VOORHEES STEVEN C

Form 4

February 16, 2007

FORM 4

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

OMB Number: 3235-0287

Estimated average

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * VOORHEES STEVEN C			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	(Check all applicable)			
504 THRASHER STREET		Γ	(Month/Day/Year) 02/14/2007	Director 10% Owner Symbol Owner Other (specify below) Other (specify below) EXECUTIVE VICE PRESIDENT, CFO			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
NORCROSS,	GA 30071		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tal	ble 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. Transactic Code (Instr. 8)	4. Securities Approx Disposed of (Instr. 3, 4 and (Approx Amount (E	f (D) 15)	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)		
Class A Common Stock	02/14/2007		M	19,500 A	\$ 18.19	180,521	D			
Class A Common Stock	02/14/2007		S	19,500 D	\$ 34.0116 (1)	161,021	D			
Class A Common Stock	02/15/2007		M	10,500 A	\$ 18.19	171,521	D			
Class A Common	02/15/2007		M	30,000 A	\$ 15.4	201,521	D			

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Stock

Class A \$

Common 02/15/2007 S 40,500 D 34.0205 161,021 D

Stock

 $\begin{array}{ccccc} & & & & & & Custodian \\ Class A & & & & for \\ Common & 2,000 & I & accounts \\ Stock & & & for benefit \end{array}$

of children

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.

SEC 1474

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Tit	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivativ	e		Secur	rities	(Instr. 5)
	Derivative				Securities	S		(Instr	. 3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration	TT:41	or	
						Exercisable	Date		Number	
				G 1					of	
				Code	V (A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

VOORHEES STEVEN C 504 THRASHER STREET NORCROSS, GA 30071 EXECUTIVE VICE PRESIDENT, CFO

Signatures

Steven C. Voorhees 02/16/2007

**Signature of Date
Reporting Person

Reporting Owners 2

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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) Shares were sold at average price of \$34.0116. Prices ranging from \$34.00 to \$34.16 per share
- (2) Shares were sold at average price of \$34.0205. Prices ranging from \$34.00 to \$34.06 per share

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.