

BSQUARE CORP /WA  
Form 4  
November 05, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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)

1. Name and Address of Reporting Person \*  
**Heimbigner Martin L.**  
  
(Last) (First) (Middle)  
  
110 - 110TH AVE., NE, SUITE 300  
  
(Street)  
  
BELLEVUE, WA 98004  
  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**BSQUARE CORP /WA [BSQR]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/03/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	11/03/2014		A		7,500 (1)	A	\$ 0 7,500 D

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)

**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 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
Stock Option (Right to Buy)	\$ 3.83	11/03/2014		A	100,000	11/03/2015 <sup>(2)</sup> 11/03/2024	Common Stock 100,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Heimbigner Martin L. 110 - 110TH AVE., NE SUITE 300 BELLEVUE, WA 98004			Chief Financial Officer	

## Signatures

/s/ Martin L. Heimbigner  
 11/05/2014  
 \*\*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).
- (1) These Restricted Stock Units vest 33% on November 3, 2015, with the balance vesting in equal monthly installments for two years thereafter.
- (2) These options vest 33% on November 3, 2015, with the balance vesting in equal monthly installments for two years thereafter.

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.

- (1) Estimated solely for the purposes of calculating the registration fee in accordance with Rule 457(f) under the Securities Act of 1933, as amended.
- (2) Calculated based upon the market value of the securities to be received by the registrants in the exchange in accordance with Rule 457(f). Pursuant to Rule 457(n), no registration fee will be paid in connection with the guarantee.

**The Registrant hereby amends this Registration Statement on such date or dates as may be necessary to delay its effective date until the Registrant shall file a further amendment which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of**

**1933 or until this Registration Statement shall become effective on such date as the Commission, acting pursuant to Section 8(a), may determine.**

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**TABLE OF ADDITIONAL REGISTRANTS**

<b>Name</b>	<b>State or other Jurisdiction of Incorporation</b>	<b>Primary Standard Industrial Classification Code Number</b>	<b>I.R.S. Employer Identification Number</b>
PHG Tea Leaves, Inc.	DE	2612	52-2068690
Mollanvick, Inc.	DE	2612	52-2068900
The Glatfelter Pulp Wood Company	MD	2612	23-1519556
GLT International Finance, LLC	DE	2612	32-0019096
Glenn-Wolfe, Inc.	DE	2612	52-2017675
Glatfelter Holdings, LLC	DE	2612	20-3878695
Glatfelter Holdings II, LLC	DE	2612	20-3878722

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**Explanatory Note**

This Amendment No. 2 is being filed solely for the purpose of filing exhibits to the Registration Statement on Form S-4 (File No. 333-135808) and no changes or additions are being made hereby to the preliminary prospectus which forms part of the Registration Statement or to Items 20 or 22 of Part II of the Registration Statement. Accordingly, the preliminary prospectus and Items 20 and 22 of Part II of the Registration Statement have been omitted from this filing.

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**PART II**  
**INFORMATION NOT REQUIRED IN PROSPECTUS**

**Item 21. Exhibits**

(a) Exhibits

See the index to exhibits that appears immediately following the signature pages to this registration statement.

II-1

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of York, State of Pennsylvania, on October 19, 2006.

P. H. GLATFELTER COMPANY  
By: /s/ John P. Jacunski

Name: John P. Jacunski  
Title: Senior Vice President and  
Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

<b>Signature</b>	<b>Title</b>	<b>Date</b>
* George H. Glatfelter II	Chairman, Chief Executive Officer and Director (Principal Executive Officer)	October 19, 2006
/s/ John P. Jacunski John P. Jacunski.	Senior Vice President and Chief Financial Officer (Principal Financial Officer)	October 19, 2006
* David C. Elder	Corporate Controller (Principal Accounting Officer)	October 19, 2006
* Kathleen A. Dahlberg	Director	October 19, 2006
* Nicholas DeBenedictis	Director	October 19, 2006
* J. Robert Hall	Director	October 19, 2006
* Richard C. III	Director	October 19, 2006
* Ronald J. Naples	Director	October 19, 2006

\* Director October 19, 2006

Richard L. Smoot

\* Director October 19, 2006

Lee C. Stewart

\*By: /s/ John P. Jacunski

As Attorney-in-Fact

II-2

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of York, State of Pennsylvania, on October 19, 2006.

