WESTROCK
Q1 FY22 RESULTS

FEBRUARY 3, 2022

FORWARD LOOKING STATEMENTS; NON-GAAP FINANCIAL MEASURES

FORWARD LOOKING STATEMENTS:

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 “Deliberate Actions for Margin Expansion and Growth”, “Capital Allocation”, “Q2 FY22 Guidance”, “Proven Track Record of Growth”, “Adjusted Free Cash Flow”, “Additional Guidance” and “Key Commodity Annual Consumption Volumes” that give guidance or estimates for future periods, as well as statements regarding, among other things, (i) that new segments will provide greater transparency around our margin structure both today and as we transform into the company of tomorrow; (ii) that the Company will invest in our business through high-return, organic projects; (iii) that the Company will opportunistically and aggressively repurchase shares; (iv) that the Company will maintain its target leverage ratio; (v) that the Corrugated Packaging Adjusted EBITDA FY22 margin is expected at or above last year; (vi) that beauty, personal care, and spirits demand recovering as economy reopens, (vii) that we expect FY22 to be 7th consecutive year of Adjusted Free Cash Flow greater than $1 billion; (viii) that the Company continues to expect strong cash flows in FY22; (ix) that the Company is positioned for continued sales, earnings and free cash flow growth; and (x) that pricing flow through is expected to outpace inflation for FY22

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 risks that would affect any such forward-looking statements, including, among others, developments related to the COVID-19 pandemic, including the severity, magnitude and duration of the pandemic, negative global economic conditions arising from the pandemic, impacts of governments’ responses to the pandemic on our operations and the operations of our customers, impacts of the pandemic on commercial activity, our customers and consumer preferences and demand, supply chain disruptions, and disruptions in the credit or financial markets; decreases in demand for their products; increases in energy, raw materials, shipping and capital equipment costs; reduced supply of raw materials; adverse legal, reputational and financial effects on us resulting from last year’s ransomware incident or additional cyber incidents; 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; risks associated with completing our strategic capital projects on the anticipated timelines and realizing our anticipated EBITDA improvements; benefits that we expect to realize from actions that we are taking and plan to take in response to COVID-19; 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, 2021. 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.

NON-GAAP FINANCIAL MEASURES:

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.

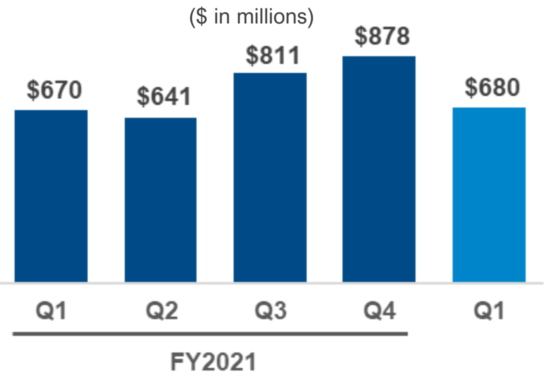
We may from time to time be in possession of certain information regarding the Company that applicable law would not require us to disclose to the public in the ordinary course of business, but would require us to disclose if we were engaged in the purchase or sale of our securities. This presentation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

Q1 FY22 KEY HIGHLIGHTS

- Sales and earnings growth in Q1 FY22
  - Net sales of $5.0 billion, up 12.5% year-over-year
  - Consolidated Adjusted EBITDA[1] of $680 million, up 1.6% year-over-year
  - Consolidated Adjusted EBITDA margin[1] of 13.7%, down 150 basis points year-over-year
  - Adjusted EPS[1] of $0.65 per share, up 6.6% year-over-year
  - Generated $84 million of Adjusted Free Cash Flow[1]
- Packaging sales[2] increased 10% and Papers sales increase 24% year-over-year driven by successful implementation of price increases and solid demand
- Cost inflation and supply chain disruptions negatively impacted earnings
- Within target leverage ratio[1] and repurchased $100 million of stock

STRONG EARNINGS GROWTH IN DYNAMIC ENVIRONMENT

CONSOLIDATED ADJUSTED EBITDA[1]



CONSOLIDATED ADJUSTED EBITDA MARGINS[1]

	Q1 FY22 MARGIN	VS. Q4 FY21	VS. Q1 FY21
Corrugated Packaging[3]	13.5%	-370bps	-460bps
Consumer Packaging	14.9%	-220bps	-160bps
Global Paper	17.2%	-380bps	+330bps
Distribution	2.0%	-470bps	-340bps
WestRock[4]	13.7%	-350bps	-150bps

1) Non-GAAP Financial Measure. See Non-GAAP Financial Measures in the Appendix
2) Corrugated Packaging segment sales (excluding white top trade sales) and Consumer Packaging segment sales
3) Adjusted EBITDA margin (excluding white top trade sales)
4) Consolidated Adjusted EBITDA margins.

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REVISED SEGMENT REPORTING

REPORTING WITH NEW SEGMENTS

CORRUGATED PACKAGING	CONSUMER PACKAGING	GLOBAL PAPER	DISTRIBUTION
INTEGRATED CORRUGATED CONTAINERS AND OTHER CORRUGATED PRODUCTS	INTEGRATED CONSUMER PACKAGING PRODUCTS SUCH AS FOLDING CARTONS AND INTERIOR PARTITIONS	CONTAINERBOARD AND PAPERBOARD TO EXTERNAL CUSTOMERS	DISTRIBUTION OF PACKAGING PRODUCTS

NEW SEGMENTS WILL PROVIDE GREATER TRANSPARENCY AROUND OUR MARGIN STRUCTURE BOTH TODAY AND AS WE TRANSFORM INTO THE COMPANY OF TOMORROW

