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CARTER T	ERRY L										
Form 4 February 19	. 2013										
FORM	ЛЛ								OMB AF	PPROVAL	
UNITED STATES SECU				URITIES AND EXCHANGE COMMISS Vashington, D.C. 20549					OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to S			F CHAN	GES IN I SECUR	BENEF ITIES	ICIA			Expires: Estimated a burden hou response		
obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17(a) of the l	Public U		ling Con	npany	y Act of	1935 or Section	1		
(Print or Type]	Responses)										
			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	liddle)	POTLATCH CORP [PCH] 3. Date of Earliest Transaction					(Chec	k all applicable)	
(Mo				(Month/Day/Year) 02/14/2013				Director 10% Owner Officer (give title Other (specify below) Director Other (specify below) CONTROLLER			
				endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
SPOKANE	, WA 99201							Person	iore man One Re	porting	
(City)	(State) (Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed Aonth/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securi n(A) or Di (Instr. 3,	(A) or	d of (D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)		
Common	02/14/2013			Code V A	2,059	(D) A	Price \$ 0	20,541	D		
Stock (1)					_,		ф.	_ • ,• · -	_		
$\frac{\text{Common}}{\text{Stock } (2)}$	02/14/2013			F	563	D	\$ 45.31	19,978	D		
Common Stock (3)	02/14/2013			F	182	D	\$ 45.31	19,796	D		
Common Stock (4)	02/14/2013			А	493	D	\$0	20,289	D		
Common Stock								16,092	I	401(k)	

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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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title o Derivativ Security (Instr. 3)	e Conversion or Exercise	3. Transaction Date (Month/Day/Year)	4. Transactie Code (Instr. 8)	5. oriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
					Date Exercisable	Expiration Date	Title	Amount or Number of		

Code V (A) (D)

Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address	Relationships						
Treporting of their reality reactions	Director	10% Owner	Officer	Other			
CARTER TERRY L 601 W. FIRST AVE., SUITE 1600 SPOKANE, WA 99201			CONTROLLER				
Signatures							
/s/ Lorrie D. Scott, Attorney-in-Fact	02/1	9/2013					

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) Represents shares of common stock issued in settlement of 2010-2012 Performance Share Grant.
- (2) Represents shares of common stock surrendered to satisfy tax liability due at settlement of 2010-2012 Performance Share Grant.
- (3) Represents shares surrendered to satisfy tax liability due as settlement of Restricted Stock Unit award.

Represents award of restricted stock units (RSU's) that may be settled only for shares of common stock on a one-for-one basis. The RSU's will vest on December 31, 2015, subject to continued employment through such date. During the vesting period, an amount equal to the

⁽⁴⁾ dividends that would have been paid on the RSU's had they been in the form of common stock will be converted into additional RSU's. The additional RSU's will also vest on December 31, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Shares

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