PHG TEA LEAVES, INC.

By: \*

Name: George Amoss, Jr.

Title: President

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates as indicated.

<b>Signature</b>	<b>Title</b>	<b>Date</b>
* George Amoss, Jr.	President, Treasurer and Director (Principal Executive Officer, Principal Financial Officer, Principal Accounting Officer)	October 19, 2006
* Leslie Eby	Vice President and Director	October 19, 2006
* Mary Alice Avery	Assistant Secretary and Director	October 19, 2006

\*By: /s/ John P. Jacunski

As Attorney-in-Fact

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of York, State of Pennsylvania, on October 19, 2006.

THE GLATFELTER PULP WOOD COMPANY

By: \*

Name: George H. Glatfelter II

Title: Chairman and President

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates as indicated.

<b>Signature</b>	<b>Title</b>	<b>Date</b>
* George H. Glatfelter II	Chairman, President and Director (Principal Executive Officer)	October 19, 2006
* John P. Jacunski	Treasurer (Principal Financial Officer, Principal Accounting Officer)	October 19, 2006
* Peter P. Alexander	Director	October 19, 2006
* Thomas V. Bosley	Director	October 19, 2006
* Charles A. Brown	Director	October 19, 2006
* Robert L. Inners II	Director	October 19, 2006
* James B. Koykendall	Director	October 19, 2006
* Thomas R. Wieland	Director	October 19, 2006

\*By: /s/ John P. Jacunski

As Attorney-in-Fact

II-4

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of York, State of Pennsylvania, on October 19, 2006.

GLT INTERNATIONAL FINANCE, LLC  
By: /s/ John P. Jacunski

Name: John P. Jacunski  
Title: President

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates as indicated.

<b>Signature</b>	<b>Title</b>	<b>Date</b>
/s/ John P. Jacunski	President and Director (Principal Executive Officer)	October 19, 2006
John P. Jacunski		
*	Treasurer and Director (Principal Financial Officer, Principal Accounting Officer)	October 19, 2006
George Amoss Jr.		
*By: /s/ John P. Jacunski		
As Attorney-in-Fact		

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of York, State of Pennsylvania, on October 19, 2006.

MOLLANVICK, INC.

By: \*

Name: George Amoss Jr.

Title: President

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates as indicated.

<b>Signature</b>	<b>Title</b>	<b>Date</b>
* George Amoss Jr.	President and Director (Principal Executive Officer)	October 19, 2006
* Leslie Eby	Vice President and Director	October 19, 2006
* Mary Alice Avery	Assistant Secretary and Director (Principal Accounting Officer)	October 19, 2006
* Donald Gross	Treasurer (Principal Financial Officer)	October 19, 2006

\*By: /s/ John P. Jacunski

As Attorney-in-Fact

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of York, State of Pennsylvania, on October 19, 2006.

GLENN-WOLFE, INC.

By: \*

Name: George Amoss Jr.

Title: President

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates as indicated.

<b>Signature</b>	<b>Title</b>	<b>Date</b>
* George Amoss Jr.	President and Director (Principal Executive Officer)	October 19, 2006
* Leslie Eby	Vice President and Director	October 19, 2006
* Mary Alice Avery	Assistant Secretary and Director (Principal Accounting Officer)	October 19, 2006
* Donald Gross	Treasurer (Principal Financial Officer)	October 19, 2006

\*By: /s/ John P. Jacunski

As Attorney-in-Fact

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of York, State of Pennsylvania, on October 19, 2006.

GLATFELTER HOLDINGS, LLC

By: \*

Name: Thomas V. Bosley

Title: President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

<b>Signature</b>	<b>Title</b>	<b>Date</b>
* Thomas V. Bosley	President and Chief Executive Officer	October 19, 2006
* David C. Elder	Treasurer (Principal Financial Officer, Principal Accounting Officer)	October 19, 2006
* Jennifer Deitchman	Managing Director	October 19, 2006

\*By: /s/ John P. Jacunski

As Attorney-in-Fact

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of York, State of Pennsylvania, on October 19, 2006.