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OUR PATH FORWARD

TRANSFORMATION AGENDA

DESIGNED TO IMPROVE OUR OVERALL ROIC

GROWTH

MARGIN IMPROVEMENT

DISCIPLINED USE OF CAPITAL

IMPROVING OPERATIONAL EFFECTIVENESS

INVESTING IN OUR BUSINESS

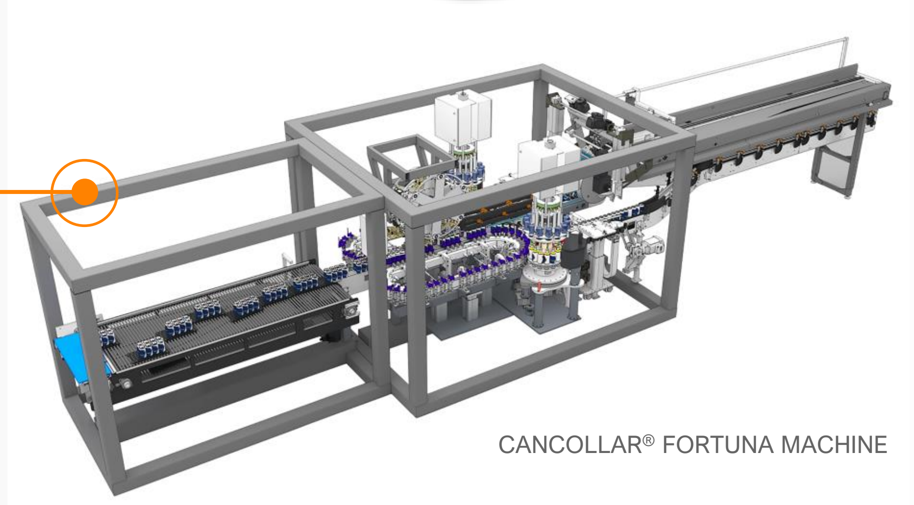
FOCUSING ON PRODUCTIVITY + EFFICIENCY

ABI MEXICO | GRUPO MODELO
FOR A CIRCULAR FUTURE

CANCOLLAR® ECO packaging enabled by WestRock's **CANCOLLAR® FORTUNA** automation technology, **eliminating over 100 tons of plastic waste.**

Designed for mid- and high-speed can lines, **FORTUNA™** is the fastest automation option on the market, enabling CanCollar® speeds up to 600 packs per minute!

CANCOLLAR® ECO



CANCOLLAR® FORTUNA MACHINE

WestRock

DELIBERATE ACTIONS FOR MARGIN EXPANSION AND GROWTH

Current EBITDA Margins

Leverage the WestRock Enterprise

- Process standardization
- Shared services
- Consolidation & spend optimization

Operational Productivity and Simplification

- Reliability- planned and unplanned downtime
- Hidden factory
- Digital/Automation

One Supply Chain

- Direct and indirect purchases
- Planning tool integration
- Analytics/Predictive tools capabilities

Commercial Excellence

- Streamlined customer service
- Focus on higher margin segments with complete solutions
- Capture margin opportunities with better tools and analytics

Portfolio Actions

- Optimize around core businesses
- ROIC focused decision making

Future EBITDA Margin Opportunity

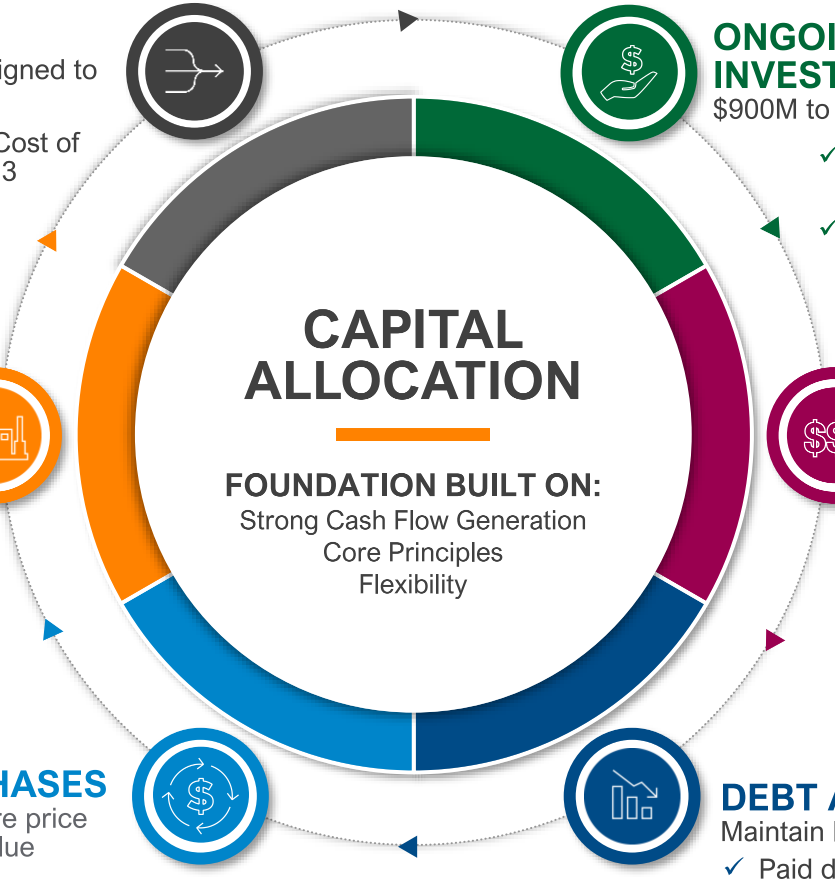
CAPITAL ALLOCATION

FY22E FREE CASH FLOW OF >$1.3 BILLION

M&A
- ✓ Bolt-on focus aligned to strategy
- ✓ Returns above Cost of Capital by Year 3

ONGOING CAPITAL INVESTMENT
$900M to $1B invested per year
- ✓ $818 million in Capital Investments over last 12 months(1)
- ✓ FY22 CAPEX Guidance of $900 million to $1 billion

STRATEGIC CAPITAL INVESTMENTS
Improve competitive position and supports organic growth in attractive end markets
- ✓ Completed Florence and Tres Barras projects
- ✓ Announced new corrugated box plant in Longview Washington



DIVIDEND
Sustainable and growing dividend
- ✓ Raised dividend 25% since February including October announced increase

SHARE REPURCHASES
Opportunistic when share price trades below intrinsic value
- ✓ Up to $500 million of stock repurchase over the next several months

DEBT AND LEVERAGE
Maintain leverage target ratio(2) of 2.25 to 2.5X
- ✓ Paid down $1.3 billion of adjusted net debt in FY21(2)
- ✓ Net leverage of 2.40 times(2)

RECENT DEPLOYMENT OF CAPITAL
- Repurchased 2.1 million shares totaling $100 million in Q1 FY22
- Announced Longview box plant investment

NEAR TERM CAPITAL DEPLOYMENT PRIORITIES
- Invest in our business through high-return, organic projects
- Opportunistically and aggressively repurchase shares
- Maintain target leverage ratio

COMPLETED FIRST PHASE OF STRATEGIC REVIEW
- More details around strategic review at Investor Day

1) TTM as of December 31, 2021
2) Non-GAAP Financial Measure. See Non-GAAP Financial Measures in the Appendix.

