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

February 03, 2009       OMB APPROVAL         Format 4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB Number: 3225-0287         Statement of check this box if no loager subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       OMB Number: 3205-0287         Form 4 or Form 4 or Form 4 or Form 4 or Form 4 or Form 4 or Port and the Public Utility Holding Company Act of 1934, asce Instruction 1(tb).       Statement 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       Statement Section 10(a) of the Securities Exchange Act of 1935 or Section 30(h) of the Investment Company Act of 1940         (Pint or Type Response)       S. Relationship of Reporting Person(s) to Issuer       S. Relationship of Reporting Person(s) to Issuer         FELKER G STEPHEN       S. Juster Name and Ticker or Trading Symbol       S. Relationship of Reporting Person(s) to Issuer         6 Individual or Joint/Group FillingCheck Applicable Line -X_Form filed by One Reporting Person FiledMomb/Day/Year)       -X_Form filed by One Reporting Person -Year         (City       (State)       Zip       State 1 - Non-Derivative Securities Acquired Code       S. Ascurities Acquired Code       S. Ascurities Acquired Scation(A) (Instr. 3)       S. Ascurities Acquired Scation(S) (Month/Day/Year)       S. Ascurities Acquired Scating       S. Anount of Scating       S. Anount of Scating       S. Anount of Scating       S. Anount of Scating	Rock-Tenn C	CO										
FORM 4 Intel organization of the book of the bo	Form 4											
Check this box if no longer subject o Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       OMB Number:       3235-0287         STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires:       January 31, 2005         Form 5 form 5 obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 16(b).       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(b) of the Investment Company Act of 1940 1(b).       S. Relationship of Reporting Person(s) to Issuer         I. Name and Address of Reporting Person.       2. Issuer Name and Ticker or Trading Symbol Rock-Tenn CO [RKT]       S. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)												
Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to section 16. 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 1940 1(b). (Print or Type Responses) I. Name and Address of Reporting Person _ FELKER G STEPHEN Symbol Rock-Tenn CO [RKT] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Check all applicable) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 4) (Instr. 4) (	FORM	14 UNITE		S SECUI	DITIES A	ND EV		NCEO	OMMISSION		PROVAL	
Check this box       January 31, 2005         if no longer       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF       Expires: 2005         Section 16.       SECURITIES       2005         Form 4 or       Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section       0.5         Sec Instruction 1(b).       30(h) of the Investment Company Act of 1940       5. Relationship of Reporting Person(s) to Issuer       Support         1. Name and Address of Reporting Person 2       2. Issuer Name and Ticker or Trading Symbol       S. Relationship of Reporting Person(s) to Issuer       Support 2         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable)			DSIAIE					INGE C	.01v11v1155101N		3235-0287	
if no longer subject to Section 16.     STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES     Expires: 2005       form 4 or Form 5     Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934.     Estinated average burden hours per response     5.       form 4 or Form 5     Filed pursuant to Section 16(a) of the Securities Exchange Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).     1940     1940       (Print or Type Responses)     1.     Name and Address of Reporting Person 1     2. Issuer Name and Ticker or Trading Symbol Rock-Tenn CO [RKT]     S. Relationship of Reporting Person(s) to Issuer       (Last)     (First)     (Middle)     3. Date of Earliest Transaction (Month/Day/Year)	Check the	is box		vv a	sinington,	D.C. 20	347				January 31.	
