

# Investor Presentation

Paper and Packaging Solutions

May 2019



# Forward Looking Statements, Non-GAAP Financial Measures

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including but not limited to the statements on the slides entitled "A Proven Model that Creates Value", "We Operate in Growing Markets with Significant Opportunities for Expansion", "Strong Cash Flow with High Value Options to Deploy Capital", "Uniquely Positioned with Broad Packaging Portfolio to Solve Customer Challenges", "Corrugated Packaging Investment Highlights", "Corrugated Packaging Serves Diverse End-Markets", "Strategic Investments", "Strategically Increasing our Efficiency and Service Capabilities", "Consumer Packaging Serves Diverse End-Markets", "Strategic Investments", "Driving Significant Growth and Strong Returns", "Multiple Sources of Value Creation", "Track Record of Effective Capital Deployment", "Strategic Capital Projects", "Successfully Integrating KapStone", "FY19 Additional Guidance Assumptions" and "Key Commodity Annual Consumption Volumes", that give guidance or estimates for future periods as well as statements regarding, among other things, that margin expansion and deployment of capital provide the opportunity to grow adjusted segment EBITDA and operating cash flow; that we are committed to reducing our leverage ratio to 2.25x to 2.50x; that we have significant opportunity to expand our business with our 15,000+ customers; that our corrugated packaging segment is well positioned with growing end markets; that our Porto Feliz box plant is expected to become one of the world's largest; that diverse end markets are driving sustainable growth throughout the economic cycle; that our strategic investments in Florence, SC, Porto Feliz, Brazil and Tres Barras, Brazil will be completed on the timetable and have the impacts as set forth on slide 21; that diverse end markets are driving sustainable growth throughout the economic cycle; that our strategic investments in Cottonton, AL and Covington, VA will be completed on the timetable and have the impacts as set forth on slide 28; that we will generate approximately \$19 billion in sales in FY19; that our long-term maintenance capital and normal, high-return capital investments will be approximately \$1 billion per year; that we expect to pay an annualized dividend of \$1.82 per share in FY19; that our capital spending for FY19, FY20 and FY21 will be as presented on slide 33 and we expect to generate \$240 million of annualized EBITDA from strategic capital projects; that the KapStone acquisition provides an opportunity for over \$200 million in synergy and performance improvements by the end of FY21; that our run rate synergy progression will be as presented on slide 34; that our FY19 additional guidance assumptions and mill maintenance schedule are as presented on slide 39; and that key commodity annual consumption volumes will be as presented on slide 40.

Forward-looking statements are based on our current expectations, beliefs, plans or forecasts and are typically identified by words or phrases such as "may," "will," "could," "should," "would," "anticipate," "estimate," "expect," "project," "intend," "plan," "believe," "target," "prospects," "potential" and "forecast," and other words, terms and phrases of similar meaning. Forward-looking statements involve estimates, expectations, projections, goals, forecasts, assumptions, risks and uncertainties. WestRock cautions readers that a forward-looking statement is not a guarantee of future performance and that actual results could differ materially from those contained in the forward-looking statement. WestRock's businesses are subject to a number of general risks that would affect any such forward-looking statements, including, among others, decreases in demand for their products; increases in energy, raw materials, shipping and capital equipment costs; reduced supply of raw materials; fluctuations in selling prices and volumes; intense competition; the potential loss of certain customers; the scope, costs, timing and impact of any restructuring of our operations and corporate and tax structure; the occurrence of a natural disaster, such as hurricanes or other unanticipated problems, such as labor difficulties, equipment failure or unscheduled maintenance and repair, which could result in operational disruptions of varied duration; our desire or ability to continue to repurchase company stock; the impact of the Tax Cuts and Jobs Act; risks associated with integrating KapStone's operations into our operations and our ability to realize anticipated synergies and productivity improvements; and adverse changes in general market and industry conditions. Such risks and other factors that may impact management's assumptions are more particularly described in our filings with the Securities and Exchange Commission, including in Item 1A under the caption "Risk Factors" in our Annual Report on Form 10-K for the year ended September 30, 2018. The information contained herein speaks as of the date hereof and WestRock does not have or undertake any obligation to update or revise its forward-looking statements, whether as a result of new information, future events or otherwise.

We may from time to time be in possession of certain information regarding WestRock that applicable law would not require us to disclose to the public in the ordinary course of business, but would require us to disclose if we were engaged in the purchase or sale of our securities. This presentation shall not be considered to be part of any solicitation of an offer to buy or sell WestRock securities. This presentation also may not include all of the information regarding WestRock that you may need to make an investment decision regarding WestRock securities. Any investment decision should be made on the basis of the total mix of information regarding WestRock that is publicly available as of the date of the investment decision.

We report our financial results in accordance with accounting principles generally accepted in the United States ("GAAP"). However, management believes certain non-GAAP financial measures provide users with additional meaningful financial information that should be considered when assessing our ongoing performance. Management also uses these non-GAAP financial measures in making financial, operating and planning decisions and in evaluating our performance. Non-GAAP financial measures should be viewed in addition to, and not as an alternative for, our GAAP results. The non-GAAP financial measures we present may differ from similarly captioned measures presented by other companies.

## ➤ WestRock Overview

Our vision is to be the  
**premier partner** and  
**unrivaled provider** of  
winning solutions for  
our customers.

# A Proven Model that Creates Value



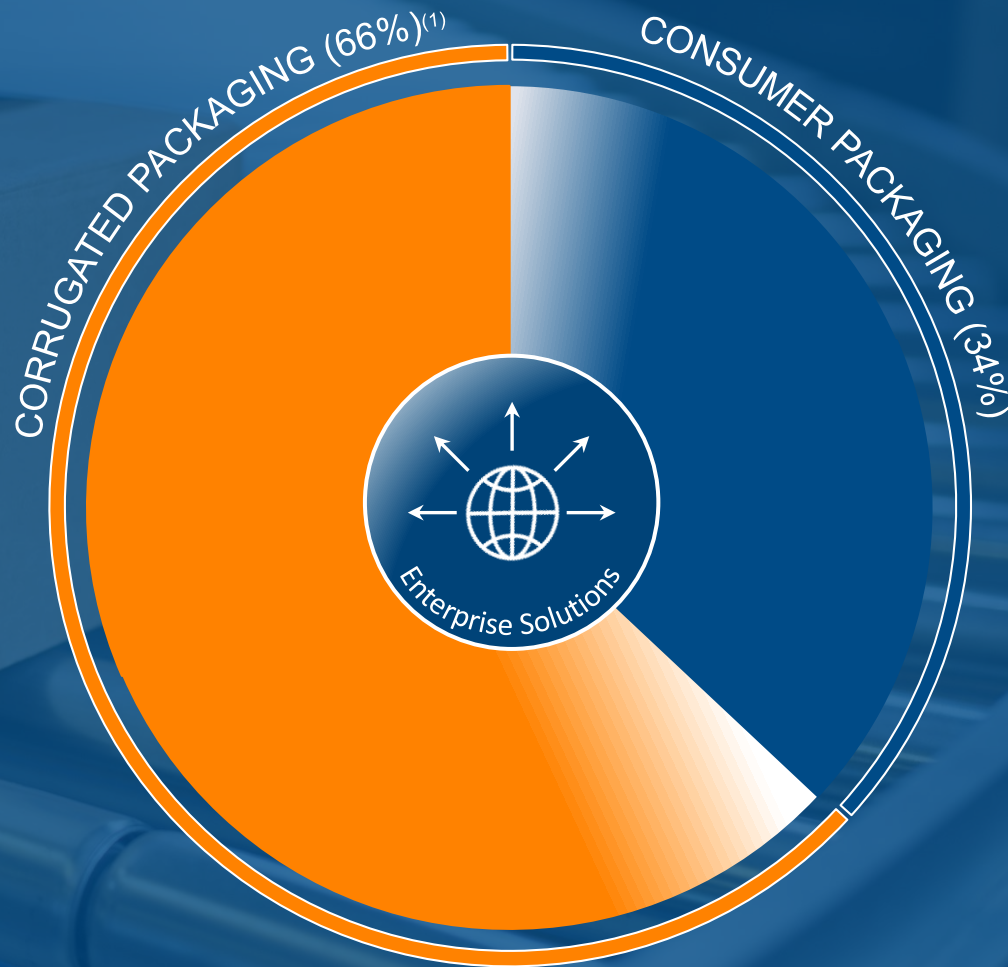
Proven business model with track record of success and value creation

Paper and packaging are attractive businesses where scale, differentiation and sustainability matter.

WestRock is building a paper and packaging leader with a differentiated strategy and capabilities to generate attractive returns over the long term.

Margin expansion and deployment of capital provide the opportunity to grow Adjusted Segment EBITDA<sup>(1)</sup> and operating cash flow

# Leveraging Our Capabilities Across the Organization



WestRock's 50,000+ Person Team  
Helps Our Customers  
Win in the Marketplace

Industry Leading Insights, Design  
and Package Innovation

Full Range of Innovative  
Fiber-Based Substrates

Comprehensive Printing  
& Converting Capabilities

State-of-the-Art Packaging Systems

Manufacturing and Supply Chain  
Consulting & Optimization

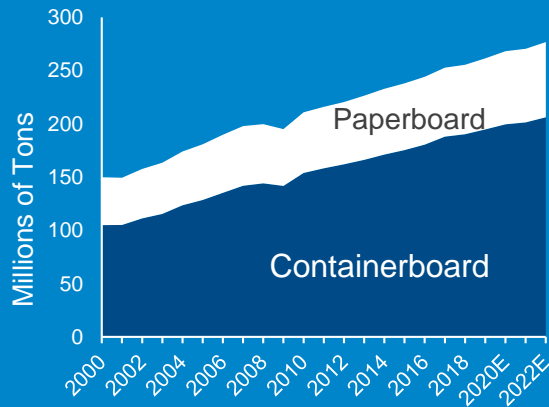
1) Includes North America, Brazil and India.

Note: Pie pieces not to scale; WestRock and KapStone sales for the trailing twelve months as of 3/31/2019; excludes recycling sales.



