

BUCKEYE TECHNOLOGIES INC
 Form 4
 August 27, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Dowdell Douglas L

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 1001 TILLMAN STREET
 (Street)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Exec VP Specialty Fibers

MEMPHIS, TN 38112
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	34,931 D \$ 37.5	0	D	
Common Stock	08/23/2013		D	28,844 D \$ 37.5	0	I	Bki Retirement Plan

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

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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)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 10.39	08/23/2013		D	2,896	07/20/2011 ⁽¹⁾ 07/20/2020	Common Stock	2,896
Employee Stock Option (Right to Buy)	\$ 28.49	08/23/2013		D	3,568	07/26/2012 ⁽²⁾ 07/26/2022	Common Stock	3,568
Employee Stock Option (Right to Buy)	\$ 29.39	08/23/2013		D	4,531	07/24/2013 ⁽³⁾ 07/24/2022	Common Stock	4,531

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dowdell Douglas L 1001 TILLMAN STREET MEMPHIS, TN 38112			Exec VP Specialty Fibers	

Signatures

Douglas L. Dowdell 08/27/2013

**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.

Pursuant to the Agreement and Plan of Merger, dated as of April 23, 2013, by and among Buckeye Technologies Inc., GP Cellulose

(2) 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.

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.

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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