OUR PATH FORWARD

TRANSFORMATION AGENDA

DESIGNED TO IMPROVE OUR OVERALL ROIC

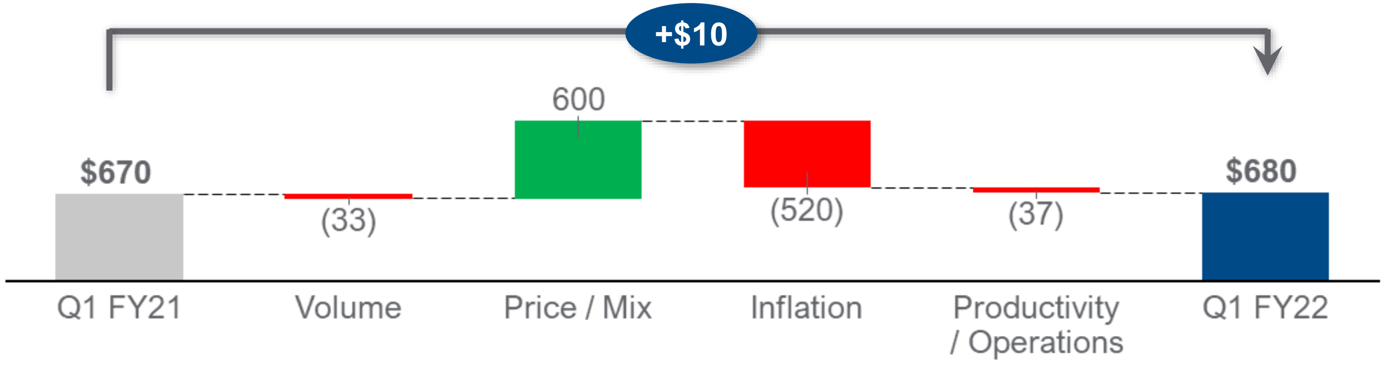
- GROWTH
- MARGIN IMPROVEMENT
  - IMPROVING OPERATIONAL EFFECTIVENESS
  - INVESTING IN OUR BUSINESS
  - FOCUSING ON PRODUCTIVITY + EFFICIENCY
- DISCIPLINED USE OF CAPITAL

ALEX PEASE
CHIEF FINANCIAL OFFICER

Q1 FY22 WESTROCK RESULTS

$ IN MILLIONS, EXCEPT PER SHARE ITEMS	FIRST QUARTER FY22	FIRST QUARTER FY21
Net Sales	$4,952	$4,402
Consolidated Adjusted EBITDA[(1)]	$680	$670
% Margin[(1)]	13.7%	15.2%
Capital Expenditures	$173	$171
Adjusted Free Cash Flow[(1)]	$84	$562
Adjusted Earnings Per Diluted Share[(1)]	$0.65	$0.61

CONSOLIDATED ADJUSTED EBITDA ($ IN MILLIONS)[(1)]



Q1 YEAR-OVER-YEAR HIGHLIGHTS

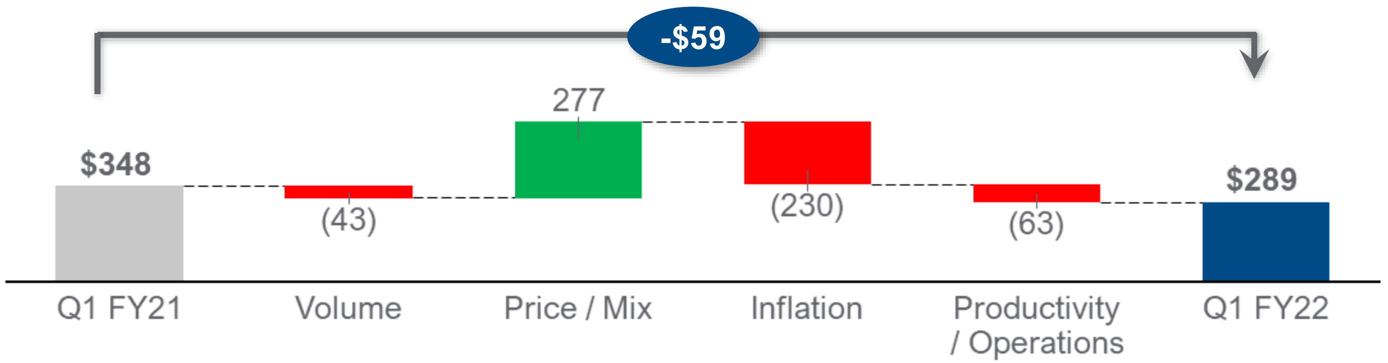
- Net sales up 12.5% in the quarter
- Pricing realization exceeded cost inflation
- Higher inflation led by recycled fiber, energy, virgin fiber and freight costs
- Repurchased $100 million in stock in Q1 FY22
- Leverage remains within targeted levels
- Largest scheduled maintenance quarter in company's history; partially drove year-over-year margin compression
- Free Cash Flow primarily impacted by reversal of one-time COVID related benefits

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

Q1 FY22 CORRUGATED PACKAGING RESULTS

$ IN MILLIONS, EXCEPT PER SHARE ITEMS	FIRST QUARTER FY22	FIRST QUARTER FY21
Segment Sales(1)	$2,144	$1,923
Adjusted EBITDA(2)	$289	$348
% Margin(1) (2)	13.5%	18.1%

ADJUSTED EBITDA ($ IN MILLIONS)(2)



Q1 YEAR-OVER-YEAR HIGHLIGHTS

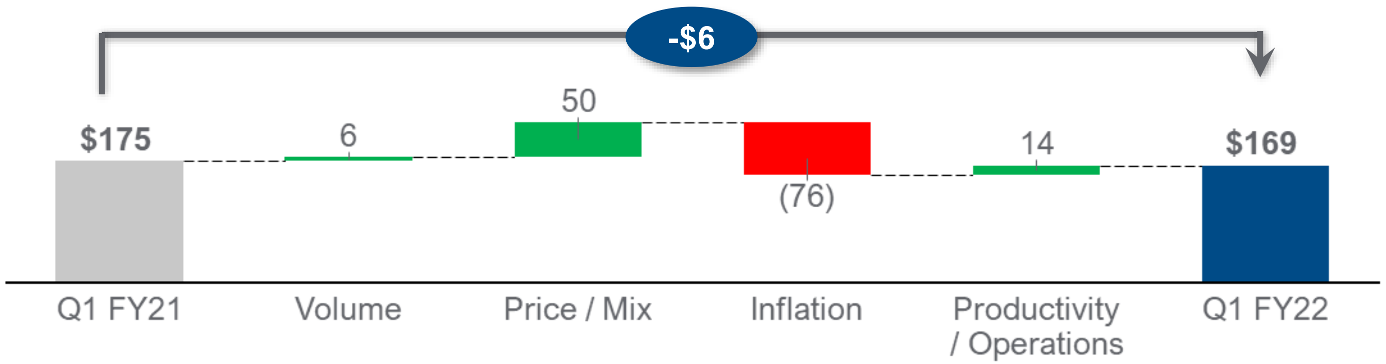
- Segment sales up 11.5% in the quarter driven by strong price/mix
- Volumes impacted by lower shipments year-over-year due to supply chain and labor challenges
- Higher inflation led by freight, energy, chemical and labor costs
- Productivity negatively impacted by COVID-related absenteeism, supply chain constraints and highest level of scheduled maintenance in the Company's history
- FY22 Adjusted EBITDA margin(2) expected at or above last year

1) Excludes white top trade sales
2) Non-GAAP Financial Measure. See Non-GAAP Financial Measures and Reconciliations in the Appendix.