GLATFELTER HOLDINGS II, LLC  
By: \*

Name: Thomas V. Bosley  
Title: President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

<b>Signature</b>	<b>Title</b>	<b>Date</b>
* Thomas V. Bosley	President and Chief Executive Officer	October 19, 2006
* David C. Elder	Treasurer (Principal Financial Officer, Principal Accounting Officer)	October 19, 2006
* Jennifer Deitchman	Managing Director	October 19, 2006

\*By: /s/ John P. Jacunski  
As Attorney-in-Fact

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description of Exhibits</b>
4.1	Indenture, dated as of April 28, 2006, by and between the Company and SunTrust Bank, as trustee (incorporated by reference to Exhibit 4.1 to the Current Report on Form 8-K filed by the Company on May 3, 2006).
4.2	Registration Rights Agreement, dated April 28, 2006, among the Company, the Guarantors named therein and the Initial Purchasers (incorporated by reference to Exhibit 4.2 to the Current Report on Form 8-K filed by the Company on May 3, 2006).
4.3	First Supplemental Indenture, dated as of September 21, 2006, among Glatfelter Holdings, LLC, Glatfelter Holdings II, LLC, the Existing Subsidiary Guarantors named therein and SunTrust Bank.**
5.1	Opinion of Shearman & Sterling LLP as to the validity of the securities being offered.*
5.2	Opinion of Ballard Spahr Andrews and Ingersoll, LLP as to the validity of the securities being offered.*
10.1	Asset Purchase Agreement, dated February 21, 2006, among NewPage Corporation, Chillicothe Paper Inc. and the Company (exhibits omitted) (incorporated by reference to Exhibit 2.1 to the Current Report on Form 8-K filed by the Company on February 27, 2006).
10.2	Agreement for Sale of Assets (Lydney), dated March 8, 2006, by and among J R Crompton Limited, Nicholas James Dargan and William Kenneth Dawson, as administrators and Glatfelter-UK Limited and the Company (incorporated by reference to Exhibit 10 to the Quarterly Report on Form 10-Q filed by the Company for the quarter ended March 31, 2006).
10.3	P. H. Glatfelter Company Management Incentive Plan, adopted as of January 1, 1994, as amended and restated December 19, 2000 and effective January 1, 2001 (incorporated by reference to Exhibit 10(a) to the Company's Form 10-K for the year ended December 31, 2000).
10.4	P. H. Glatfelter Company 2005 Management Incentive Plan, adopted as of April 27, 2005 (incorporated by reference to Exhibit 10.4 to the Current Report on Form 8-K filed by the Company on April 29, 2005).
10.5	P. H. Glatfelter Company Supplemental Executive Retirement Plan, as amended and restated effective April 23, 1998 and further amended December 20, 2000 (incorporated by reference to Exhibit 10(c) to the Company's Form 10-K for the year ended December 31, 2000).
10.6	Description of Executive Salary Continuation Plan (incorporated by reference to Exhibit 10(g) to the Company's Form 10-K for the year ended December 31, 1990).
10.7	P. H. Glatfelter Company Supplemental Management Pension Plan, effective as of April 23, 1998 (incorporated by reference to Exhibit 10(f) to the Company's Form 10-K for the year ended December 31, 1998).
10.8	P. H. Glatfelter Company 2005 Long-Term Incentive Plan, adopted as of April 27, 2005 (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed by the Company on April 29, 2005).
10.8.1	Form of Top Management Restricted Stock Unit Award Certificate (incorporated by reference to Exhibit 10.2 to the Current Report on Form 8-K filed by the Company on April 29, 2005).
10.8.2	Form of Non-Employee Director Restricted Stock Unit Award Certificate (incorporated by reference to Exhibit 10.3 to the Current Report on Form 8-K filed by the Company on April 29, 2005).
10.9	

P. H. Glatfelter Company Deferred Compensation Plan for Directors, effective as of April 22, 1998 (incorporated by reference to Exhibit 10(h) to the Company's Form 10-K for the year ended December 31, 1998).

10.10

Change in Control Employment Agreement by and between the Company and George H. Glatfelter II, dated as of December 31, 2005 (incorporated by reference to Exhibit 10(i) to the Company's Form 10-K for the year ended December 31, 2005).

