

Rock-Tenn CO  
Form 8-K  
September 15, 2014

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

**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event Reported): September 15, 2014

**ROCK-TENN COMPANY**

(Exact Name of Registrant as Specified in Charter)

**Georgia**  
(State or Other Jurisdiction of Incorporation)

**001-12613**  
(Commission File Number)

**62-0342590**  
(I.R.S. Employer Identification Number)

**504 Thrasher Street, Norcross, Georgia 30071**  
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(770) 448-2193**

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 8.01. Other Events.**

On September 12, 2014, the board of directors of Rock-Tenn Company amended the company's share repurchase plan to allow for the repurchase of a total of 16.9 million shares of common stock, an increase from the 9.2 million shares previously authorized. The company now has 10 million shares available for repurchase after this amendment. A copy of a press release announcing the action taken by the board of directors is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits

99.1 September 15, 2014 Press Release (furnished pursuant to Item 9.01)

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 15, 2014

ROCK-TENN COMPANY

By: /s/ ROBERT B. MCINTOSH  
Robert B. McIntosh  
Executive Vice President, General Counsel and Secretary

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**INDEX TO EXHIBITS**

**Exhibit Number and Description**

99.1 September 15, 2014 Press Release (furnished pursuant to Item 9.01)