Q1 FY22 CONSUMER PACKAGING RESULTS

$ IN MILLIONS, EXCEPT PER SHARE ITEMS	FIRST QUARTER FY22	FIRST QUARTER FY21
Segment Sales	$1,139	$1,063
Adjusted EBITDA[(1)]	$169	$175
% Margin[(1)]	14.9%	16.5%

ADJUSTED EBITDA ($ IN MILLIONS)[(1)]



Q1 YEAR-OVER-YEAR HIGHLIGHTS

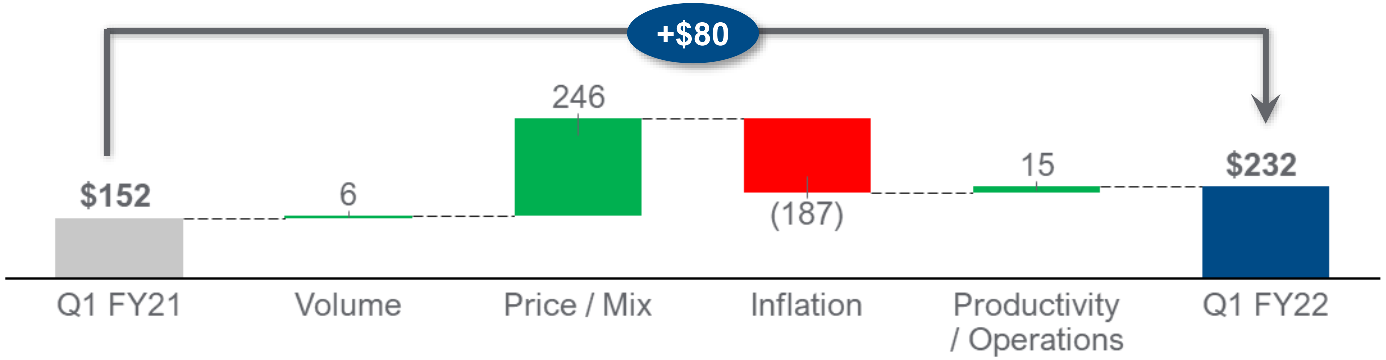
- Segment sales up 7.2% in the quarter driven by strong price mix and slightly higher volumes
- Higher inflation led by freight, energy, chemical and labor costs
- CPG sales remain solid
- Beverage and hard seltzer sales decelerated; Out-of-stock challenges remain
- Beauty, personal care, and spirits demand recovering as economy reopens

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

Q1 FY22 GLOBAL PAPER RESULTS

$ IN MILLIONS, EXCEPT PER SHARE ITEMS	FIRST QUARTER FY22	FIRST QUARTER FY21
Segment Sales	$1,353	$1,091
Adjusted EBITDA[(1)]	$232	$152
% Margin[(1)]	17.2%	13.9%

ADJUSTED EBITDA ($ IN MILLIONS)[(1)]



Q1 YEAR-OVER-YEAR HIGHLIGHTS

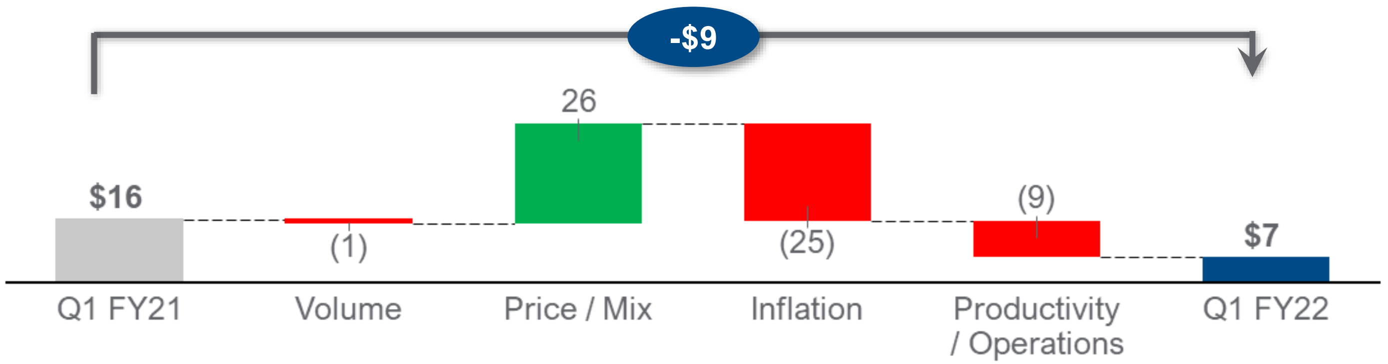
- Segment sales up 24.0% in the quarter
- Pricing realization exceeded cost inflation
- Strong performance in key strategic markets including kraft paper and other specialty grades
- Market demand growing
- Flexibility enables us to navigate supply/demand dynamics

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

Q1 FY22 DISTRIBUTION RESULTS

$ IN MILLIONS, EXCEPT PER SHARE ITEMS	FIRST QUARTER FY22	FY21
Segment Sales	$325	$304
Adjusted EBITDA(1)	$7	$16
% Margin(1)	2.0%	5.4%

ADJUSTED EBITDA ($ IN MILLIONS)(1)



Q1 YEAR-OVER-YEAR HIGHLIGHTS

- Segment sales up 6% in the quarter
- Demand remains strong, outpacing supply
- Profitability impacted by our suppliers' continued headwinds and one-time non-recurring cost issues
- Multiple initiatives underway focused on productivity and commercial excellence