Subject 10 Section 16. 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 may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1. Name and Address of Reporting Person <sup>+</sup> . 1. Name and Address of Reporting Person <sup>+</sup> . Symbol Rock-Tenn CO [RKT] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (City) (Stute) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Scurity (Month/Day/Year) (City) (Stute) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Month/Day/Year) (Month/Day/Year) (City) (Stute) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (City) (Stute) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Month/Day/Year) (Month			EMENT O	F CHAN	IGES IN	BENEF	ICIA		NERSHIP OF	Expires: 200		
Form 4 or Form 5       Differing For Form 5       Differing For Form 5       Differing For Form 5       0.5         1. Name and Address of Reporting Person (b).       30(h) of the Investment Company Act of 1935 or Section any continue.       5. Relationship of Reporting Person(s) to Issuer       5. Relationship of Reporting Person(s) to Issuer         1. Name and Address of Reporting Person FELKER G STEPHEN       2. Issuer Name and Ticker or Trading Symbol Rock-Tenn CO [RKT]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Reporting Person(s) to Issuer         506 SOUTH BROAD, P.O. BOX       01/30/2009       ————————————————————————————————————		)								0		
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See Instruction 1(b).       30(h) of the Investment Company Act of 1940         (Print or Type Responses)       (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         FELKER G STEPHEN       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         506 SOUTH BROAD, P.O. BOX       01/30/2009 $-\frac{X_{-}}{-}$ Director 			17(a) of the	Public U	tility Hole	ding Con	npan	y Act of	f 1935 or Section	n		
(Print or Type Responses)       1. Name and Address of Reporting Person 1. FELKER G STEPHEN       2. Issuer Name and Ticker or Trading Symbol Rock-Tenn CO [RKT]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable)         506 SOUTH BROAD, P.O. BOX 1109       (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Seroning         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Seroning         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired Security (Month/Day/Year)       5. Amount of Security (Month/Day/Year)       6. Ownership form filed by One Reporting Person 			30(h)	) of the In	vestment	Compan	y Ac	t of 194	40			
1. Name and Address of Reporting Person $\frac{1}{2}$ 2. Issuer Name and Ticker or Trading Symbol Rock-Tenn CO [RKT]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         506 SOUTH BROAD, P.O. BOX       01/30/2009 $\frac{-X_{-}}{2}$ Director $\frac{-1}{2}$ 0% Owner       0% Owner         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line)         MONROE, GA 30655       Table I - Non-Derivative Securities Acquired Scauries (Month/Day/Year)       5. Amount of Securities (Downer ind by More than One Reporting Person	1(b).											
1. Name and Address of Reporting Person $\frac{1}{2}$ 2. Issuer Name and Ticker or Trading Symbol Rock-Tenn CO [RKT]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         506 SOUTH BROAD, P.O. BOX       01/30/2009 $\frac{-X_{-}}{-}$ Director $\frac{-1}{-}$ 0% Owner       0% Owner         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) -X_F Form filed by More than One Reporting Person Form Filed by More than One Reporting Person Person Form filed by More than One Reporting Person Person Form filed by More than One Reporting Person Person Form filed by More than One Reporting Person Person Person Form filed by More than One Reporting Person Pe		<b>,</b> ,										