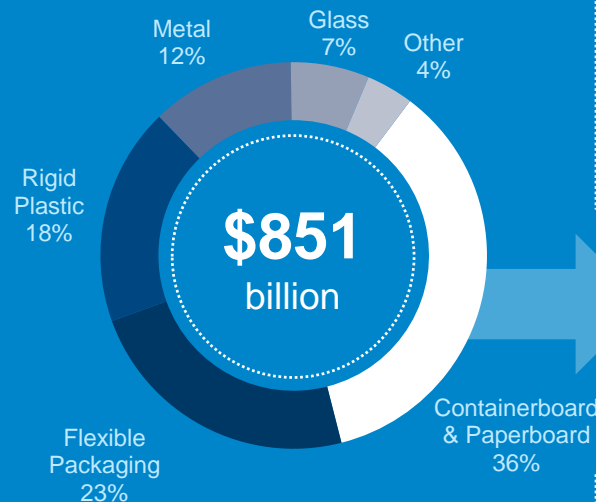
# We Operate in Growing Markets with Significant Opportunities for Expansion

## > Global Tons Produced<sup>(1)</sup>

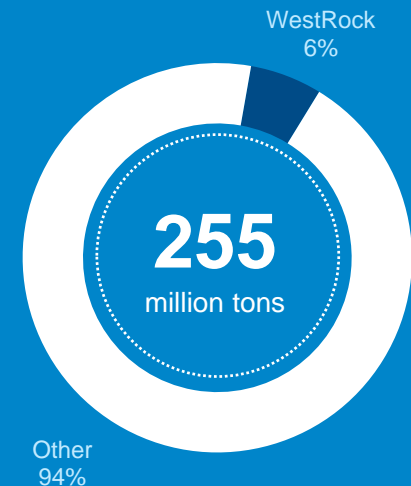


2000 – 2018 CAGR	2018 – 2022E CAGR
2.1%	2.0%
3.4%	2.0%

## > Global Packaging Consumption<sup>(1)</sup>



## > Global Containerboard & Paperboard Market Share<sup>(2)</sup>



**82%**  
agree<sup>(3)</sup>

> “Consumers can rely on corrugated cardboard boxes to get their merchandise shipped/delivered safely.”

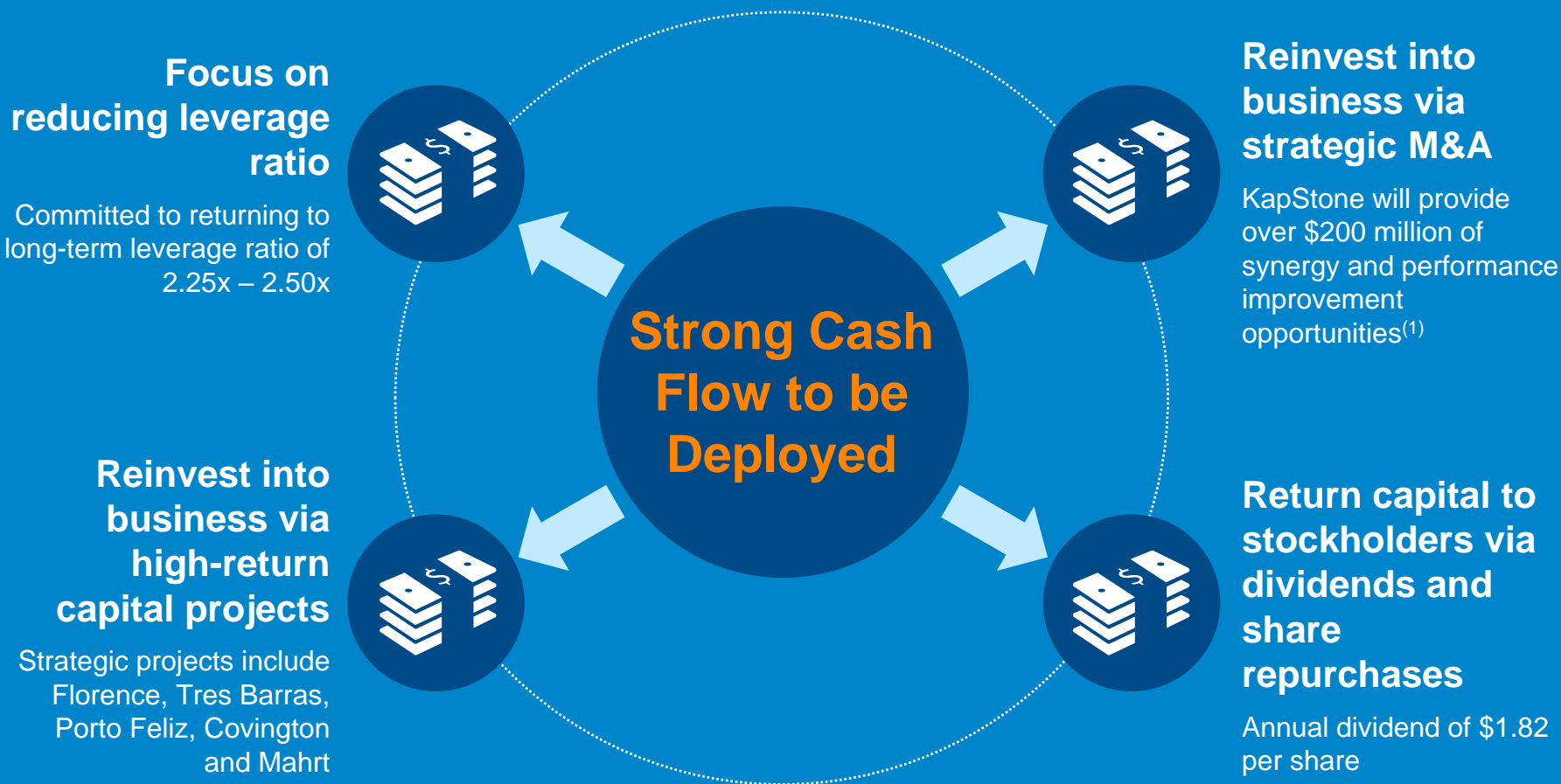
**68%**  
agree<sup>(3)</sup>

> “Paper-based product packaging tends to feel more premium.”

**63%**  
agree<sup>(3)</sup>

> “Consumers think more highly of companies that use paper-based packaging.”

# Strong Cash Flow with High Value Options to Deploy Capital



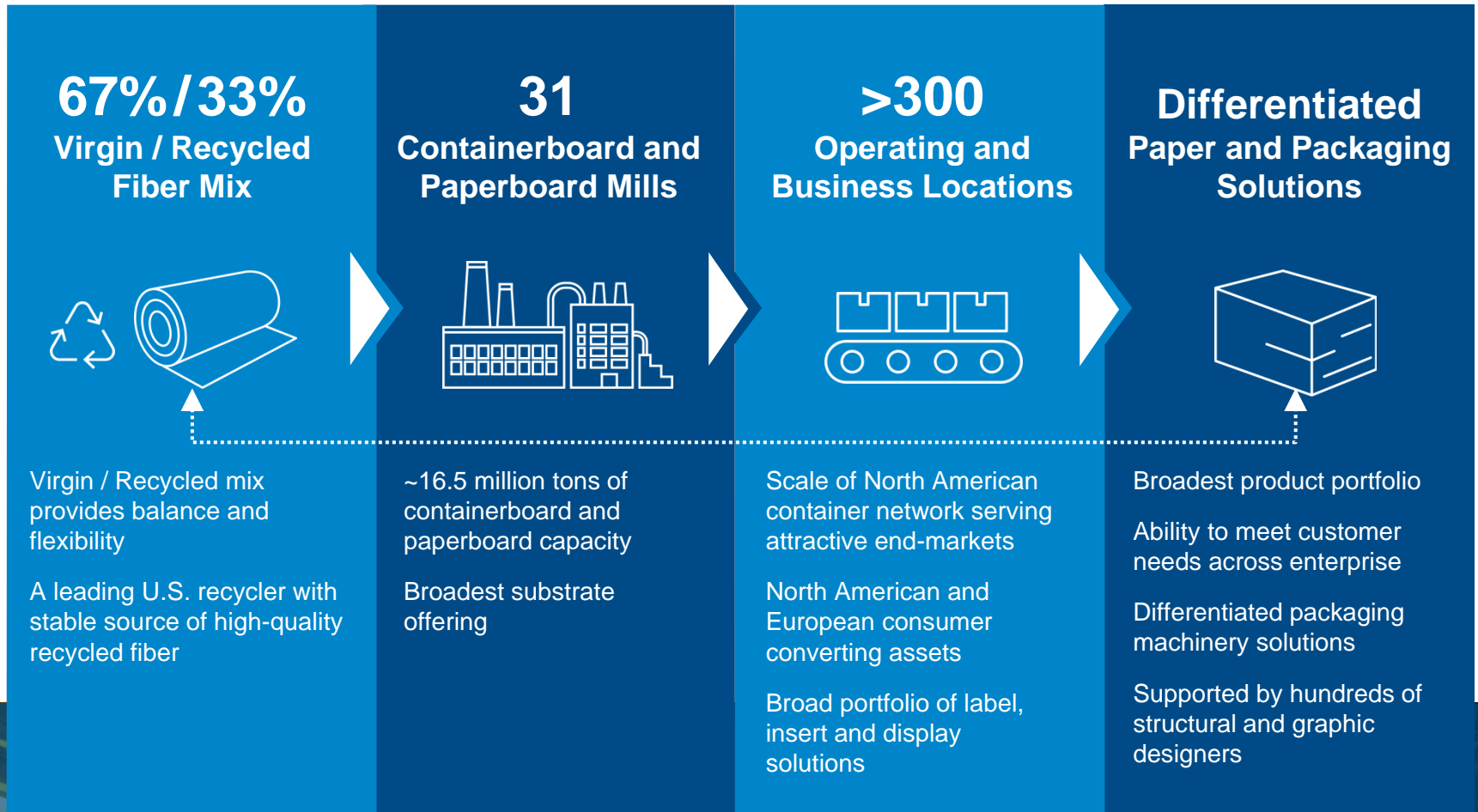
# We Have a Portfolio Focused on Paper-Based Packaging Solutions



Proven M&A Track Record to Become a  
Leading Paper-Based Packaging Provider



# We Are an Integrated Packaging Producer...



...with a strategic multinational footprint.

