

BUCKEYE TECHNOLOGIES INC

Form 4

August 27, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
AIKEN CHARLES S

(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]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Sr VP Energy/Sustainability

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

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
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 | | 60,168 | D | \$ 37.5 | 0 | D |
| Common Stock | 08/23/2013 | | D | | 2,743 | D | \$ 37.5 | 0 | I |
| Common Stock | 08/23/2013 | | D | | 14,356 | D | \$ 37.5 | 0 | I |
| | | | | | | | | | BKI Retirement Plan |
| | | | | | | | | | By Trust |

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**

SEC 1474
(9-02)

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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 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) | \$ 10.39 | 08/23/2013 | | D | | 6,490 | | 07/20/2011 ⁽¹⁾ | 07/20/2020 | Common Stock | 6,490 |
| Employee Stock Option (Right to Buy) | \$ 4.04 | 08/23/2013 | | D | | 4,778 | | 04/28/2010 ⁽²⁾ | 04/28/2019 | Common Stock | 4,778 |
| Employee Stock Option (Right to Buy) | \$ 28.49 | 08/23/2013 | | D | | 3,568 | | 07/26/2012 ⁽³⁾ | 07/26/2022 | Common Stock | 3,568 |
| Employee Stock Option (Right to Buy) | \$ 29.39 | 08/23/2013 | | D | | 2,933 | | 07/24/2013 ⁽⁴⁾ | 07/24/2022 | Common Stock | 2,933 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|----------------------------------|
| | Director 10% Owner Officer Other |
| AIKEN CHARLES S BUCKEYE TECHNOLOGIES INC 1001 TILLMAN STREET | Sr VP Energy/Sustainability |

MEMPHIS, TN 38112

Signatures

Charles S.
Aiken

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).
- Pursuant to the Agreement and Plan of Merger, dated as of April 23, 2013, by and among Buckeye Technologies Inc., GP Cellulose
- (1) 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) Stock Options issued pursuant to the 2007 Omnibus Incentive Compensation Plan; the Stock Options will vest and become exercisable in three equal annual installments beginning on the first anniversary of the grant date.
- Pursuant to the Agreement and Plan of Merger, dated as of April 23, 2013, by and among Buckeye Technologies Inc., GP Cellulose
- (3) 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
 - (4) 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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