FELKER G STEPHEN       Symbol Rock-Tenn CO [RKT]       Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         506 SOUTH BROAD, P.O. BOX 1109       01/30/2009 $\frac{-X_{-Director}}{below}$ -10% Owner Officer (give title       -10% Owner Other (specify below)         6. Individual or Joint/Group Filing(Check Applicable Line)       -X_Form filed by One Reporting Person Form filed by More than One Reporting Person         MONROE, GA 30655       (Zip)       Table I - Non-Derivative Securities Acquired Security (Instr. 3)       5. Amount of 6. Ownership 7. Nature of Form filed by One Reporting Person Form filed by More than One Reporting Person         1. Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       3.       4. Securities Acquired (Instr. 3, 4 and 5)       6. Ownership 7. Nature of Form filed by One Reporting Person Form filed by One Reporting Person         (Linstr. 3)       2. Transaction Date (Month/Day/Year)       3.       4. Securities Acquired (Instr. 3, 4 and 5)       5. Amount of Security (Instr. 4)       6. Ownership 7. Nature of Form: Direct Indirect (I) Owned Following (Instr. 4)         (Class A Common       01/30/2009       A $\frac{2,500}{otherertainsaction(A)}       \frac{8}{a_1} \frac{2}{a_1} $	(Print or Type I	Responses)										
FELKER G STEPHENSymbol Rock-Tenn CO [RKT]Issuer(Last)(First)(Middle)3. Date of Earliest Transaction (Month/Day/Year)(Check all applicable)506 SOUTH BROAD, P.O. BOX 110901/30/2009 $\frac{-X_{-} \text{Director}}{\text{below}}$ $\frac{-10\% \text{ Owner}}{\text{officer (give title}} - \frac{10\% \text{ Owner}}{\text{below}}$ 506 SOUTH BROAD, P.O. BOX 110901/30/2009 $\frac{-X_{-} \text{Director}}{\text{below}}$ $\frac{-10\% \text{ Owner}}{\text{officer (give title}} - \frac{10\% \text{ Owner}}{\text{officer (give title}} - \frac{10\% \text{ Owner}}{\text{officer (give title}} - \frac{10\% \text{ Owner}}{\text{below}}$ 6. Individual or Joint/Group Filing(Check Applicable Line) -X_ Form filed by More than One Reporting Person - Scurites - Form filed by More than One Reporting Person - Form filed by More than One Reporting Person - Code (Instr. 3, 4 and 5)1. Title of Security (Instr. 3)2. Transaction Date 2A. Deemed Execution Date, if any (Month/Day/Year)3. 4. Securities Acquired or (Instr. 3, 4 and 5)5. Amount of Securites Beneficially Owned (Instr. 4)6. Ownership Form: Direct Indirect (D) or Beneficially Owned (Instr. 4)1. Title of Security (Instr. 3)2. Transaction Date 2A. Deemed (Month/Day/Year)3. 4. Securities Acquired or (Instr. 8)5. Amount of Form: Di	1 Name and A	ddress of Report	ing Person *	2 Janua	n Nama and	l Tielsen on	Tradi		5 Relationship of	Reporting Pers	son(s) to	
Nock-Tern CO [RKT](Check al applicable)(Last)(First)(Middle)3. Date of Earliest Transaction(Check al applicable)506 SOUTH BROAD, P.O. BOX(Month/Day/Year) $2 \cdot Tarasaction Date(Month/Day/Year)2 \cdot Tarasaction Date(Street)10% Owner(Street)4. If Arrendment, Date OriginalFiled(Month/Day/Year)6. Individual or Joint/Group Filing(CheckApplicable Line)-X_ form filed by One Reporting Person-Form filed by One Reporting Pe$		-			r Name and Ticker or Trading			· · · · · · · · · · · · · · · · · · ·				
(Last)(First)(Middle)3. Date of Earliest Transaction (Month/Day/Year)(Check all applicable)506 SOUTH BROAD, P.O. BOX $01/30/2009$ $-\frac{XDirector}{below}$ $-\frac{XDirector}{below}$ $-\frac{10\% Owner}{below}$ 109(Street)4. If Amendment, Date Original Filed(Month/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 PersonMONROE, GA 30655(Zip)Table I - Non-Derivative Securities Acquired (Month/Day/Year)5. Amount of Security (Instr. 3)6. Ownership Person7. Nature of Securities (Month/Day/Year)6. Ownership (Instr. 3)7. Nature of Securities (Month/Day/Year)6. Ownership (Instr. 3)6. Ownership (Instr. 4)7. Nature of (Instr. 4)Class A Common01/30/2009A $2,500$ (I)A $$1 \\ 31 \\ 117 \\ 20,000$ D				•								
506 SOUTH BROAD, P.O. BOX       (Month/Day/Year)	(Least)	(First)	(Meddla)						(Check all applicable)			
506 SOUTH BROAD, P.O. BOX 1109       01/30/2009								X Director 10% Owner				
