability company of which reporting person is manager with both voting and dispositive powers. Reporting person has the power to substitute other assets for 12,900 Company shares in a trust he has created over which he has no voting or investment power.

#### **Remarks:**

William L. Driscoll

Reporting Owners 2

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### PotlatchDeltic Corporation

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.