BUCKEYE TECHNOLOGIES INC
Form 4
August 27, 2013

FORM 4

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

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CUNNINGHAM SHEILA JORDAN

(Last) (First) (Middle)

BUCKEYE TECHNOLOGIES INC, 1001 TILLMAN STREET

(Street)

MEMPHIS, TN 38112

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
BUCKEYE TECHNOLOGIES INC [BKI]

3. Date of Earliest Transaction (Month/Day/Year)
08/23/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SR VP, General Counsel & Sec

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/23/2013		D		50,508	D	$ 37.5	0	D	
Common Stock	08/23/2013		D		13,588	D	$ 37.5	0	I	Bki Retirement Plan
Common Stock	08/23/2013		D		1,250	D	$ 37.5	0	I	By Managed Account
Common Stock	08/23/2013		D		1,250	D	$ 37.5	0	I	By Spouse

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

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

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 Am Underlying Sec (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	A o N o
Employee Stock Option (Right to Buy)	$ 9.03	08/23/2013		D			11,973	04/29/2009 [(1)](#)	04/29/2018	Common Stock	1
Employee Stock Option (Right to Buy)	$ 10.39	08/23/2013		D			8,986	07/20/2011 [(2)](#)	07/20/2020	Common Stock	
Employee Stock Option (Right to Buy)	$ 4.04	08/23/2013		D			13,231	04/28/2010 [(3)](#)	04/28/2019	Common Stock	1
Employee Stock Option (Right to Buy)	$ 28.49	08/23/2013		D			3,568	07/26/2012 [(4)](#)	07/26/2022	Common Stock	
Employee Stock Option (Right to Buy)	$ 29.39	08/23/2013		D			2,977	07/24/2013 [(5)](#)	07/24/2022	Common Stock	
Non-qualified Stock Option (Right to Buy)	$ 10.77	08/23/2013		D			25,000	04/20/2005 [(6)](#)	04/20/2014	Common Stock	2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CUNNINGHAM SHEILA JORDAN BUCKEYE TECHNOLOGIES INC 1001 TILLMAN STREET			SR VP, General Counsel &	

MEMPHIS, TN 38112 Sec

Signatures

Sheila Jordan Cunningham	08/26/2013
**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) Pursuant to the Agreement and Plan of Merger, dated as of April 23, 2013, by and among Buckeye Technologies Inc., GP Cellulose Group LLC and Georgia-Pacific LLC, each unexpired and unexercised option was canceled in the merger in exchange for a cash payment equal to the difference between the exercise price and $37.50.

(2) Pursuant to the Agreement and Plan of Merger, dated as of April 23, 2013, by and among Buckeye Technologies Inc., GP Cellulose Group LLC and Georgia-Pacific LLC, each unexpired and unexercised option was canceled in the merger in exchange for a cash payment equal to the difference between the exercise price and $37.50.

(3) Pursuant to the Agreement and Plan of Merger, dated as of April 23, 2013, by and among Buckeye Technologies Inc., GP Cellulose Group LLC and Georgia-Pacific LLC, each unexpired and unexercised option was canceled in the merger in exchange for a cash payment equal to the difference between the exercise price and $37.50.

(4) Pursuant to the Agreement and Plan of Merger, dated as of April 23, 2013, by and among Buckeye Technologies Inc., GP Cellulose Group LLC and Georgia-Pacific LLC, each unexpired and unexercised option was canceled in the merger in exchange for a cash payment equal to the difference between the exercise price and $37.50.

(5) Pursuant to the Agreement and Plan of Merger, dated as of April 23, 2013, by and among Buckeye Technologies Inc., GP Cellulose Group LLC and Georgia-Pacific LLC, each unexpired and unexercised option was canceled in the merger in exchange for a cash payment equal to the difference between the exercise price and $37.50.

(6) Pursuant to the Agreement and Plan of Merger, dated as of April 23, 2013, by and among Buckeye Technologies Inc., GP Cellulose Group LLC and Georgia-Pacific LLC, each unexpired and unexercised option was canceled in the merger in exchange for a cash payment equal to the difference between the exercise price and $37.50.

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