## Edgar Filing: Rock-Tenn CO - Form 4

February 04, 2014       OMB APPROVAL         FORM 4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION if no longer subject to Section 16.       OMB APPROVAL         Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       OMB APPROVAL         Porm 4 or Porm 4 or Born 4 or Born 4 or Network and the province section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b).       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       State and average province in 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1935 or Section 1(b).       State and Address of Reporting Person <sup>*</sup> 2. Issuer Name and Ticker or Trading Symbol Rock-Torn CO [RKT]       State of Earliest Transaction (Month/Day/Year)       State of Earliest Transaction (Month/Day/Year)       Check all applicable)         504 THRASHER STREET       01/31/2014       Director Person       Director Code V Amount (D) Preso Person       OMer (specify below)         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Scatured (Month/Day/Year)       S. Amount of Doint/Group Filing(Check Applicable Line) - Sconflide by One Reporting Person Person       S. Amount of Boronse than One Reporting Person Person         (City)       (State)       2.1 Dermed       3. 4. Securities Code V Amount (D) Prece       S. Amount of Boronse than One Reporting Person Person       S. Amount of Boronse than One Reporting Person Person       S. Amount of Boronse than One Reporting Perso	Rock-Tenn C	CO								
FORM 4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB APPROVAL OMB         Check this how if no longer subject to Section 16. Form 4 or Form 5 or Form 5 or Form 5 or Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 10(b)       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires: Expires: Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b).       Statement to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).       Statement Company Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).         (Print or Type Responses)       Statement Company Act of 1940 1(b).       Statement Company Act of 1940 1(b).       Statement Company Act of 1940 1(b).         (Print or Type Responses)       Statement Company Act of 1940 1(b).       Statement Company Act of 1940 1(b).       Statement Company Act of 1940 1(b).         (Print or Type Responses)       Statement Company Act of 1940 1(b).       Statement Company Act of 1940 1(b).       Statement Company Act of 1940 1(b).         (Print or Type Responses)       Statement Company Act of 1940 1(b).       Statement Company Act of 1940 1(b).       Statement Company Act of 1940 1(b).         (Instration Company Act of Securities Common Company Act of 1940 1(b).       Statement Company Act of 1940 1(b).       Statement Company Act of 1940 1(b).       Statement Company Act of 194	Form 4									
Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       OMB Section 2323-0287 January 31 Express       Sumber: January 31 Express         Form 4 or Form 4 or Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Statement Sector 16.       Statement Securities       Statement Securit	February 04,	2014								
Check this box Trolonger subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to SECURITIES Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1940 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person _ (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 504 THRASHER STREET 01/31/2014 [Sector Trading Subowl (Street) 4. If Amendment, Date Original Filed/Month/Day/Year) (City) (State) (Zip) Table I - Non-Derivative Securities Acquired Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date, if (City) (State) (Zip) Table I - Non-Derivative Securities Acquired Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date, 2A. Deemed 3. 4. Securities Acquired Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date, 2A. Deemed 3. 4. Securities Acquired Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date, 2A. Deemed 3. 4. Securities Acquired Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date, 2A. Deemed 3. 4. Securities Acquired Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date, 3. 4. Securities Acquired Disposed of, or Beneficially Ob or Security (Month/Day/Year) Execution Date, if Code V Amount (D) Price (Instr. 3. and 4) (Code V Amount (D) Price (Instr. 3. and 4) Code V Amount (D) Price (Instr. 3. and 4) Code V Amount (D) Price (Instr. 4) (Instr. 4) (Instr. 4) Chass A Common (S3, 184 D	FORM			TTIEC A			COMMERCION	т	PPROVAL	
if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Sec instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 1 2. Issuer Name and Ticker or Trading Sec instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 2 2. Issuer Name and Ticker or Trading McIntosh Robert Bruce Suppressive State of Section 17(a) of the Investment Company Act of 1935 or Section McIntosh Robert Bruce Sec Instruction 1(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 504 THRASHER STREET 01/31/2014 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (City) (State) (Zip) NORCROSS, GA 30071 (City) (State) (Zip) Code V Amount (D) Price (Instr. 3) and y (Month/Day/Year) (Instr. 3) (Instr. 3, 4 and 5) (Nonth/Day/Year) (Instr. 3) (Instr. 3, 4 and 5) Code V Amount (D) Price (Instr. 3) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 4) (In		UNITED S					COMMISSION	OND	3235-0287	