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

Q1 FY22 FREE CASH FLOW

- **Q1 Adjusted Free Cash Flow of $84 million[(1)]**
- **Year-Over-Year comparison was negatively impacted by:**
  - Payment of short-term incentive compensation in cash vs. stock
  - Short-term compensation higher following strong FY21
  - 401K match returned to cash payments in FY22
  - First payment of the deferred payroll tax associated with the CARES Act
- **Expect FY22 to be 7th consecutive year of Adjusted Free Cash Flow greater than $1 billion [(1)]**

CONTINUE TO EXPECT STRONG CASH FLOWS IN FY22

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

Q2 FY22 GUIDANCE

$780 - $830 MILLION

Q2 FY22 CONSOLIDATED ADJUSTED EBITDA[(1)]

$0.94 - $1.08 PER SHARE

Q2 FY22 ADJUSTED EPS[(1)]

Q2 FY22 SEQUENTIAL GUIDANCE DETAILS

- Flow through of previously published price increases across containerboard, kraft paper, SBS, CNK, CRB and URB; price realization greater than inflation
- Roughly flat costs quarter over quarter as improvements in energy and OCC offset by higher freight, wage and other expenses
- Approximately 128K tons of maintenance downtime; still at elevated maintenance levels

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

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STRONG DEMAND FOR FIBER-BASED PAPER AND PACKAGING

PORTFOLIO UNIQUELY POSITIONED TO MEET CUSTOMER NEEDS

MULTIPLE MARGIN EXPANSION OPPORTUNITIES

STRONG CASH FLOW AND BALANCE SHEET

DISCIPLINED AND BALANCED CAPITAL ALLOCATION

CREATING VALUE

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APPENDIX

19

PROVEN TRACK RECORD OF GROWTH

($ IN BILLIONS EXCEPT EPS)	FY16	FY21	CAGR	FY22E
Net Sales[1]	$14.2	$18.7	6%	$20.0 to $21.0
Consolidated Adjusted EBITDA[2]	$2.3	$3.0	6%	$3.3 to $3.7
Consolidated Adjusted EBITDA Margin[1][2]	16%	16%		16.5% to 17.5%
Adjusted EPS[2]	$2.52	$3.39	6%	$4.00 to $5.10
Adjusted Free Cash Flow[2]	$1.0	$1.5	8%	>$1.3
Net Leverage Ratio[2]	2.2x	2.38x		Within Targeted Range

POSITIONED FOR CONTINUED SALES, EARNINGS AND FREE CASH FLOW GROWTH

RESILIENT BUSINESS MODEL

- Broadest portfolio of paper and packaging solutions
- Attractive margins
- Consistent cash flow
- Strong balance sheet

1) As reported: Including recycling sales in FY16.
2) Non-GAAP Financial Measure. See Non-GAAP Financial Measures in the Appendix

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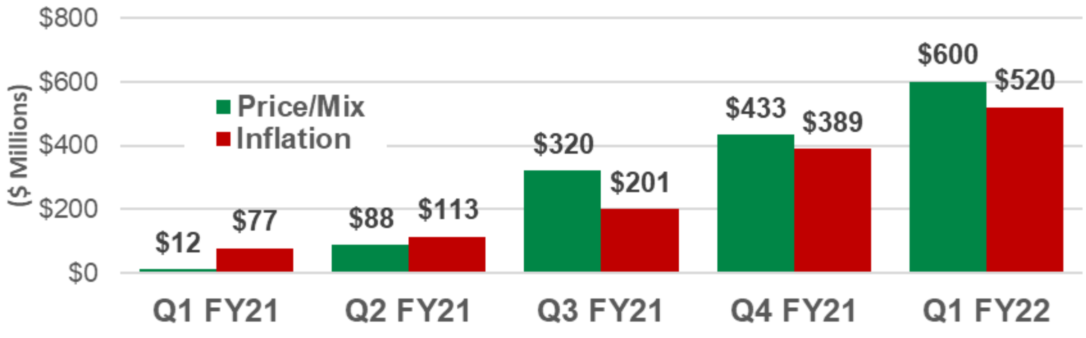
Q1 YEAR OVER YEAR BRIDGES

CONSOLIDATED ADJUSTED EBITDA[1] ($ IN MILLIONS)

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

PRICING AND MIX MANAGEMENT OUTPACING INFLATION YEAR-OVER-YEAR

YEAR-OVER-YEAR PRICE/MIX AND INFLATION



HIGHLIGHTS

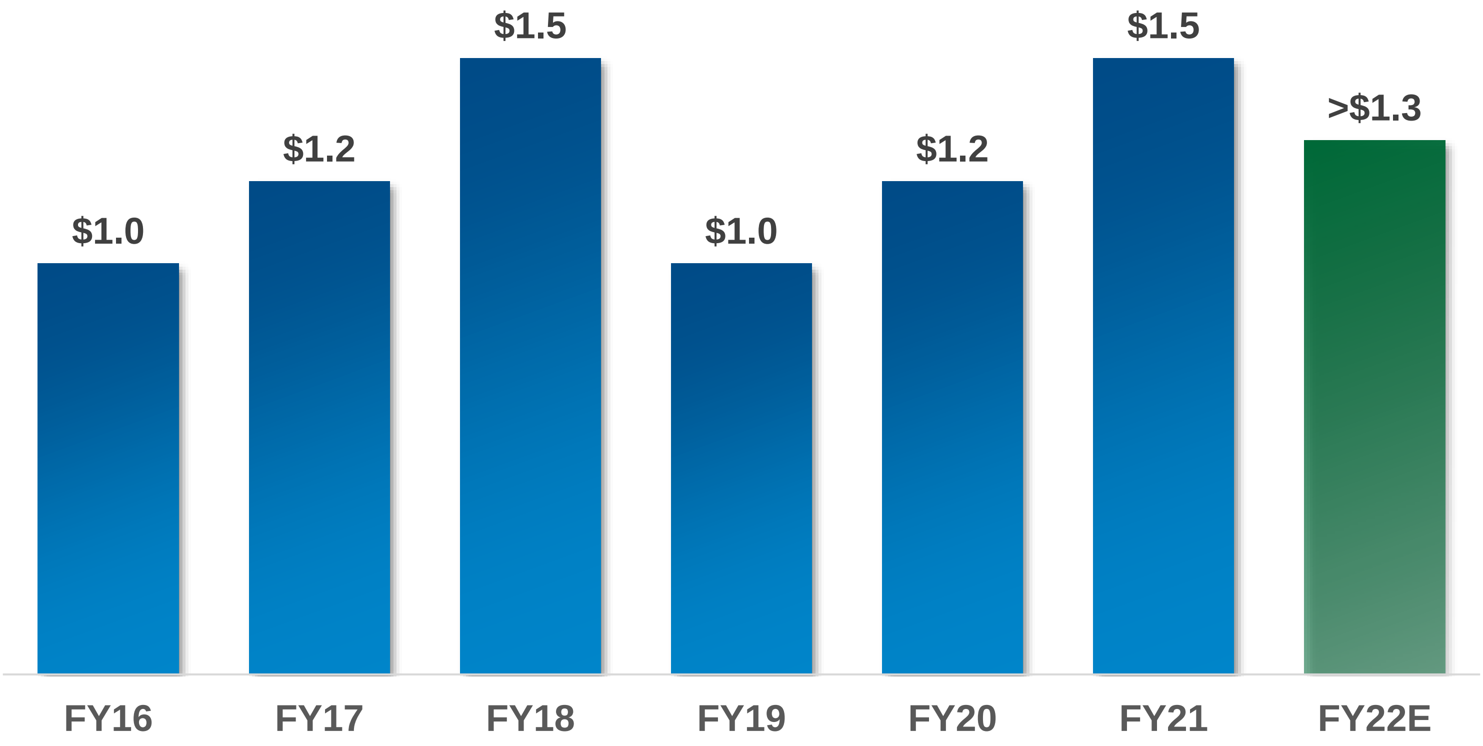
- Q1 FY22 price/mix realization of $600 million year/year; $80 million in excess of inflation
- Published price increases since Q4 FY20[1]:
  - ✓ +$160/ton North America Containerboard
  - ✓ +$250/ton CNK
  - ✓ +$300/ton SBS folding carton grades
  - ✓ +$300/ton SBS plate and cup stock grades
  - ✓ +$270/ton CRB
- Guidance reflects flow through of published price increases in kraft paper; higher export containerboard prices
- Key inflation drivers include fiber, freight, energy, and chemicals