# Creating Customized Value-Added Solutions Using the World's Most Comprehensive Portfolio of Sustainable Paper and Packaging Products



## Engineered to meet demanding end-use requirements



# Our Approach to Delivering Value to Our Customers

## Lower Total Cost

- Packaging line improvements / automation
- Supply chain optimization
- Raw material, structure and SKU optimization

## Improve Sustainability

- Supply chain reductions
- Designs that improve performance with less fiber
- Increased use of renewable and recycled resources



## Grow Sales

- Innovative package design and structure
- Improved shelf appeal and in-store marketing solutions
- Increased factory throughput and production

## Minimize Risk

- Proven designs already in the marketplace
- Comprehensive customer support
- Material and machine performance matched solutions
- Geographic footprint



# Examples of Delivering Value to Customers

## Lower Total Costs

Box on Demand® Systems



## Grow Sales

Innovative Packaging Design

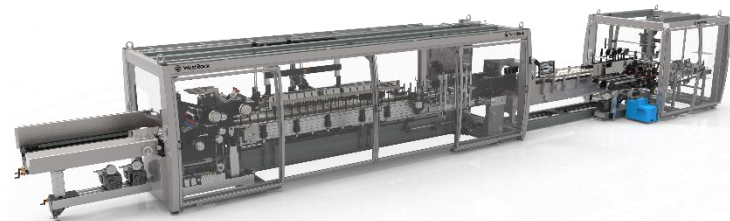


Delivering  
value to our  
customers

Plastic Replacement Solutions



Packaging Solutions



Improve Sustainability

Minimize Risk

# Uniquely Positioned with Broad Packaging Portfolio to Solve Customer Challenges

## Case Study: Colgate SmileBox

### The Challenge:

Help Colgate expand their e-commerce presence with a “ships in own container” (SIOC) compliant package that can handle a variety of oral-care products



### The Solution:

- Designed uniquely to meet Amazon's SIOC requirements and includes features such as the smile-shaped opening perforation
- Fulfilled by WestRock and is semi-automated on existing customer equipment
- Used for 28 oral care SKUs

### Teams Involved:

- Corrugated Sales
- Merchandising Displays – design, fulfillment, production, and engineering

More than  
**140 customers**  
bought at least  
\$1 million from  
each segment in  
annual sales

These  
customers  
accounted for  
~**\$6 billion** of  
annual sales

Significant  
opportunity to  
expand business  
with WestRock's  
**15,000+**  
customers

# Innovative, Sustainable Paper and Packaging Solutions

## INNOVATIVE MATERIALS

EnShield®  
Natural Kraft™



Non-Poly  
Ice Cream



Recyclable and  
Compostable Cup  
(NextGen Winner)



Kraft Bag



## PACKAGE DESIGN

Cluster-Pak®  
Beverage Packs



EconoClip®



Foodservice  
Containers

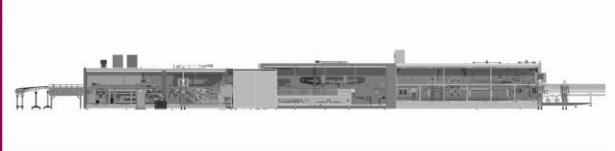


Ecopush™



## MACHINERY SOLUTIONS

Combo 1250 Machine



Meta® Duo



BoxSizer™





# Shrink Film and Plastic Ring Replacement

## THE SOLUTION:

WestRock introduced innovative, sustainably-sourced, 100% recyclable and fully biodegradable paperboard solutions to replace plastic and provide flexibility to adapt to changing consumer preferences.



### LOWER TOTAL COSTS

Automation



### GROW SALES

Superior branding, image and shelf



### IMPROVE SUSTAINABILITY

Environmentally friendly packaging



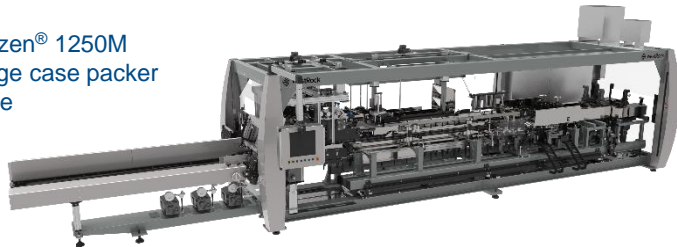
### MINIMIZE RISK

Turnkey solution

## Shrink-Wrap Replacement



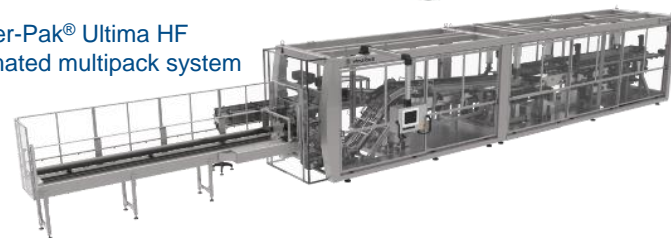
DuoDozen® 1250M  
beverage case packer  
machine



## Plastic Ring Replacement



Cluster-Pak® Ultima HF  
automated multipack system



# Corrugated Packaging

# Corrugated Packaging Investment Highlights





# Corrugated Packaging Segment Overview

## Key Metrics & Operational Statistics

<b>FY18 Segment Sales</b> <b>\$9.2 Billion</b>	 <b>19 Mills</b> <b>150+ Converting Facilities</b> <b>60+ Distribution Facilities</b>
<b>FY18 Adj. Segment EBITDA Margin<sup>(1)</sup></b> <b>22.1%</b>	 <b>12.3M tons Mill Capacity</b>

## Financial Performance

(\$ in billions)	FY18	FY17
Segment Sales	\$9.2	\$8.5
Adj. Segment Income <sup>(1)</sup>	\$1.3	\$0.8
Adj. Segment EBITDA <sup>(1)</sup>	\$2.0	\$1.5
Adj. Segment EBITDA Margin <sup>(1)</sup>	22.1%	17.7%
North American Adj. Segment EBITDA Margin <sup>(1)</sup>	21.8%	17.3%

1) See Non-GAAP Financial Measures and Reconciliations in the Appendix.

Note: All financial performance values are aligned to include merchandising displays and exclude recycle sales consistent with fiscal 2019 presentation.

## Key Differentiators

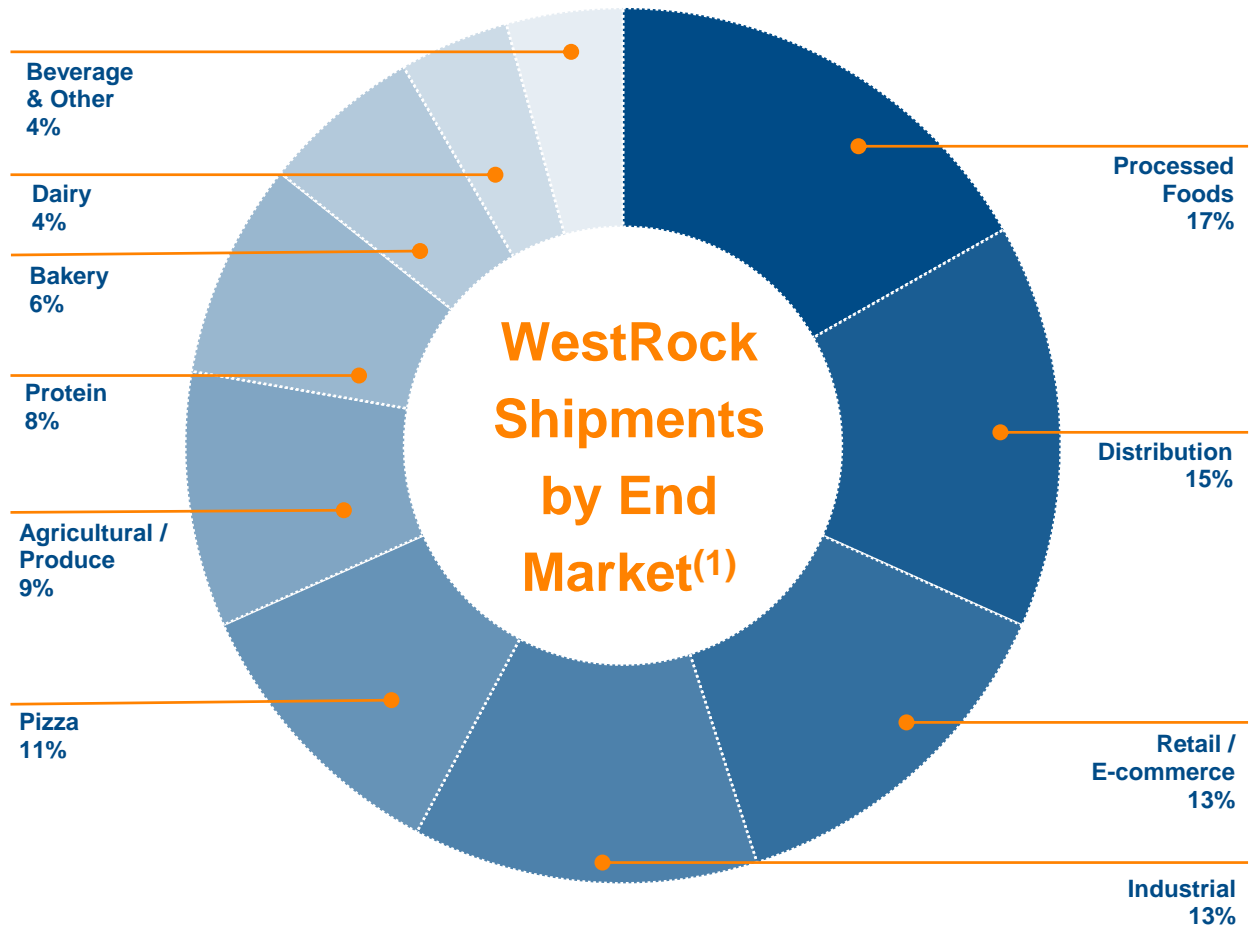
- Broad range of solutions to serve diverse end-markets
- Targeting emerging consumer trends
  - E-commerce
  - Shelf ready packaging
  - Fast and fresh
  - Brand revitalization
- Broad suite of automated packaging systems
- Well-positioned in attractive and growing packaging markets in Mexico and Brazil

## Broad Portfolio of Differentiated Products and Solutions

- Corrugated containers to protect, ship, store, and display products
- Foodservice containers
- Automated Packaging Systems
- “Box on Demand” systems
- BoxSizer™
- Coated and uncoated white top linerboard
- Solid bleached linerboard
- Virgin and recycled linerboard
- Corrugated medium
- Kraft paper
- Pulp (fluff pulp, bleached and unbleached market pulp)

# Corrugated Packaging Serves Diverse End-Markets

Diverse end markets driving sustainable growth throughout the economic cycle



1) Represents WestRock FY18, excluding KapStone.