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Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 1 2. Issuer Name and Ticker or Trading McIntosh Robert Bruce Symbol McIntosh Robert Bruce Symbol (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director Dir	subject to Section 1	ENT OF CHAN					Estimated average burden hours per			
obligations may continue. See Instruction 10(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 1 (b).       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         McIntosh Robert Bruce       Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         504 THRASHER STREET       01/31/2014       Director V, GEN COUNSEL, SECRETARY       0/ben expering Person NORCROSS, GA 30071       6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person Form filed by One Reporting Person Code       5. Amount of Code       6. Ownership V, Owner Jing(Check Applicable Line) V, Owner than One Reporting Person         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of (Instr. 3)       2. Transaction Date       2. Deemed       3. 4. Securities Code       5. Amount of Code       6. Ownership Following (Instr. 4)       7. Nature of Beneficially (D) or         (A)       or Code       V Amount (D)       Price       1. Filted, Ownership Following (Instr. 4)       1. Instr. 4)			want to Continu 14	(a) = f + b	. C	a . En ala an	A -t -f 1024	response 0.5		
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It instruction       1. Variable in the instruction         (Ib).       (Print or Type Responses)         1. Name and Address of Reporting Person <sup>+</sup> 2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         McIntosh Robert Bruce       Symbol       Rock-Tenn CO [RKT]       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Month/Day/Year)         504 THRASHER STREET       01/31/2014       — Director		mue.						/11		
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McIntosh Robert Bruce     Symbol Rock-Tenn CO [RKT]     Issuer       (Last)     (First)     (Middle)     3. Date of Earliest Transaction     (Check all applicable)       504 THRASHER STREET     01/31/2014     —	(Print or Type F	Responses)								
Rock-Tenn CO [RKT]       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         504 THRASHER STREET       01/31/2014				Name and	Ticker or 7	Frading	-	f Reporting Per	rson(s) to	
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Filed(Month/Day/Year)       Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Instr. 3)       Owned       6. Ownership       7. Nature of Form: Direct         1.Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities TransactionAcquired (A) or Code       5. Amount of Disposed of (D) (Instr. 8)       6. Ownership       7. Nature of Form: Direct         (Month/Day/Year)       (Month/Day/Year)       (Month/Day/Year)       6. Ownership       7. Nature of Form: Direct         (Instr. 3)       (Month/Day/Year)       (Month/Day/Year)       6. Ownership       7. Nature of Form: Direct         (Instr. 4)       (Month/Day/Year)       (Month/Day/Year)       0. (Instr. 8)       (Instr. 3, 4 and 5)       0. Ownership Following       6. Ownership         (Instr. 4)       (Month/Day/Year)       (Month/Day/Year)       (Instr. 4)       (Instr. 4)       (Instr. 4)         (Citas A       Common       Keported       Transaction(s) or Code       Or       Transaction(s) or Code       Transaction(s) or       Transaction(s) (Instr. 3 and 4)       D	504 THRAS	HER STREET		-			X Officer (give below)	e titleOth below)	er (specify	
NORCROSS, GA 30071 <ul> <li></li></ul>		4. If Amer	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
INDECEROSS, GA 300/1       Person         (City)       (State)       (Zip)       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.       4. Securities       5. Amount of Code (Disposed of (D) (Disposed of (Disposed of (D) (Disposed of (Disposed					-		Applicable Line) _X_ Form filed by	One Reporting P	erson	
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Code V Amount (D) Price (Instr. 3 and 4) Common 83,184 D	Security		Execution Date, if any	Transactio Code	onAcquired Disposed	(A) or of (D) 4 and 5)	Securities Beneficially Owned Following	Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership	
Common 83,184 D				Code V	Amount	or	Transaction(s)			
							02 10 4	D		
	Common Stock						83,184	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.

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

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

## Edgar Filing: Rock-Tenn CO - Form 4

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. Transactic Code (Instr. 8)	5. Number out 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 101.48	01/31/2014		A	2,990	01/31/2017	01/31/2024	Class A Common Stock	2,990

## **Reporting Owners**

Reporting Owner Name / Addr	ss						
	Director	10% Owner	Officer	Other			
McIntosh Robert Bruce 504 THRASHER STREET NORCROSS, GA 30071			EVP, GEN COUNSEL, SECRETARY				
Signatures							
Robert B. McIntosh	02/04/2014						

\*\*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).

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.