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Exhibit Number	Description of Exhibits
10.11	Form of Change in Control Employment Agreement by and between the Company and certain employees, dated as of December 31, 2005 (incorporated by reference to Exhibit 10(j) to the Company's Form 10-K for the year ended December 31, 2005).
10.11.1	Schedule of Change in Control Employment Agreements (incorporated by reference to Exhibit 10(j)(a) to the Company's Form 10-K for the year ended December 31, 2005).
10.12	Agreement between the State of Wisconsin and Certain Companies Concerning the Fox River, dated as of January 31, 1997, among the Company, Fort Howard Corporation, NCR Corporation, Appleton Papers Inc., Riverside Paper Corporation, U.S. Paper Mills, Wisconsin Tissue Mills Inc. and the State of Wisconsin (incorporated by reference to Exhibit 10(i) to the Company's Form 10-K for the year ended December 31, 1996).
10.13	Credit Agreement, dated as of June 24, 2002, among the Company, various subsidiary borrowers, Deutsche Bank AG New York Branch, as Agent, and various lending institutions with Deutsche Bank Securities Inc., as Lead Arranger and Book Runner (incorporated by reference to Exhibit 10.1 to the Quarterly Report on Form 10-Q filed by the Company for the quarter ended June 30, 2002).
10.14	Increase in Commitments and Lender Addition Agreement (incorporated by reference to Exhibit 10.1 to the Quarterly Report on Form 10-Q filed by the Company for the quarter ended September 30, 2002).
10.15	Contract for the Purchase and Bargain Sale of Property (exhibits omitted) (incorporated by reference to Exhibit 10(o) to the Company's Form 10-K for the year ended December 31, 2002).
10.16	Term Loan Agreement, dated as of March 21, 2003, among GPW Timberlands, LLC, (a wholly owned subsidiary of the Company) and Suntrust Bank, as Administrative Agent (incorporated by reference to Exhibit 10.3 to the Quarterly Report on Form 10-Q filed by the Company for the quarter ended March 31, 2003).
10.17	Consent Decree for Remedial Design and Remedial Action at Operable Unit 1 of the Lower Fox River and Green Bay site by and among the United States of America and the State of Wisconsin v. P. H. Glatfelter Company and WTMI Company (f/k/a Wisconsin Tissue Mills, Inc.) (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K/A filed by the Company on October 9, 2003).
10.18	Compensatory Arrangements with Certain Executive Officers (incorporated by reference to Exhibit 10(q) to the Company's Form 10-K for the year ended December 31, 2005).
10.19	Summary of Non-Employee Director Compensation, (effective May 1, 2006) (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed by the Company on June 29, 2006).
10.20	Credit Agreement, dated as of April 3, 2006, by and among the Company, certain of the Company's subsidiaries as borrowers, certain of the Company's subsidiaries as guarantors, the banks party thereto, PNC Bank, National Association, as agent for the banks under the Credit Agreement, PNC Capital Markets LLC and Credit Suisse Securities (USA) LLC, as joint arrangers and bookrunners, and Credit Suisse Securities (USA) LLC, as syndication agent (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed by the Company on April 7, 2006).
12.1	Computation of Ratio of Earnings to Fixed Charges.**
21.1	Subsidiaries of the Company (incorporated by reference to Exhibit 21 to the Company's Form 10-K for the year ended December 31, 2005).

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- 23.1 Consent of Deloitte & Touche LLP.\*\*
  - 23.2 Consent of Shearman & Sterling LLP (included in Exhibit 5.1).\*
  - 23.3 Consent of Ballard Spahr Andrews and Ingersoll, LLP (included in Exhibit 5.2)\*
  - 24.1 Power of Attorney of P. H. Glatfelter Company.\*\*
  - 25.1 Statement of eligibility of trustee on Form T-1 for the 7<sup>1</sup>/<sub>8</sub>% Notes due 2016.\*\*
  - 99.1 Form of Letter of Transmittal\*\*
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<b>Exhibit Number</b>	<b>Description of Exhibits</b>
99.2	Form of Notice of Guaranteed Delivery**
99.3	Form of Letter to Clients**
99.4	Form of Letter to Registered Holders**
99.5	Form of Letter from Beneficial Owner**

\* Filed herewith.

\*\* Previously filed.