# Demonstrated Significant Growth in North American Adjusted Segment EBITDA Margins<sup>(1)</sup>





# Strategic Investments

## Florence, SC Mill Investment



- ✓ New 330" state-of-the-art paper machine
- ✓ Replaces 3 old machines with 1 new machine
- ✓ 710k tons of capacity
- ✓ Expected to become a 1<sup>st</sup> quartile virgin fiber linerboard mill
- ✓ Total estimated project cost of \$410 million
- ✓ Expected completion in 1H FY20

## Porto Feliz Corrugated Plant



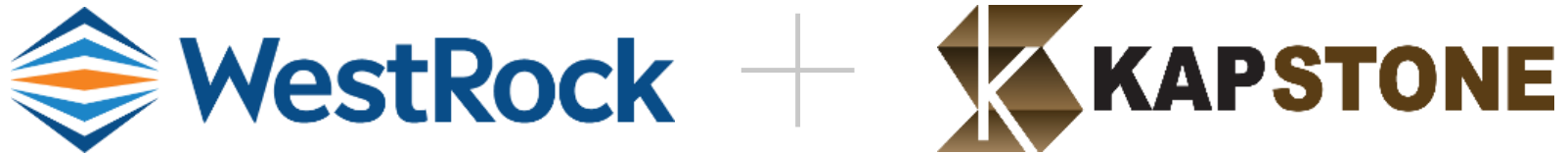
- ✓ Expected to become one of the largest and most productive box plants in the Americas
- ✓ Enhanced capability with high-graphic technology
- ✓ Increased integration with Tres Barras virgin containerboard mill
- ✓ Total estimated net investment of \$125 million
- ✓ Expected completion in Q3 FY19

## Tres Barras Mill Upgrade



- ✓ Expected to achieve full potential of the mill
- ✓ Production increases to approx. 750k tons per year from approx. 520K tons per year
- ✓ Increases energy self-sufficiency to approx. 85% from 55%
- ✓ Fiber mix improves to 100% virgin fiber from approx. 80% virgin / 20% recycled
- ✓ Expected capital investment of \$345 million
- ✓ Expected completion in 1H CY21

# Strategically Increasing Our Efficiency and Service Capabilities



➤ Immediately cash flow and adjusted EPS accretive

**\$200+  
MILLION**

.....

opportunity for synergies and performance improvements<sup>(1)</sup>.

**ENHANCED  
PORTFOLIO**

.....

of differentiated paper and packaging solutions, adding attractive paper grades and distribution capabilities.

**EXPANDED  
PRESENCE**

.....

on the West Coast and enhanced ability to serve customers more efficiently.



# Consumer Packaging



# Consumer Packaging Investment Highlights



# Consumer Packaging Segment Overview

## Key Metrics & Operational Statistics

<b>FY18 Segment Sales</b> <b>\$6.6 Billion</b>	 <b>13 Mills</b> <b>100+ Converting Facilities</b> <b>2 Machinery Solutions</b>
<b>FY18 Adj. Segment EBITDA Margin<sup>(1)</sup></b> <b>14.8%</b>	 <b>4.2M tons Mill Capacity</b>

## Financial Performance

	FY18	FY17
Segment Sales	\$6.6B	\$5.7B
Adj. Segment Income <sup>(1)</sup>	\$431M	\$417M
Adj. Segment EBITDA <sup>(1)</sup>	\$977M	\$901M
% Margin <sup>(1)</sup>	14.8%	15.8%

1) See Non-GAAP Financial Measures and Reconciliations in the Appendix.

Note: All financial performance values are aligned to exclude merchandising displays consistent with fiscal 2019 presentation.

## Key Differentiators

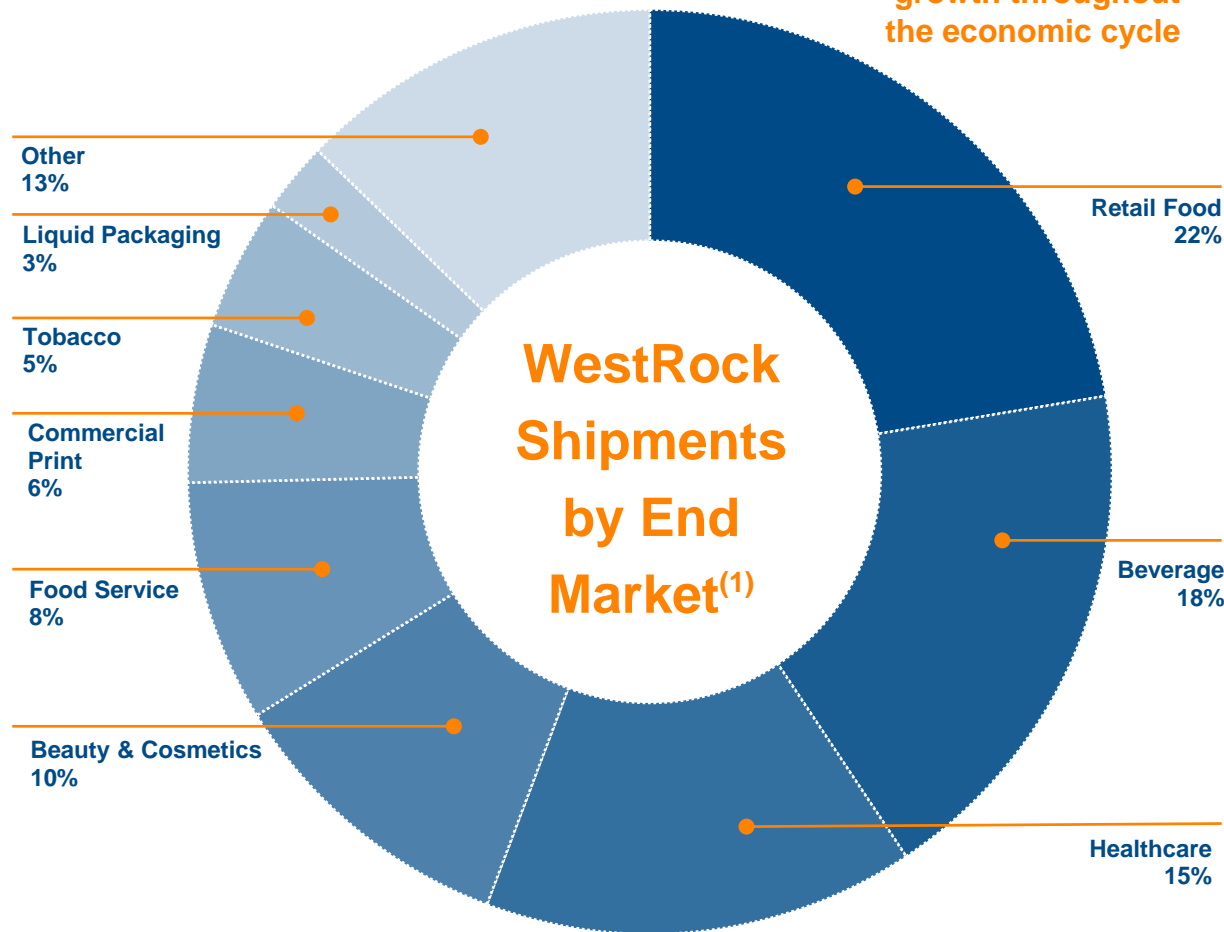
- Broadest grade mix in the industry (SBS, CNK®, CRB and URB)
- Innovation in substrates, packaging design and machinery solutions
- Extensive converting network with global scale

## Broad Portfolio of Differentiated Products and Solutions

- Solid bleached sulfate (SBS)
- Coated natural kraft (CNK®)
- Coated recycled board (CRB)
- Uncoated recycled board (URB)
- Packaging machinery
- Premium folding cartons
- Beverage carriers
- Express mail envelopes
- Labels and inserts
- Merchandising displays
- Solid fiber and corrugated partitions
- Die-cut paperboard

# Consumer Packaging Serves Diverse End-Markets

Diverse end markets driving sustainable growth throughout the economic cycle





# Global Consumer Packaging Operations and Locations



Approx. **4.2** million annual tons of capacity

**>43** billion square feet of converted products per year

# Strategic Investments



## Mahrt Curtain Coater

- ✓ Replacing and upgrading coating section of #1 PM

### Expected results include:

- ✓ Reduced costs from improved machine performance and lower coating costs
- ✓ Improved quality and consistency of our CNK produced at the Mahrt mill
- ✓ Approx. \$60 million in total investment with unlevered after-tax returns of >20%
- ✓ Completed in April 2019



## Covington Upgrade

- ✓ Upgrading headbox, press section, dryer, coater and other systems

### Expected results include:

- ✓ Improved operating efficiency and lowered costs
- ✓ Further enhances quality and reduces basis weight of leading SBS products for the tobacco and food packaging markets
- ✓ Approx. \$60 million total investment with unlevered after-tax returns of >20%
- ✓ Completed in May 2019