PRICING FLOW THROUGH EXPECTED TO OUTPACE INFLATION FOR FY22

1) As of October 15, 2021

ADJUSTED FREE CASH FLOW

ADJUSTED FREE CASH FLOW(1)
($ IN BILLIONS)



STRONG FREE CASH FLOW

- FY22 Adjusted Free Cash Flow expected to be >$1.3 billion(1)
- FY22 expected to be 7th straight year with Adjusted Free Cash Flow above $1 billion(1)
- Strong balance sheet with leverage within target of 2.25x to 2.50x

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

ADDITIONAL GUIDANCE

FY22 GUIDANCE

FY22 GUIDANCE	Q2 FY22	FULL YEAR
Depreciation & Amortization	Approx. $365 million	Approx. $1.48 billion
Net Interest Expense and Interest Income	Approx. $85 million	Approx. $350 million
Effective Adjusted Book Tax Rate[(1)]	23% - 25%	Approx. 25%
Adjusted Cash Tax Rate[(1)]		Approx. 25%
Share Count	Approx. 267 million	Approx. 270 million

MILL DOWNTIME SCHEDULE *(TONS IN THOUSANDS)*

MAINTENANCE

	Q1	Q2	Q3	Q4	Full Year
FY22 Maintenance	192	128	58	12	**390**
FY21 Maintenance	105	65	119	12	**301**
FY20 Maintenance	146	105	21	102	**374**

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

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KEY COMMODITY ANNUAL CONSUMPTION VOLUMES

KEY COMMODITY ANNUAL CONSUMPTION VOLUMES

APPROX. FY22 ANNUAL CONSUMPTION VOLUMES

Commodity Category	Volume
Recycled Fiber (tons millions)	5.6
Wood (tons millions)	36
Natural Gas (MMBTU)	91
Electricity (kwh billions)	6.1
Polyethylene (lbs millions)	37
Caustic Soda (tons thousands)	245
Starch (lbs millions)	600

SENSITIVITY ANALYSIS

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

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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 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 AND ADJUSTED FREE CASH FLOW

We use the non-GAAP financial measures “adjusted operating cash flow” and “adjusted free cash flow” because we believe these measures provide our board of directors, investors, potential investors, securities analysts and others with useful information to evaluate our performance relative to other periods because they exclude certain cash restructuring and other costs, net of tax that we believe are not indicative of our ongoing operating results. We believe adjusted free cash flow provides greater comparability across periods by excluding capital expenditures. We believe the most directly comparable GAAP measure is net cash provided by operating activities.

CONSOLIDATED ADJUSTED EBITDA AND CONSOLIDATED ADJUSTED EBITDA MARGINS

We use the non-GAAP financial measures “Consolidated Adjusted EBITDA” and “Consolidated Adjusted EBITDA margins”, along with other factors, to evaluate our performance against our peers. We believe that board of directors, investors, potential investors, securities analysts and others use these measures to evaluate our performance relative to our peers. Management believes that the most directly comparable GAAP measure to “Consolidated Adjusted EBITDA” (formerly referred to as Adjusted Segment EBITDA) is “Net income attributable to common stockholders”. It can also be derived by adding together each segment’s “Adjusted EBITDA” plus “Non-allocated expenses”. “Consolidated Adjusted EBITDA Margins” is calculated as “Consolidated Adjusted EBITDA” divided by Net Sales.

LEVERAGE RATIO, NET LEVERAGE RATIO, TOTAL FUNDED DEBT AND ADJUSTED TOTAL FUNDED DEBT

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 our board of directors, investors, potential investors, securities analysts and others 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 December 31, 2021, our leverage ratio was 2.50 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 “Adjusted Total Funded Debt” as our Total Funded Debt less cash and cash equivalents. Net Leverage Ratio is the product of Adjusted Total Funded Debt divided by our Credit Agreement EBITDA. As of December 31, 2021, our net leverage ratio was 2.40 times.

ADJUSTED NET DEBT

We believe “adjusted net debt” provides WestRock’s board of directors, investors, potential investors, securities analysts and others with useful information to evaluate WestRock’s repayment of debt relative to other periods because it includes or excludes certain items management believes are not comparable from period to period. We believe adjusted net debt provides greater comparability across periods by adjusting for cash and cash equivalents, as well as fair value of debt step-up included in Total Debt that is not subject to debt repayment. WestRock believes that the most directly comparable GAAP measure is “Total Debt” which is derived from the current portion of debt and long-term debt due after one year.

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. In addition, we have not quantified future amounts to develop our leverage ratio target but have stated our commitment to an investment grade credit profile in order to generally maintain the target. This target does not reflect Company guidance.

