

LUKE JOHN A JR
Form 4
February 07, 2018

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 *
LUKE JOHN A JR

2. Issuer Name and Ticker or Trading Symbol
WestRock Co [WRK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
504 THRASHER STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/05/2018

Director 10% Owner
 Officer (give title below) Other (specify below)

NORCROSS, GA 30071
(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 | 02/05/2018 | | M | | 1,920 | A | \$ 26.99 | 499,363 | D | |
| Common Stock | 02/05/2018 | | M | | 72,701 | A | \$ 9.02 | 572,064 | D | |
| Common Stock | 02/05/2018 | | S | | 74,621 (1) | D | \$ 66.1273 | 497,443 | I | By Spouse |
| Common Stock | | | | | | | | 2,269 | I | By Spouse |
| Common Stock | | | | | | | | 140,680 | I | By Trust |
| | 02/06/2018 | | M | | 50,000 | A | \$ 9.02 | 547,443 | D | |

Common
Stock

| | | | | | | | | |
|-----------------|------------|--|---|--------|---|-----------------------------|---------|---|
| Common Stock | 02/06/2018 | | S | 50,000 | D | \$ 64.1565 <u>(3)</u> | 497,443 | D |
|-----------------|------------|--|---|--------|---|-----------------------------|---------|---|

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.

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(9-02)

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 | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock option - right to buy | \$ 26.99 | 02/05/2018 | | M | 1,920 <u>(2)</u> | 07/01/2015 02/25/2018 | Common Stock | 1,920 | |
| Stock Option - right to buy | \$ 9.02 | 02/05/2018 | | M | 72,701 <u>(2)</u> | 07/01/2015 02/23/2018 | Common Stock | 72,701 | |
| Stock option - right to buy | \$ 9.02 | 02/06/2018 | | M | 50,000 | 07/01/2015 02/23/2018 | Common Stock | 50,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LUKE JOHN A JR 504 THRASHER STREET NORCROSS, GA 30071 | X | | | |

Signatures

Robert B. McIntosh (attorney-in-fact pursuant to power of attorney previously filed with SEC)

02/06/2018

__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).

(1) Shares sold at average price of \$66.127263. Prices ranging from \$65.1 to \$66.7001 per share.

(2) Reflects adjustment for Ingevity Corporation spin-off on May 15, 2016.

(3) Shares sold at average price of \$64.156558. Prices ranging from \$64.00 to \$64.58 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.

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