

Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name WestRock Company			2 Issuer's employer identification number (EIN) 47-3335141		
3 Name of contact for additional information John Stakel		4 Telephone No. of contact 770-448-2193		5 Email address of contact john.stakel@westrock.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact P.O. Box 4098				7 City, town, or post office, state, and Zip code of contact Norcross, GA 30091	
8 Date of action May 15, 2016		9 Classification and description Common stock			
10 CUSIP number 96145D105	11 Serial number(s)	12 Ticker symbol WRK	13 Account number(s)		

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► **See attachment.**

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► **See attachment.**

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► **See attachment.**

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ See attachment.

Blank lines for listing applicable Internal Revenue Code sections.

18 Can any resulting loss be recognized? ▶ See attachment.

Blank lines for providing information regarding resulting loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ See attachment.

Blank lines for providing other information necessary to implement the adjustment.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ David Siegel Date ▶ May 18, 2016

Print your name ▶ David Siegel Title ▶ Assistant Treasurer

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

WestRock Company
EIN 47-3335141
Attachment to Form 8937, Part II
Report of Organizational Actions Affecting Basis of Securities

Consult Your Tax Advisor

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended (the "Code"), and includes a general summary regarding the application of certain U.S. federal income tax laws and regulations relating to the effects of the Distribution (as defined below) on the tax basis of WestRock Company ("WestRock") stock and the allocation of tax basis between the stock of WestRock and Ingevity Corporation ("Ingevity") following the Distribution. The information contained herein does not constitute tax advice and does not purport to be complete or to describe the consequences that may apply to particular categories of shareholders. WestRock does not provide tax advice to its shareholders. You are urged to consult your own tax advisor regarding the particular consequences of the Distribution to you, including the applicability and effect of all U.S. federal, state, and local tax laws and foreign tax laws. We urge you to read the Information Statement, dated May 3, 2016, and filed with the Securities and Exchange Commission, noting especially the discussion on pages 114-117 therein under the heading "Certain Material U.S. Federal Income Tax Consequences of the Distribution". You may access the Information Statement at www.sec.gov.

This notice does not apply to shares of WestRock common stock sold, exchanged, or otherwise disposed of prior to the Distribution.

Item 14 – Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action.

On May 15, 2015, WestRock distributed to each holder of its common stock, on a pro-rata basis, all of the issued and outstanding common stock of Ingevity (the "Distribution"). Each WestRock common stockholder received one share of Ingevity common stock for every six shares of WestRock common stock held as of the close of business, Eastern time, on May 4, 2016, the record date. WestRock common stockholders did not receive fractional shares of Ingevity. Instead, fractional shares of Ingevity were aggregated and sold in the public market with the net proceeds distributed on a pro-rata basis in cash payments to WestRock common stockholders who would otherwise have received a fractional share of Ingevity common stock.

WestRock common stock trades under the ticker symbol "WRK" and Ingevity common stock trades under the ticker symbol "NGVT" on the New York Stock Exchange ("NYSE").

Item 15 – Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis.

As a result of the Distribution, WestRock stockholders are required to allocate the aggregate tax basis in the WestRock common shares held immediately prior to the Distribution among the Ingevity common shares received in the Distribution and their WestRock common shares held immediately after the Distribution. This allocation should be made in proportion to the relative fair market values of the WestRock common stock and the Ingevity common stock. Stockholders that acquired WestRock common shares at different times or different prices will need to calculate their tax basis in each block of WestRock common shares and then allocate a portion of that tax basis to WestRock common stock and the Ingevity common stock received with respect thereto.

Fair market value generally is the price at which property would change hands between a willing buyer and a willing seller, neither being under any compulsion to buy or to sell and both having reasonable knowledge of the facts. U.S. federal income tax law does not specifically prescribe how to determine the fair market values of the WestRock common stock and Ingevity common stock for purposes of allocating

tax basis. You should consult your tax advisor to determine what measure of fair market value is appropriate.

There are several possible methods for determining the fair market values of WestRock common stock and Ingevity common stock. One possible approach is to utilize the NYSE market closing price on May 16, 2016 for WestRock common stock (\$39.63 per share) and the NYSE market closing price on May 16, 2016 for Ingevity common stock (\$26.86 per share) as an indication of fair market value. Based on that approach and the assumptions and calculations set forth in Item 16 below, 89.8504% of a WestRock common stockholder's aggregate tax basis in his or her WestRock common shares prior to the Distribution would be allocated to the stockholder's WestRock common shares and 10.1496% would be allocated to the stockholder's Ingevity common shares received in the Distribution. You are not bound by this approach and may, in consultation with your tax advisor, use another approach in determining fair market values for WestRock and Ingevity common stock.

Item 16 – Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates.

The following is an example of how the approach described in Item 15 to allocate tax basis would be applied.

Assumptions:

- Shares of WestRock common stock owned: 1,200
- WestRock common stockholder's aggregate tax basis (assumed to be \$40 per share): \$48,000
- Shares of Ingevity common stock received in the Distribution (1,200 shares of WestRock common stock multiplied by the Distribution ratio of 1:6): 200

Tax basis allocation:

	Number of Shares Owned	Assumed Beginning Tax Basis (A)	Price per Share	FMV of Shares Owned Post Distribution	Percentage of Total FMV (B)	Allocated Tax Basis (A) x (B)
WestRock common stock	1,200	\$48,000	\$39.63 (1)	\$47,556 (3)	89.8504% (5)	\$43,128
Ingevity common stock	200	\$0	\$26.86 (2)	\$5,372 (4)	10.1496% (6)	\$4,872
Total				\$52,928	100.0000%	\$48,000

(1) Closing market price of WestRock common stock on May 16, 2016
(2) Closing market price of Ingevity common stock on May 16, 2016
(3) 1,200 shares x \$39.63 price per share
(4) 200 shares x \$26.86 price per share
(5) $\$47,556 / (\$47,556 + \$5,372) = 89.8504\%$
(6) $\$5,372 / (\$47,556 + \$5,372) = 10.1496\%$

Item 17 – List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.

WestRock stockholders will not recognize income, gain, or loss for U.S. federal income purposes on the receipt of Ingevity common shares in the Distribution pursuant to Sections 355(a) and 368(a)(1)(D) of the Code.

Under Sections 1001 and 1221 of the Code, in general, the receipt by WestRock stockholders of cash in lieu of a fractional share of Ingevity common stock will be treated as if the fractional share had been distributed to the WestRock stockholder in the Distribution and then had been disposed by such stockholder, in a sale or exchange, for the amount of such cash.

Under Section 1223(1) of the Code, the holding period of a WestRock common stockholder in Ingevity common stock received in the Distribution will include the holding period of the pre-Distribution WestRock common stock with respect to which the Distribution of Ingevity common stock was made.

The allocation of tax basis calculations resulting from the Distribution is governed by Section 358 of the Code.

You should consult your own tax advisor as to the particular consequences of the Distribution to you, including the applicability and effect of any U.S. federal, state and local tax laws, as well as foreign tax laws, which may result in the Distribution being taxable to you.

Item 18 – Can any resulting loss be recognized?

No loss may be recognized by a WestRock common stockholder upon the receipt of Ingevity common stock in the Distribution, except possibly with respect to cash received in lieu of a fractional share of Ingevity common stock.

Item 19 – Provide any other information necessary to implement the adjustment, such as the reportable tax year.

The Distribution was effective on May 15, 2016. For a WestRock stockholder whose taxable year is the calendar year, the reportable tax year is 2016.