ADJUSTED NET INCOME AND ADJUSTED EARNINGS PER DILUTED SHARE RECONCILIATION

	Q1 FY22			
	Consolidated Results			
	Pre-Tax	Tax	Net of Tax	EPS
As reported (1)	**$ 242.4**	**$ (58.6)**	**$ 183.8**	**$ 0.68**
Restructuring and other items	2.3	(0.5)	1.8	0.01
Losses at closed plants and transition costs	0.3	(0.1)	0.2	0.00
Gain on sale of certain closed facilities	(14.4)	3.6	(10.8)	(0.04)
Adjustments / Adjusted Results	**$ 230.6**	**$ (55.6)**	**175.0**	**$ 0.65**
Noncontrolling interests			(1.5)	
Adjusted Net Income			**$ 173.5**	

1) The as reported results for Pre-Tax, Tax, Net of Tax and EPS are equivalent to the line items “Income before income taxes", "Income tax expense“, "Consolidated net income“ and “Earnings per diluted share”, respectively, as reported on the statements of income.

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ADJUSTED NET INCOME AND ADJUSTED EARNINGS PER DILUTED SHARE RECONCILIATION

($ in millions, except per share data)	Q1 FY21							
	Consolidated Results							
	Pre-Tax		Tax		Net of Tax		EPS	
As reported [1]	**$**	**202.8**	**$**	**(50.3)**	**$**	**152.5**	**$**	**0.57**
COVID-19 relief payments		22.0		(5.4)		16.6		0.06
Restructuring and other items		7.7		(1.9)		5.8		0.02
Loss on extinguishment of debt		1.1		(0.3)		0.8		0.01
Losses at closed plants, transition and start-up costs		0.4		(0.1)		0.3		-
Accelerated depreciation on major capital projects and certain plant closures		0.2		-		0.2		-
Gain on sale of investment		(14.7)		2.1		(12.6)		(0.05)
Gain on sale of certain closed facilities		(0.9)		0.2		(0.7)		-
Brazil indirect tax		(0.9)		0.3		(0.6)		-
Adjustments / Adjusted Results	**$**	**217.7**	**$**	**(55.4)**	**$**	**162.3**	**$**	**0.61**
Noncontrolling interests						(0.5)		
Adjusted Net Income					**$**	**161.8**		

1) The as reported results for Pre-Tax, Tax, Net of Tax and EPS are equivalent to the line items "Income before income taxes", "Income tax expense", "Consolidated net income" and "Earnings per diluted share", respectively, as reported on the statements of income.

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ADJUSTED NET INCOME AND ADJUSTED EARNINGS PER DILUTED SHARE RECONCILIATION

($ in millions, except per share data)

	Full Year FY21			
	Consolidated Results			
	Pre-Tax	Tax	Net of Tax	EPS
As reported [(1)]	**$ 1,085.9**	**$ (243.4)**	**$ 842.5**	**$ 3.13**
Restructuring and other items	31.5	(7.7)	23.8	0.09
COVID-19 employee payments	22.0	(5.4)	16.6	0.06
Grupo Gondi option	22.5	(6.7)	15.8	0.06
Ransomware recovery costs, net of insurance proceeds	18.9	(4.7)	14.2	0.05
Accelerated compensation - former CEO	11.7	-	11.7	0.04
Loss on extinguishment of debt	9.7	(2.4)	7.3	0.03
Losses at closed plants, transition and start-up costs	3.0	(0.6)	2.4	0.01
Accelerated depreciation on major capital projects and certain plant closures	0.7	(0.2)	0.5	-
Gain on sale of investment	(16.0)	2.4	(13.6)	(0.05)
Gain on sale of saw mill	(16.5)	8.3	(8.2)	(0.03)
Gain on sale of certain closed facilities	(0.9)	0.2	(0.7)	-
Brazil indirect tax claim	(0.9)	0.3	(0.6)	-
MEPP liability adjustment due to interest rates	(0.4)	0.1	(0.3)	-
Adjustments / Adjusted Results	**$ 1,171.2**	**$ (259.8)**	**911.4**	**$ 3.39**
Noncontrolling interests			(4.2)	
Adjusted Net Income			**$ 907.2**	

1) The as reported results for Pre-Tax, Tax, Net of Tax and EPS are equivalent to the line items “Income before income taxes", "Income tax expense“, "Consolidated net income“ and “Earnings per diluted share”, respectively, as reported on the statements of income.

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ADJUSTED NET INCOME AND ADJUSTED EARNINGS PER DILUTED SHARE RECONCILIATION

($ in millions, except per share data)	Full Year FY16			
	Consolidated Results			
	Pre-Tax	Tax	Net of Tax	EPS
As reported [(1)]	**$ 244.6**	**$ (89.8)**	**$ 154.8**	**$ 0.59**
Restructuring and other items	366.4	(116.0)	250.4	0.97
Non-cash pension risk transfer expense	370.7	(140.9)	229.8	0.89
Losses at closed plants and transition costs	23.3	(6.6)	16.7	0.07
Inventory stepped-up in purchase accounting, net of LIFO	8.1	(2.5)	5.6	0.02
Land and Development operating results including impairment	(5.6)	2.2	(3.4)	(0.01)
Gain on extinguishment of debt	(2.7)	0.8	(1.9)	(0.01)
Gain on investment in Grupo Gondi[(2)]	(12.1)	10.6	(1.5)	(0.01)
Other	1.8	(0.6)	1.2	0.01
Adjustments / Adjusted Results	**$ 994.5**	**$ (342.8)**	**651.7**	**$ 2.52**
Noncontrolling interests			(2.1)	
Adjusted Net Income			**$ 649.6**	

1) The as reported results for Pre-Tax, Tax, Net of Tax and EPS are equivalent to the line items "Income from continuing operations before income taxes", "Income tax expense", "Income from continuing operations" and "Diluted earnings per share from continuing operations", respectively, as reported on the statements of operations.
2) Impacted by non-deductible goodwill

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RECONCILIATION OF NET INCOME TO CONSOLIDATED ADJUSTED EBITDA

($ in millions)	Q1 FY21	Q2 FY21	Q3 FY21	Q4 FY21	Q1 FY22
Net income attributable to common stockholders	$ 152.0	$ 112.5	$ 250.1	$ 323.7	$ 182.3
Adjustments:[1]					
Less: Net Income attributable to noncontrolling interests	0.5	1.9	0.9	0.9	1.5
Income tax expense	50.3	30.5	77.4	85.2	58.6
Other (income) expense, net	(20.8)	13.4	(6.4)	2.9	(0.2)
Loss on extinguishment of debt	1.1	-	-	8.6	-
Interest expense, net	93.8	83.5	102.5	92.5	86.7
Restructuring and other costs	7.7	5.2	6.9	11.7	2.3
Multiemployer pension withdrawal income	-	-	-	(2.9)	(3.3)
Gain on sale of certain closed facilities	(0.9)	-	-	-	(14.4)
Depreciation, depletion, and amortization	364.5	361.4	369.0	365.1	366.5
Other adjustments	21.6	32.1	10.6	(9.8)	0.3
Consolidated Adjusted EBITDA	$ 669.8	$ 640.5	$ 811.0	$ 877.9	$ 680.3
Net Sales	$ 4,401.5	$ 4,437.8	$ 4,816.3	$ 5,090.5	$ 4,952.2
Net income margin	3.5%	2.5%	5.2%	6.4%	3.7%
Consolidated Adjusted EBITDA Margin	15.2%	14.4%	16.8%	17.2%	13.7%

1) Schedule adds back expense or subtracts income for certain financial statement and segment footnote items to compute Consolidated Adjusted EBITDA.

