## Edgar Filing: MOODY JOHN S - Form 4

MOODY J	OHN S										
Form 4											
December	08, 2009										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									B APPROVAL		
<b>CUNIVI 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								N OMB	3235-0287		
	this box			U					Expires:	January 31,	
subject to					GES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated average burden hours per response 0.	
Form 5 obligat may co <i>See</i> Ins 1(b).	ions Section 17	(a) of the F	Public U		ding Co	npany	Act	nge Act of 1934 of 1935 or Sect 940			
(Print or Type	e Responses)										
			2. Issuer Name <b>and</b> Ticker or Trading Symbol				ıg	5. Relationship of Reporting Person(s) to Issuer			
			POTLATCH CORP [PCH]					(Check all applicable)			
(Last)	(First) (	Middle)	3. Date of Earliest Transaction								
601 W. FIRST AVENUE, SUITE 1600			(Month/Day/Year) 12/04/2009					X_ Director    10% Owner      Officer (give title    Other (specify below)			
			ed(Month/Day/Year) Appli			Applicable Line)	Individual or Joint/Group Filing(Check oplicable Line) K_ Form filed by One Reporting Person				
SPOKAN	E, WA 99201								y More than One		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Secur	ities A	cquired, Disposed	of, or Benefi	cially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3,	(A) or of (D)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indire (I) (Instr. 4)		
					Amount		Price				
Reminder: R	eport on a separate line	e for each cla	ass of sec	urities bene	Perso	ons wh	no res	or indirectly. pond to the colle ained in this forr		SEC 1474 (9-02)	
					inion		. com		in une not	()-02)	

required to respond to the collection of sEC 14 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 of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Disposed of (	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units <u>(1)</u>	\$ 31.64	12/04/2009		А	2,054.362		(2)	(2)	Common Stock	2,054.362 ( <u>3)</u>

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
I G G G G G G G G G G G G G G G G G G G	Director	10% Owner	Officer	Other				
MOODY JOHN S 601 W. FIRST AVENUE, SUITE 1600 SPOKANE, WA 99201	Х							
Signatures								
/s/ Pamela A. Mull, Attorney-in-Fact	12/08/2009							
**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).
- Phantom stock units are credited to the reporting person's account on the transaction date in accordance with the provisions of the(1) Potlatch Corporation Deferred Compensation Plan for Directors II and will be converted to cash and paid on a 1-for-1 basis with the issuer's common stock.
- (2) Phantom stock units will be converted to cash and paid upon the reporting person's termination from service with Potlatch in accordance with the provisions of the Potlatch Corporation Deferred Compensation Plan for Directors II.
- (3) Phantom stock unit beneficial ownership represents phantom stock allocated to the reporting person's Deferred Compensation Account since the reporting person's last report. These phantom stock allocations represent an annual award grant.
- (4) Includes phantom stock allocated to the reporting person's Deferred Compensation Account since the reporting person's last report that represents quarterly dividends.

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.