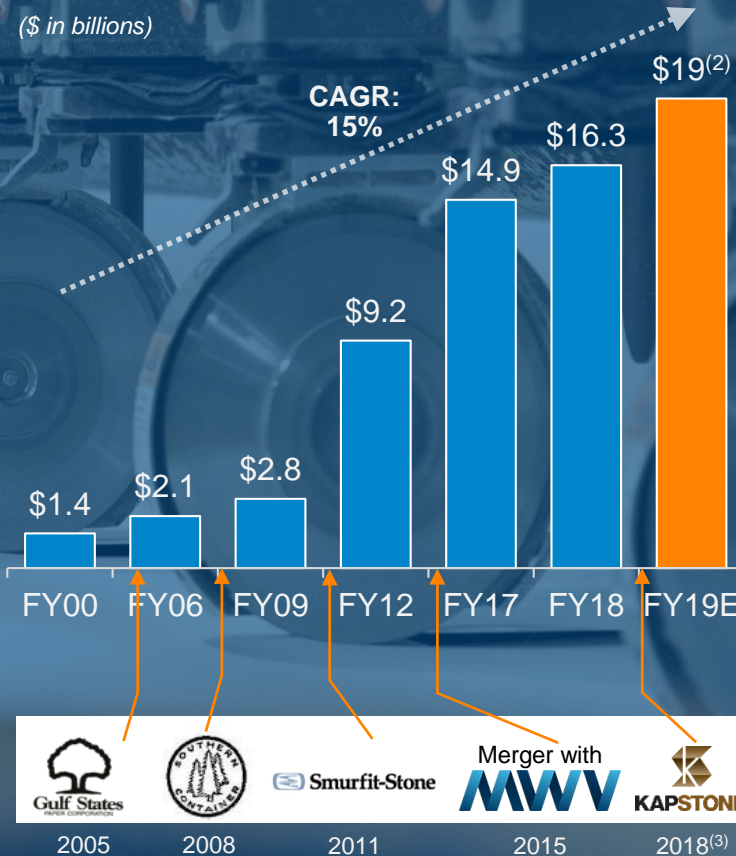
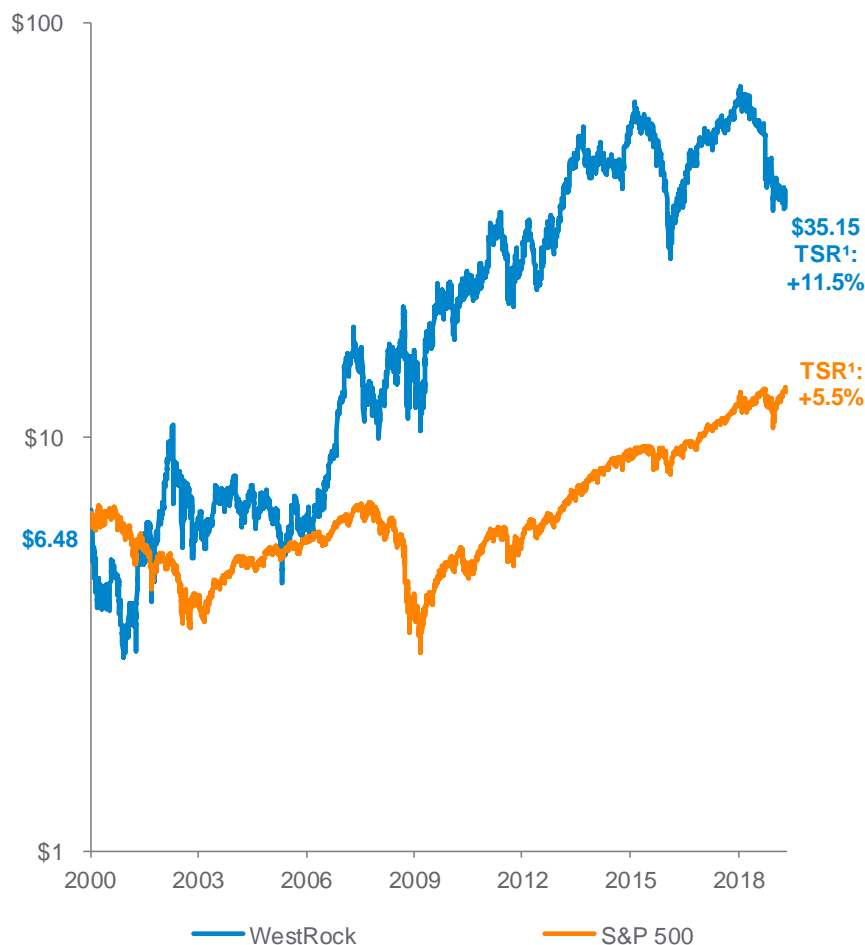


# Financial Overview

# Driving Significant Growth and Strong Returns

## ➤ Stock Performance (2000 to Present)

## ➤ Revenue Growth (CAGR of 15%) Driven through M&A and organically



- 30
- 1) Total stockholder return (includes impact of dividends and stock splits). Includes WestRock predecessor—RockTenn performance.
  - 2) FY19 WestRock guidance as of Q2 FY19.
  - 3) KapStone acquisition completed in Q1 FY19. Note: S&P 500 performance relative to WestRock starting stock price. Source: FactSet and Wall Street research.



# Multiple Sources of Value Creation



## Revenue Growth

- Growing with North American corrugated market
- Stable US Consumer packaging demand, growing global demand
- Increasing exposure to attractive high-growth markets and applications
  - E.g. e-commerce, healthcare, food service, “War on Plastics”
- Innovating to provide differentiated solutions to our customers
- Leveraging broad product portfolio to increase our Enterprise sales opportunities



## Margin Improvement

- Investing in high return strategic projects to reduce costs
- Achieved \$1 billion synergy and performance improvement goal met during first three years as WestRock
- Implemented multiple published price increases across both segments
- Improved North American Corrugated margins by 910 bps since purchase of Smurfit Stone<sup>(1)</sup>
- Over \$200 million in expected synergies and performance improvements from KapStone by end of FY21



## Capital Allocation

- Long-term maintenance capital (50%) and normal, high-return capital investments (50%) of approximately \$1 billion per year<sup>(2)</sup>
- \$500 million of strategic capital investments in FY19
- Strategic capital investments expected to generate approximately \$240 million in EBITDA per year once complete
- Committed to debt reduction to target leverage ratio of 2.25x to 2.50x
- Stable and growing dividend; current annual dividend is \$1.82 per share
- High-returning acquisitions and share buy-backs as markets allow

1) Margin improvement of 910 basis points is through FY18.

2) FY19 Capital Expenditures include long-term maintenance capital (50%) and normal, high-return capital investments (50%) of approximately \$0.9 billion, as well as \$500 million of strategic capital.

# Track Record of Effective Capital Deployment

Capital allocated since July 2015

## M&A

**\$5.9 billion**

### Acquisitions:

- SP Fiber
- Cenvo Packaging
- Star Pizza
- MPS
- U.S. Corrugated
- Island Container
- Hannapak
- Plymouth Packaging
- Schlüter Print Pharma
- KapStone

### JV with Grupo Gondi

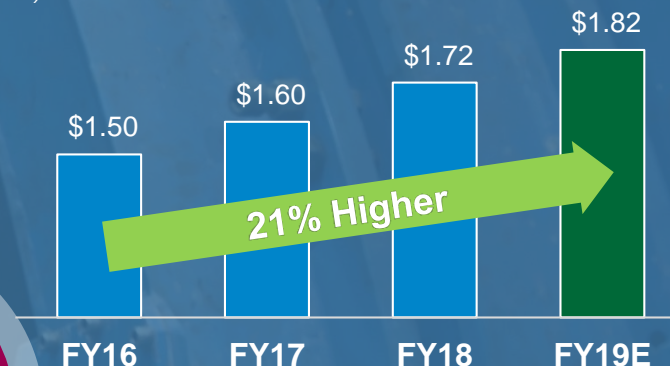
### Divestitures:

- L&D monetization
- HH&B
- ArborGen JV

## Dividends

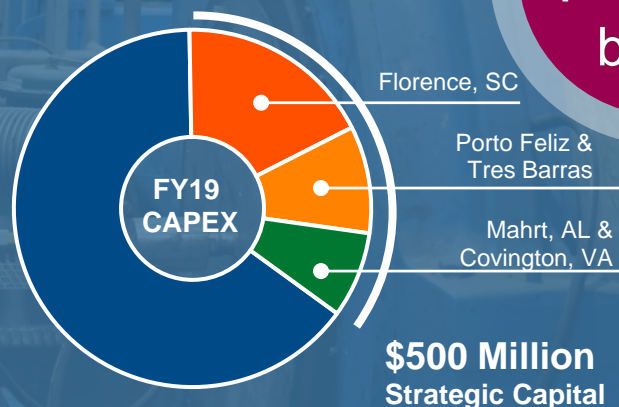
**\$1.6 billion**

(\$ per share)



**\$11.9 billion**

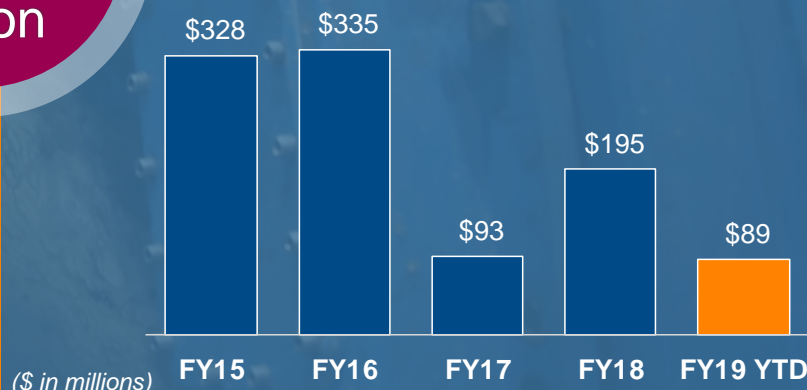
**\$0.9 Billion**  
Base Capital  
(Maintenance & Return  
Generating)