1109     (Street)     4. If Amendment, Date Original Filed(Month/Day/Year)     6. Individual or Joint/Group Filing(Check Applicable Line) .X_ Form filed by More than One Reporting Person       MONROE, GA 30655     (Zip)     Table I - Non-Derivative Securities Acquired Security (Instr. 3)     5. Amount of Securities (Month/Day/Year)     6. Ownership Person     7. Nature of Securities (Instr. 3, 4 and 5)       1.Title of Security (Instr. 3)     2. Transaction Date (Month/Day/Year)     2A. Deemed Execution Date, if any (Month/Day/Year)     3.     4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)     5. Amount of Security (Instr. 4)     6. Ownership Form Direct     6. Ownership form Direct       (Instr. 3)     (Month/Day/Year)     2A. Deemed (Month/Day/Year)     3.     4. Securities Acquired Transaction(A) or Disposed of (D) Code     5. Amount of Security (Instr. 8)     6. Ownership Form Direct     6. Ownership form Direct       (Instr. 4)     (Instr. 4)     (Instr. 4)     (Instr. 4)     (Instr. 4)     (Instr. 4)       (Class A Common     01/30/2009     A     2,500 (I)     A     \$ 3,1 17     20,000     D				-			Officer (give titleOther (specify					
Filed(Month/Day/Year)       Applicable Line)         MONROE, GA 30655       (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 Acquired Transactior(A) or Disposed of (D) (Instr. 3, 4 and 5)       5. Amount of Securities Beneficially (D) or Beneficially Owned         1.Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       3.       4. Securities Acquired Transactior(A) or Disposed of (D) (Instr. 3, 4 and 5)       5. Amount of Securities Beneficially (D) or Beneficially Owned       6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficially (D) or Beneficial (Instr. 4)         Class A Common       01/30/2009       A       2,500 (A)       A       31 17       20,000 (D)				01/20/2	0.2009			below) below)				
Filed(Month/Day/Year)       Applicable Line)         MONROE, GA 30655       (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 Acquired Transactior(A) or Disposed of (D) (Instr. 3, 4 and 5)       5. Amount of Securities Beneficially (D) or Beneficially Owned         1.Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       3.       4. Securities Acquired Transactior(A) or Disposed of (D) (Instr. 3, 4 and 5)       5. Amount of Securities Beneficially (D) or Beneficially Owned       6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficially (D) or Beneficial (Instr. 4)         Class A Common       01/30/2009       A       2,500 (A)       A       31 17       20,000 (D)				nendment. Date Original			6. Individual or Joint/Group Filing(Check					
MONROE, GA 30655         (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 Acquired Transactior(A) or Disposed of (D) (Instr. 3, 4 and 5)       5. Amount of Securities Beneficially (D) or Beneficial (Instr. 4)       6. Ownership 7. Nature of Form: Direct Indirect Indirect (I) Ownership Following (Instr. 4)         (Instr. 3)       (Month/Day/Year)       (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       5. Amount of Securities Beneficially (D) or Beneficial (Instr. 4)         (Instr. 4)       (Instr. 6)       (Instr. 7, 4 and 5)       (Instr. 4)       (Instr. 4)         (Instr. 4)       (Instr. 6)       (Instr. 7, 4 and 5)       (Instr. 4)       (Instr. 4)         (Instr. 4)       (Instr. 6)       (Instr. 7, 4 and 5)       (Instr. 4)       (Instr. 4)         (Instr. 4)       (Instr. 6)       (Instr. 7, 4 and 5)       (Instr. 7, 3 and 4)       (Instr. 4)         Class A       01/30/2009       A       2,500       A       3,1 17       20,000       D				-								
MOINROE, GA 30033       City       (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 Acquired Transaction(A) or Disposed of (D) (Instr. 8)       5. Amount of Code (Instr. 3, 4 and 5)       6. Ownership 7. Nature of Form: Direct Indirect (I) Owned Following (Instr. 4)         Class A Common 01/30/2009       A       2,500 A       \$ 31, 17 20,000 D       20,000 D								_X_ Form filed by One Reporting Person				