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RECONCILIATION OF NET INCOME TO CONSOLIDATED ADJUSTED EBITDA

($ in millions)	FY16	FY21
Net income (loss) attributable to common stockholders	$ (396.3)	$ 838.3
Adjustments:[1]		
Less: Net Income attributable to noncontrolling interests	6.4	4.2
Income tax expense	89.8	243.4
Other income, net	(14.4)	(10.9)
(Gain) loss on extinguishment of debt	(2.7)	9.7
Interest expense, net	212.5	372.3
Restructuring and other costs	366.4	31.5
Multiemployer pension withdrawal income	-	(2.9)
Pension risk transfer expense	370.7	-
Gain on sale of certain closed facilities	-	(0.9)
Loss from discontinued operations	544.7	-
Depreciation, depletion, and amortization	1,084.7	1,460.0
Other adjustments	25.8	54.5
Consolidated Adjusted EBITDA	$ 2,287.6	$ 2,999.2
Net Sales	$ 14,171.8	$ 18,746.1
Net income margin	-2.8%	4.5%
Consolidated Adjusted EBITDA Margin	16.1%	16.0%

1) Schedule adds back expense or subtracts income for certain financial statement and segment footnote items to compute Consolidated Adjusted EBITDA.

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ADJUSTED OPERATING CASH FLOW AND ADJUSTED FREE CASH FLOW RECONCILIATION

($ in millions)	Q1 FY22	Q1 FY21
Net cash provided by operating activities	$ 252.8	$ 719.4
Plus: Cash Restructuring and other costs, net of income tax benefit of $1.4, $4.2 and $9.1	4.2	12.8
Adjusted Operating Cash Flow	257.0	732.2
Less: Capital expenditures	(173.1)	(170.7)
Adjusted Free Cash Flow	**$ 83.9**	**$ 561.5**

($ in millions)	FY16	FY17	FY18	FY19	FY20	FY21
Net cash provided by operating activities	$ 1,223.3	$ 1,463.8	$ 1,931.2	$ 2,310.2	$ 2,070.7	$ 2,279.9
Plus: Retrospective accounting policy adoptions	465.1	436.7	489.7	-	-	-
Plus: Cash Restructuring and other costs, net of income tax benefit of $70.4,$36.4, $14.5, $29.9, $19.4 and $9.1 respectively	139.3	99.5	41.3	102.7	59.8	28.2
Adjusted Operating Cash Flow	1,827.7	2,000.0	2,462.2	2,412.9	2,130.5	2,308.1
Less: Capital expenditures	(796.7)	(778.6)	(999.9)	(1,369.1)	(978.1)	(815.5)
Adjusted Free Cash Flow	**$ 1,031.0**	**$ 1,221.4**	**$ 1,462.3**	**$ 1,043.8**	**$ 1,152.4**	**$ 1,492.6**

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TTM CREDIT AGREEMENT EBITDA

TTM CREDIT AGREEMENT EBITDA

($ in millions)	TTM Sep. 30, 2016	TTM Sep. 30, 2021	TTM Dec. 31, 2021
Net loss attributable to common stockholders	$ 154.8	$ 838.3	$ 868.6
Interest expense, net	184.0	349.0	343.0
Income tax expense	89.8	243.4	251.7
Depreciation, depletion and amortization	1,089.3	1,460.0	1,462.0
Additional permitted charges and acquisition EBITDA (1)	804.1	276.8	221.4
Credit Agreement EBITDA	**$ 2,322.0**	**$ 3,167.5**	**$ 3,146.7**

TOTAL DEBT, FUNDED DEBT AND LEVERAGE RATIO

($ in millions, except ratios)	Sep. 30, 2016	Sep. 30, 2021	Dec. 31, 2021
Current portion of debt	$ 292.9	$ 168.8	$ 236.8
Long-term debt due after one year	5,496.3	8,025.3	7,996.4
Total debt	5,789.2	8,194.1	8,233.2
Less: FV step up and deferred financing fees	(305.8)	(159.8)	(156.9)
Less: short-term and long-term chip mill obligation	-	(93.1)	(92.0)
Less: other adjustments to funded debt	(75.7)	(123.7)	(130.4)
Total Funded Debt	**$ 5,407.7**	**$ 7,817.5**	**$ 7,853.9**
LTM credit agreement EBITDA	$ 2,322.0	$ 3,167.5	$ 3,146.7
Leverage Ratio	**2.33x**	**2.47x**	**2.50x**
Total funded debt	$ 5,407.7	$ 7,817.5	$ 7,853.9
Less: cash and cash equivalents	(340.9)	(290.9)	(291.3)
Adjusted Total Funded Debt	**$ 5,066.8**	**$ 7,526.6**	**$ 7,562.6**
Net Leverage Ratio	**2.18x**	**2.38x**	**2.40x**

1) Additional Permitted Charges primarily include restructuring and other costs, and certain non-cash and other items as allowed under the credit agreement

ADJUSTED NET DEBT

($ in millions)	Sep. 30, 2020	Sep. 30, 2021	Dec. 31, 2021
Current portion of debt	$ 222.9	$ 168.8	$ 236.8
Long-term debt due after one year	9,207.7	8,025.3	7,996.4
Total debt	**$ 9,430.6**	**$ 8,194.1**	**$ 8,233.2**
Less: Cash and cash equivalents	(251.1)	(290.9)	(291.3)
Less: Fair value of debt step-up	(208.9)	(192.4)	(188.2)
Adjusted Net Debt	**$ 8,970.6**	**$ 7,710.8**	**$ 7,753.7**
Adjusted Net Debt reduction in FY21		**$ 1,259.8**	

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