**\$500 Million**  
Strategic Capital

**Capital Investments**

**\$3.4 billion**



**Repurchases**

**\$1.0 billion**



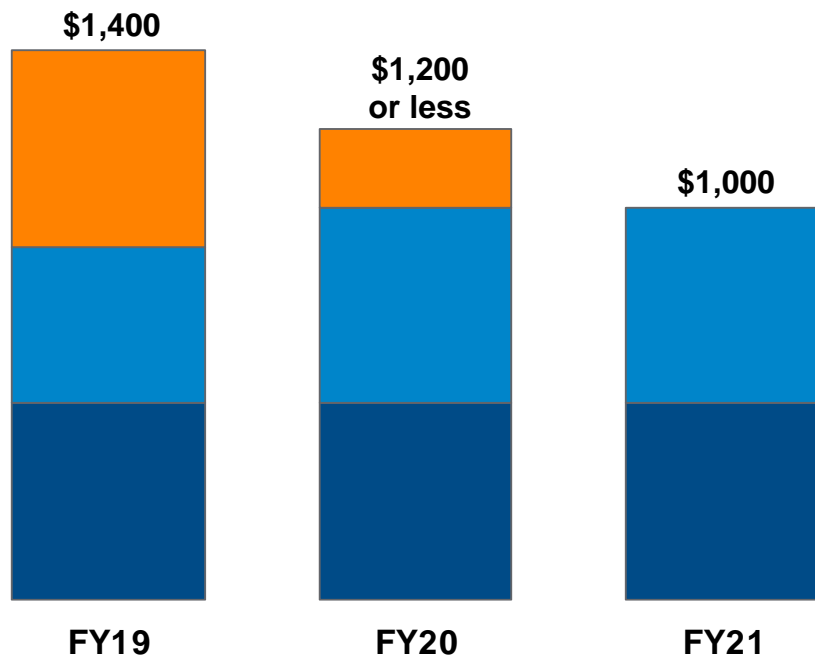
# Strategic Capital Projects

➤ Decrease in capital spending will help in debt paydown to reach target leverage of 2.25x – 2.50x

➤ \$1 billion of strategic investment expected to generate \$240 million in annualized EBITDA

(\$ in millions)

■ Maintenance ■ Return Generating ■ Strategic



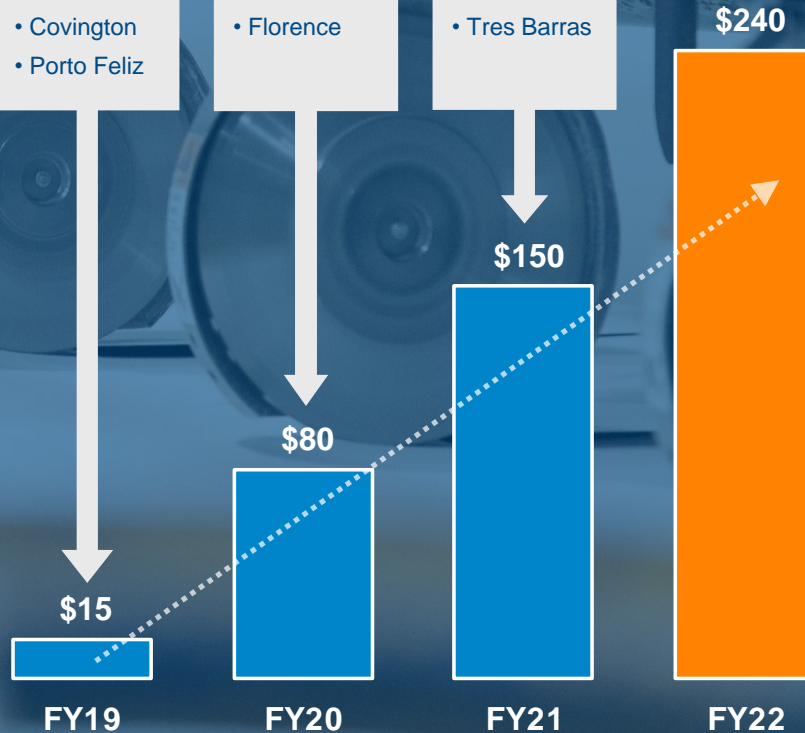
(\$ in millions)