(City)(State)(Zip)Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)3. S. A. Deemed Execution Date, if any (Month/Day/Year)4. Securities Acquired (Instr. 3, 4 and 5)5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)6. Ownership To Nature of Form: Direct Indirect Beneficially Owned Following (Instr. 4)Class A Common01/30/2009A2,500 A5. Amount of Securities (Instr. 3, 4 and 5)6. Ownership Following (Instr. 4)	MONROE,	GA 30655								fore than One Re	porting	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)3.4. Securities Acquired Transaction(A) or Disposed of (D) Code5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)6. Ownership Form: Direct7. Nature of Form: Direct1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)3.4. Securities Acquired Transaction(A) or Disposed of (D) Code5. Amount of Securities Beneficially Owned (Instr. 4)6. Ownership Form: Direct6. Ownership Form: Direct(Instr. 4)(Month/Day/Year)(Instr. 8)(Instr. 8)5. Amount of Securities (Instr. 4)6. Ownership Form: Direct(Instr. 4)(Month/Day/Year)(Instr. 8)(Instr. 8)(Instr. 4)(Instr. 4)(Instr. 4)(Instr. 4)(Instr. 4)(Instr. 4)(Instr. 4)(Instr. 4)(Instr. 4)(Class A Common01/30/2009A2,500 (I)A\$ 31 1720,000D	(City)	(State)	(Zin)				~					
Security (Instr. 3)       (Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transaction(A) or Disposed of (D) Code       Securities (Instr. 3, 4 and 5)       Securities Beneficially Owned       Form: Direct       Indirect         (Instr. 3)       (Month/Day/Year)       (Instr. 8)       (Instr. 8)       Securities       Beneficially Owned       Beneficially (Instr. 4)       Ownership         (Instr. 4)       (Instr. 8)       (Instr. 8)       (Instr. 4)       (Instr. 4)       (Instr. 4)         (A)       or Or       Code       V       Amount       (D)       Price       Price         Class A       Common       01/30/2009       A       \$ 31,17       20,000       D	(eny)	(State)	(Zip)	Tab	le I - Non-L	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
(Instr. 3)any (Month/Day/Year)Code (Instr. 8)(Instr. 3, 4 and 5)Beneficially Owned Following (Instr. 4)(D) or Indirect (I)Beneficial Ownership (Instr. 4)(A) or Code V(A) or (Instr. 3 and 4)(D) or Indirect (I)Beneficial Ownership (Instr. 4)Class A Common01/30/2009A2,500 (I)A\$ 31,1720,000D						1						
(Month/Day/Year) (Instr. 8) (Month/Day/Year) (Instr. 8) (Instr. 4) (Instr. 4) (Instr. 4	(Instr. 3) any			Code (Instr. 3, 4 and 5)					(D) or Ber			
Class A     Code     V     Amount     (D)     Price     Reported Transaction(s) (Instr. 3 and 4)       Class A     2,500 (1)     A     \$ 31,17     20,000     D								-				
Class A Common 01/30/2009 A $\begin{pmatrix} A \\ or \\ Code \\ U \\ (1) \\ A \\ (1) \\ $									(Instr. 4)			
Code     V     Amount     (D)     Price     (Instr. 3 and 4)       Class A     Common     01/30/2009     A     2,500 (1)     A     \$ 31,17     20,000     D							(A)					
Class A Common 01/30/2009 A $\begin{array}{c} 2,500\\(1) \end{array}$ A $\begin{array}{c} 31&17\\(1) \end{array}$ 20,000 D						<b>A</b>		D.				
Common 01/30/2009 A $\begin{pmatrix} 2,500\\(1)\end{pmatrix}$ A $\begin{pmatrix} 5\\31&17\\20,000\end{pmatrix}$ D	Class A				Code V	Amount	(D)	Price				
(1) $(1)$ $(1)$		01/30/2009			А		А	\$	20.000	D		
	Stock	0112012009			11	(1)	11	31.17	20,000	2		

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)

**Reporting Owners** 

#### 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(insu

### **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
FELKER G STEPHEN 506 SOUTH BROAD P.O. BOX 1109 MONROE, GA 30655	Х						
<u>.</u>							

## Signatures

Robert B. McIntosh (attorney-in-fact pursuant to power of attorney previously filed with SEC

\*\*Signature of Reporting Person

# **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) Stock grant award will vest on first anniversary

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.

02/03/2009

Date