Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C.	20549	

STATEMENT OF CHANGES IN BENEFICIAL	OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  Schneider Robert Andrew					2. Issuer Name and Ticker or Trading Symbol PACKAGING CORP OF AMERICA PKG ]									k all app Direct Office	tor er (give title	ng Per	10% Ov	wner	
(Last) 1 N. FIE	(Fi	rst) (M	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/23/2022									SVP & CIO					
(Street)	OREST IL	6	0045		4. If <i>A</i>								6. Indi Line) X					on	
(City)	(St	ate) (2	Zip)																
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
		2. Transac Date (Month/Da	ay/Year) Exec		2A. Deemed Execution Date, if any (Month/Day/Year)				Disposed 0	curities Acquired (A osed Of (D) (Instr. 3,					Form (D) o	n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) (D)	or Pi	rice	Transaction(s)				(1115411 4)
Common Stock 02			02/23/	/2022				A <sup>(1)</sup>		1,542	A \$0		80.00	33	33,815		D		
Common Stock											1,894				By 401k Plan				
	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)	erivative Conversion Date Execution Date, or Exercise (Month/Day/Year) if any		4. Transaction Code (Instr. 8)		of Deriv	vative irities ired r osed )	Expiration Da		te American) Sec Unc Der Sec		7. Title and Amount of Securities Underlying Derivative Security (Instr 3 and 4)		erivative ecurity estr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transaction (Instr. 4)	Owners Form: Direct ( or Indir (I) (Inst	Ownership	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)		Date Exercisa	able	Expiration Date	Title	Amou or Numb of Share	er					

**Explanation of Responses:** 

1. Award of restricted stock.

Remarks:

Kent A. Pflederer, attorney in

02/25/2022

<u>fact</u>

\*\* Signature of Reporting Person Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.