## Anticipated Strategic Project Completion Timing:

• Mahrt  
• Covington  
• Porto Feliz

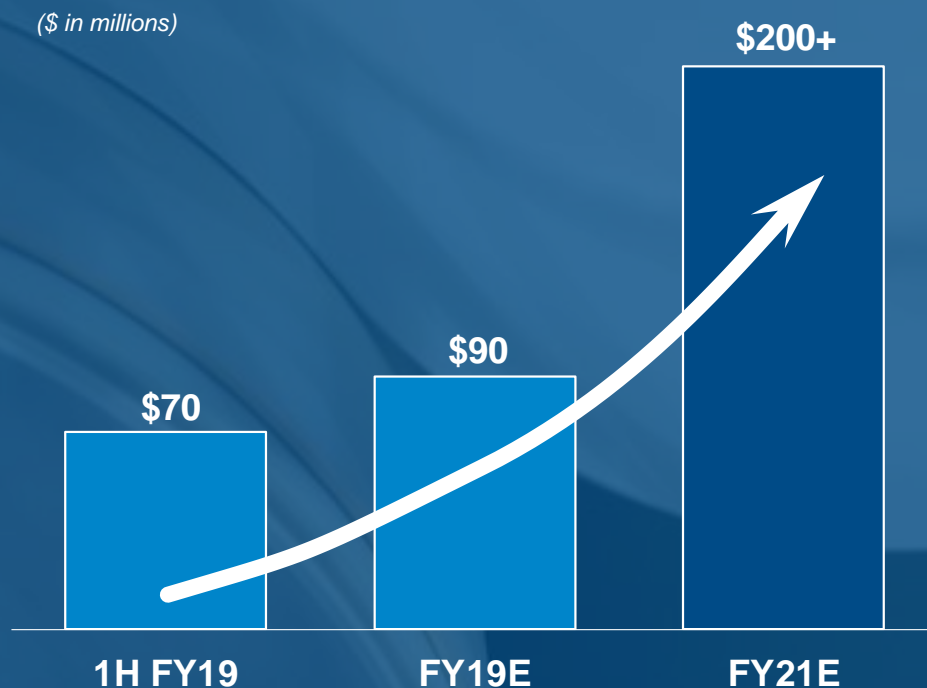
• Florence

• Tres Barras

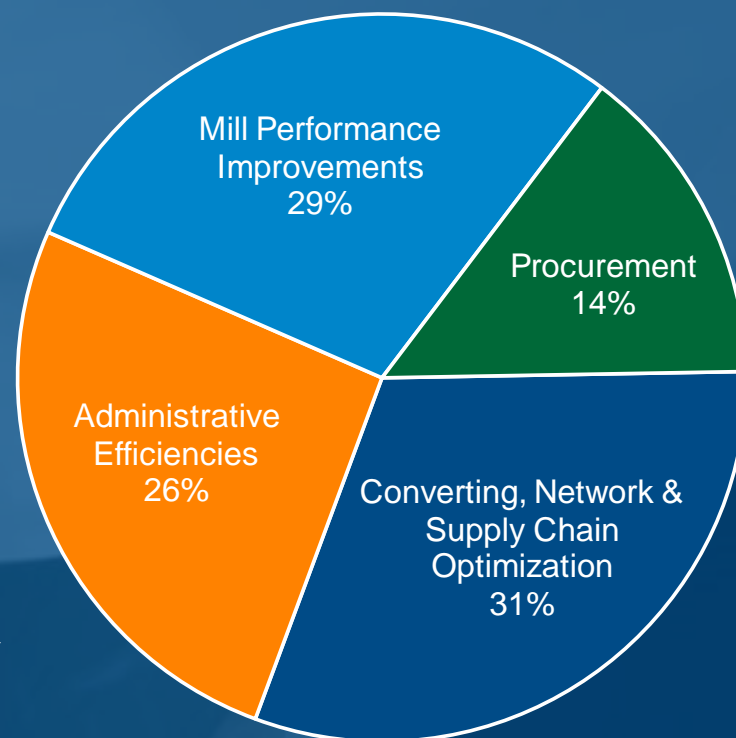


# Successfully Integrating KapStone

## KapStone Run-Rate Synergy Progression



## KapStone Synergy Allocations



**Expected to realize more than \$200 million in run-rate synergies by the end of FY21**

# Sustainability is the Fiber of our Company

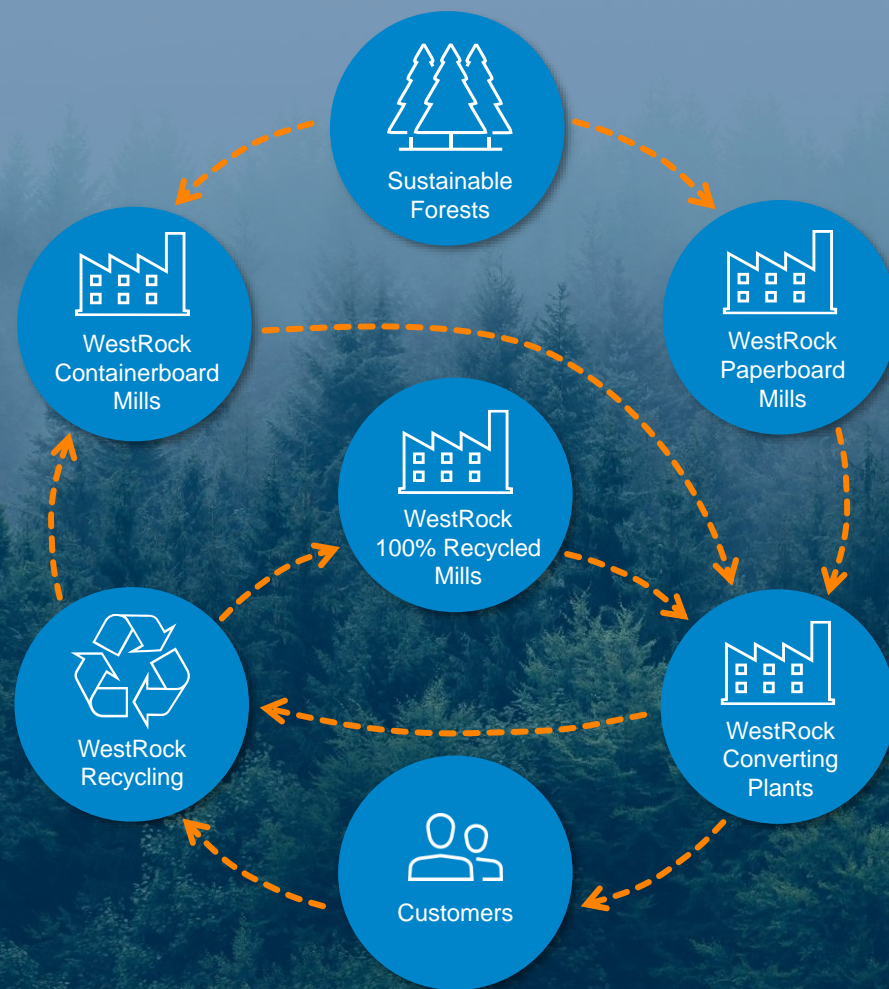
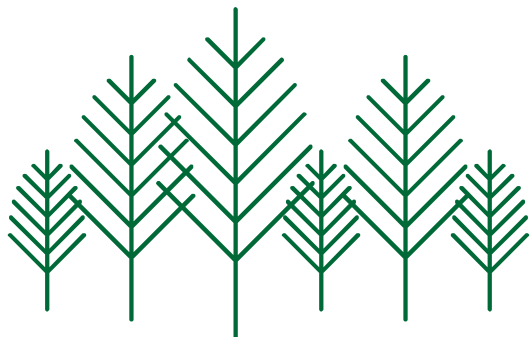
## A long-term strategy

Recovered 8 million tons of recycled fiber in 2018 that was turned into new paper products.

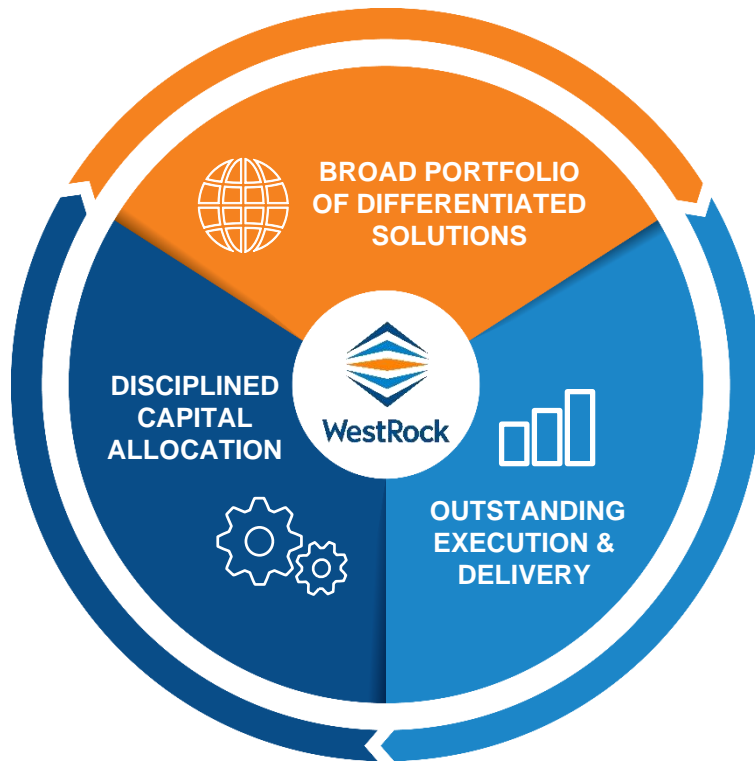
One of North America's largest recycling networks.

One of the largest chain-of-custody certified fiber procurement organizations in the industry.

Products are made with renewable and recyclable materials.



# WestRock Has a Proven Business Model with a Clear Path to Value Creation



We are building a leading paper and packaging company with the strategy and capabilities to generate attractive returns

- ✓ **Delivering** our broad portfolio of differentiated solutions to customers
- ✓ **Executing** on productivity opportunities and generating strong cash flow
- ✓ **Reinvesting** our cash flow back into the business and returning capital to stockholders



The background of the slide is a photograph of an industrial facility, likely a refinery or chemical plant. It features large storage tanks, pipes, and structural elements. Overlaid on this image is a semi-transparent blue layer. On the right side of this blue layer, there are several large, white, stylized chevron or arrow shapes pointing towards the left. The word "Appendix" is written in a bold, orange, sans-serif font on the left side of the blue overlay.

# Appendix

# Non-GAAP Financial Measures

## **Adjusted Earnings Per Diluted Share**

We use the non-GAAP financial measure “adjusted earnings per diluted share,” also referred to as “adjusted earnings per share” or “Adjusted EPS” because we believe this measure provides our board of directors, investors, potential investors, securities analysts and others with useful information to evaluate our performance since it excludes restructuring and other costs, net, and other specific items that we believe are not indicative of our ongoing operating results. Our management and board of directors use this information to evaluate our performance relative to other periods. We believe the most directly comparable GAAP measure is Earnings per diluted share.

## **Adjusted Operating Cash Flow**

We use the non-GAAP financial measure “adjusted operating cash flow” because we believe this measure provides our board of directors, investors, potential investors, securities analysts and others with useful information to evaluate our performance relative to other periods because it excludes restructuring and other costs, net of tax, that we believe are not indicative of our ongoing operating results. While this measure is similar to adjusted free cash flow, we believe it provides greater comparability across periods when capital expenditures are changing since it excludes an adjustment for capital expenditures. While this measure is similar to adjusted free cash flow, we believe it provides greater comparability across periods when capital expenditures are changing since it excludes an adjustment for capital expenditures. We believe the most directly comparable GAAP measure is net cash provided by operating activities.

## **Adjusted Segment EBITDA and Adjusted Segment EBITDA Margins**

We use the non-GAAP financial measures “adjusted segment EBITDA” and “adjusted segment EBITDA margins”, along with other factors, to evaluate our segment performance against our peers. We believe that investors also use these measures to evaluate our performance relative to our peers. We calculate adjusted segment EBITDA for each segment by adding that segment's adjusted segment income to its depreciation, depletion and amortization. We calculate adjusted segment EBITDA margin for each segment by dividing that segment's adjusted segment EBITDA by its adjusted segment sales.

## **Leverage Ratio and Net Leverage Ratio**

We use the non-GAAP financial measures “leverage ratio” and “net leverage ratio” as measurements of our operating performance and to compare to our publicly disclosed target leverage ratio. We believe investors use each measure to evaluate our available borrowing capacity – in the case of “net leverage ratio”, adjusted for cash and cash equivalents. We define leverage ratio as our Total Funded Debt divided by our Credit Agreement EBITDA, each of which term is defined in our credit agreement, dated July 1, 2015. Borrowing capacity under our credit agreement depends on, in addition to other measures, the Credit Agreement Debt/EBITDA ratio or the leverage ratio. As of March 31, 2019, our leverage ratio was 3.00 times. While the leverage ratio under our credit agreement determines the credit spread on our debt, we are not subject to a leverage ratio cap. Our credit agreement is subject to a Debt to Capitalization and Consolidated Interest Coverage Ratio, as defined therein. We define net leverage ratio as the product of our Total Funded Debt minus cash and cash equivalents divided by our Credit Agreement EBITDA. As of March 31, 2019, our net leverage ratio was 2.96 times.

## **Forward-looking Guidance**

We are not providing a reconciliation of forward-looking non-GAAP financial measures to the most directly comparable U.S. GAAP measure because we are unable to predict with reasonable certainty the ultimate outcome of certain significant items without unreasonable effort. These items include, but are not limited to, merger and acquisition-related expenses, restructuring expenses, asset impairments, litigation settlements, changes to contingent consideration and certain other gains or losses. These items are uncertain, depend on various factors, and could have a material impact on U.S. GAAP reported results for the guidance period.

## **Adjusted Tax Rate**

We use the non-GAAP financial measure “Adjusted Tax Rate”. We believe this non-GAAP financial measure is useful because it adjusts our GAAP effective tax rate to exclude the impact of restructuring and other costs, net, and other specific items that management believes are not indicative of the ongoing operating results of the business. “Adjusted Tax Rate” is calculated as “Adjusted Tax Expense” divided by “Adjusted Pre-Tax Income”. We believe that the most directly comparable GAAP measures to Adjusted Tax Expense and Adjusted Pre-Tax Income are “Income tax (expense) benefit” and “Income before income taxes”, respectively.

# FY19 Additional Guidance Assumptions

## Other Guidance Assumptions

Depreciation & Amortization	Approx. \$1.5 billion
Interest Expense	Approx. \$490 - \$500 million
Interest Income	Approx. \$50 - \$60 million
Effective Adjusted Book Tax Rate <sup>(1)</sup>	23.5% to 24%
Adjusted Cash Tax Rate <sup>(1)</sup>	Approx. 20%
Share Count	Approx. 260 million
Capital Expenditures	Approx. \$1.4 billion

## Mill Maintenance Schedule<sup>(2)</sup> *(tons in thousands)*

### North American Corrugated Packaging

	Q1	Q2	Q3	Q4	Full Year
FY19 Maintenance	50	99	104	34	287
FY18 Maintenance	73	35	125	0	233

### Consumer Packaging

	Q1	Q2	Q3	Q4	Full Year
FY19 Maintenance	17	42	43	1	103
FY18 Maintenance	28	11	8	0	47

# Key Commodity Annual Consumption Volumes

## Approx. Annual Consumption Volumes

Commodity Category	Volume
Recycled Fiber (tons millions)	5.3
Wood (tons millions)	43
Natural Gas (cubic feet billions)	83
Electricity (kwh billions)	6.7
Polyethylene (lbs millions)	52
Caustic Soda (tons thousands)	238
Starch (lbs millions)	576

## Sensitivity Analysis

Category	Increase in Spot Price	Approx. Annual EPS Impact
Recycled Fiber (tons millions)	+\$10.00 / ton	(\$0.16)
Natural Gas (cubic feet billions)	+\$0.25 / MMBTU	(\$0.06)
FX Translation Impact	+10% USD Appreciation	(\$0.07)



# FY12 Segment Sales and Adjusted Segment EBITDA

As reported in our FY12 10-K

## FY12

(\$ in millions, except percentages)

	Corrugated Packaging	Consumer Packaging	Recycling	Corporate / Other	Consolidated
Segment Sales	\$ 6,171.2	\$ 2,557.5	\$ 1,228.8	\$ (749.9)	\$ 9,207.6
Segment Income <sup>(1)</sup>	\$ 364.8	\$ 347.2	\$ 7.1	\$ -	\$ 719.1
Depreciation and Amortization	411.0	96.4	13.4	13.5	534.3
Plus: Matane Mill EBITDA <sup>(2)</sup>	6.5	-	-	-	6.5
Adjusted Segment EBITDA	<u>\$ 782.3</u>	<u>\$ 443.6</u>	<u>\$ 20.5</u>		
Adjusted Segment EBITDA Margins	<u>12.7%</u>	<u>17.3%</u>	<u>1.7%</u>		

# Adjusted Segment Sales, Adjusted Segment EBITDA and Adjusted Segment Income

## Full Year FY18

(\$ in millions, except percentages)

	Corrugated Packaging	Consumer Packaging	Land and Development	Corporate / Eliminations	Consolidated
Segment / Net Sales	\$ 9,693.0	\$ 6,617.5	\$ 142.4	\$ (167.8)	\$ 16,285.1
Less: Recycling Sales	(461.6)	-	-	23.9	(437.7)
	9,231.4	6,617.5	142.4	(143.9)	15,847.4
Less: Trade Sales	(385.8)	-	-	-	(385.8)
Adjusted Segment Sales	<u>\$ 8,845.6</u>	<u>\$ 6,617.5</u>	<u>\$ 142.4</u>	<u>\$ (143.9)</u>	<u>\$ 15,461.6</u>
Segment Income	\$ 1,240.0	\$ 445.1	\$ 22.5	\$ -	\$ 1,707.6
Non-allocated Expenses	-	-	-	(70.1)	(70.1)
Depreciation and Amortization	700.5	546.5	0.7	4.5	1,252.2
Segment EBITDA	1,940.5	991.6	23.2	(65.6)	2,889.7
Adjustments	16.6	(14.5)	(23.2)	3.6	(17.5)
Adjusted Segment EBITDA	<u>\$ 1,957.1</u>	<u>\$ 977.1</u>	<u>\$ -</u>	<u>\$ (62.0)</u>	<u>\$ 2,872.2</u>
Segment EBITDA Margins	<u>20.0%</u>	<u>15.0%</u>			<u>17.7%</u>
Adjusted Segment EBITDA Margins	<u>22.1%</u>	<u>14.8%</u>			<u>18.1%</u>
Segment Income	\$ 1,240.0	\$ 445.1	\$ 22.5	\$ -	\$ 1,707.6
Non-allocated Expenses	-	-	-	(70.1)	(70.1)
Adjustments, including D&A Adjustments	43.9	(14.0)	(22.5)	3.6	11.0
Adjusted Segment Income	<u>\$ 1,283.9</u>	<u>\$ 431.1</u>	<u>\$ -</u>	<u>\$ (66.5)</u>	<u>\$ 1,648.5</u>

# Adjusted Segment Sales, Adjusted Segment EBITDA and Adjusted Segment Income

## Full Year FY17

(\$ in millions, except percentages)

	Corrugated Packaging	Consumer Packaging	Land and Development	Corporate / Eliminations	Consolidated
Segment / Net Sales	\$ 9,084.8	\$ 5,698.3	\$ 243.8	\$ (167.2)	\$ 14,859.7
Less: Recycling Sales	(546.2)	-	-	11.3	(534.9)
	8,538.6	5,698.3	243.8	(155.9)	14,324.8
Less: Trade Sales	(318.2)	-	-	-	(318.2)
Adjusted Segment Sales	<u>\$ 8,220.4</u>	<u>\$ 5,698.3</u>	<u>\$ 243.8</u>	<u>\$ (155.9)</u>	<u>\$ 14,006.6</u>
Segment Income	\$ 818.0	\$ 385.7	\$ 13.8	\$ -	\$ 1,217.5
Non-allocated Expenses	-	-	-	(67.5)	(67.5)
Depreciation and Amortization	622.1	484.9	0.7	4.4	1,112.1
Segment EBITDA	1,440.1	870.6	14.5	(63.1)	2,262.1
Adjustments	12.7	30.7	(14.5)	8.1	37.0
Adjusted Segment EBITDA	<u>\$ 1,452.8</u>	<u>\$ 901.3</u>	<u>\$ -</u>	<u>\$ (55.0)</u>	<u>\$ 2,299.1</u>
Segment EBITDA Margins	<u>15.9%</u>	<u>15.3%</u>			<u>15.2%</u>
Adjusted Segment EBITDA Margins	<u>17.7%</u>	<u>15.8%</u>			<u>16.0%</u>
Segment Income	\$ 818.0	\$ 385.7	\$ 13.8	\$ -	\$ 1,217.5
Non-allocated Expenses	-	-	-	(67.5)	(67.5)
Adjustments, including D&A Adjustments	13.4	31.3	(13.8)	8.1	39.0
Adjusted Segment Income	<u>\$ 831.4</u>	<u>\$ 417.0</u>	<u>\$ -</u>	<u>\$ (59.4)</u>	<u>\$ 1,189.0</u>

# Corrugated Packaging Adjusted Segment EBITDA

(\$ in millions, except percentages)	Full Year FY18			
	North American Corrugated	Brazil Corrugated	Other <sup>(1)</sup>	Corrugated Packaging
Segment Sales	\$ 8,714.9	\$ 439.5	\$ 538.6	\$ 9,693.0
Less: Recycling Sales	-	-	(461.6)	(461.6)
	8,714.9	439.5	77.0	9,231.4
Less: Trade Sales	(385.8)	-	-	(385.8)
Adjusted Segment Sales	<u>\$ 8,329.1</u>	<u>\$ 439.5</u>	<u>\$ 77.0</u>	<u>\$ 8,845.6</u>
Segment Income	\$ 1,179.5	\$ 54.2	\$ 6.3	\$ 1,240.0
Depreciation and Amortization	625.6	63.5	11.4	700.5
Segment EBITDA	1,805.1	117.7	17.7	1,940.5
Adjustments	14.0	2.7	(0.1)	16.6
Adjusted Segment EBITDA	<u>\$ 1,819.1</u>	<u>\$ 120.4</u>	<u>\$ 17.6</u>	<u>\$ 1,957.1</u>
Segment EBITDA Margins	<u>20.7%</u>	<u>26.8%</u>		<u>20.0%</u>
Adj. Segment EBITDA Margins	<u>21.8%</u>	<u>27.4%</u>		<u>22.1%</u>



# Corrugated Packaging Adjusted Segment EBITDA

(\$ in millions, except percentages)	Full Year FY17			
	North American Corrugated	Brazil Corrugated	Other <sup>(1)</sup>	Corrugated Packaging
Segment Sales	\$ 8,037.9	\$ 433.9	\$ 613.0	\$ 9,084.8
Less: Recycling Sales	-	-	(546.2)	(546.2)
	8,037.9	433.9	66.8	8,538.6
Less: Trade Sales	(318.2)	-	-	(318.2)
Adjusted Segment Sales	<u>\$ 7,719.7</u>	<u>\$ 433.9</u>	<u>\$ 66.8</u>	<u>\$ 8,220.4</u>
Segment Income	\$ 768.1	\$ 34.3	\$ 15.6	\$ 818.0
Depreciation and Amortization	551.4	60.1	10.6	622.1
Segment EBITDA	1,319.5	94.4	26.2	1,440.1
Adjustments	12.8	-	(0.1)	12.7
Adjusted Segment EBITDA	<u>\$ 1,332.3</u>	<u>\$ 94.4</u>	<u>\$ 26.1</u>	<u>\$ 1,452.8</u>
Segment EBITDA Margins	<u>16.4%</u>	<u>21.8%</u>		<u>15.9%</u>
Adj. Segment EBITDA Margins	<u>17.3%</u>	<u>21.8%</u>		<u>17.7%</u>

# LTM Credit Agreement EBITDA

(\$ in millions)	LTM 3/31/2019
Net Income Attributable to Common Stockholders	\$ 847.3
Interest Expense, Net	352.7
Income Tax Expense	289.8
Depreciation and Amortization	1,372.5
Additional Permitted Charges and Acquisition EBITDA <sup>(1)</sup>	639.8
<b>Credit Agreement EBITDA</b>	<b>\$ 3,502.1</b>

## Total Debt, Funded Debt and Leverage Ratio

(\$ in millions, except ratios)	Q2 FY19
Current Portion of Debt	\$ 1,422.4
Long-Term Debt Due After One Year	9,373.1
Total Debt	10,795.5
Less: FV Step Up and Deferred Financing Fees	(208.0)
Other Adjustments to Funded Debt	(82.8)
<b>Total Funded Debt</b>	<b>\$ 10,504.7</b>
LTM Credit Agreement EBITDA	\$ 3,502.1
<b>Leverage Ratio</b>	<b>3.00x</b>
Total Funded Debt	\$ 10,504.7
Less: Cash and Cash Equivalents	(154.2)
<b>Adjusted Total Funded Debt</b>	<b>\$ 10,350.5</b>
<b>Net Leverage Ratio</b>	<b>2.96x</b>

