
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): June 4, 2021

Packaging Corporation of America
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-15399
(Commission
File Number)

36-4277050
(IRS Employer
Identification No.)

1 N. Field Court, Lake Forest, Illinois 60045
(Address of Principal Executive Offices, including Zip Code)

(847) 482-3000
(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2 (b) under the Exchange Act (17 CFR 240.14d-2 (b))
- Pre-commencement communications pursuant to Rule 13e-4 (c) under the Exchange Act (17 CFR 240.13e-4 (c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Exchange Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	PKG	New York Stock Exchange

Item 7.01. Regulation FD Disclosure

The following information, including the exhibit described below, shall not be deemed “filed” hereunder for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

On June 4, 2021, Mark W. Kowlzan, Chairman and Chief Executive Officer of Packaging Corporation of America (“PCA”), and Robert P. Mundy, Executive Vice President and Chief Financial Officer of PCA will conduct various meetings with investors at the KeyBanc Industrials & Basic Materials Virtual Conference. The slides to be used in connection with the conference are attached hereto as Exhibit 99.1 and will be available on PCA’s web site.

Item 9.01. Financial Statements and Exhibits.

(D) Exhibits

99.1 [Conference Slides, dated June 4, 2021](#)

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PACKAGING CORPORATION OF AMERICA
(Registrant)

By: /s/ Kent A. Pflederer
Senior Vice President, General Counsel and Secretary

Date: June 4, 2021

Packaging Corporation of America

KeyBanc Industrials & Basic Materials Conference

June 4, 2021



Mark W. Kowlzan
Chairman & CEO

Robert P. Mundy
Executive V. P. & CFO





Packaging Corporation of America

Certain statements in this presentation are forward-looking statements. Forward-looking statements include statements about our future financial condition, our industry and our business strategy. Statements that contain words such as “anticipate”, “believe”, “expect”, “intend”, “estimate”, “hope” or similar expressions, are forward-looking statements. These forward-looking statements are based on the current expectations of PCA.

Because forward-looking statements involve inherent risks and uncertainties, the plans, actions and actual results of PCA could differ materially. Among the factors that could cause plans, actions and results to differ materially from PCA's current expectations are those identified under the caption “Risk Factors” in PCA's Annual Report on Form 10-K for the year ended December 31, 2020, and in subsequent quarterly reports on Form 10-Q, filed with the Securities and Exchange Commission and available at the SEC's website at “www.sec.gov”.

Non-GAAP financial measures are reconciled to the most comparable GAAP measure in the Appendix.

2Q21 Update

- **Packaging Segment**

- Demand remains broad-based and very strong; box shipments on pace to exceed 2Q20 by double-digit %
- All four planned annual mill outages have been successfully completed on budget
- Expect to replenish some inventory during the quarter by utilizing our Jackson Mill for additional containerboard production; however, again at or near record lows from a weeks-of-supply standpoint due to stronger than expected demand
- Continuing to implement our previously announced price increases; export prices moving higher

- **Paper Segment**

- Industry conditions in the uncoated freesheet market continue to be challenged, but improving, due to the nationwide responses to help control the spread of the pandemic
- Our sales volume coming in where we expected
- Higher average prices and mix as we continue the roll-out of our paper price increases announced in 1Q21; additional price increases announced last week
- Continue to assess the outlook for paper demand and will run our paper system accordingly

- **Cost inflation and freight/logistics challenges as economic conditions improve**

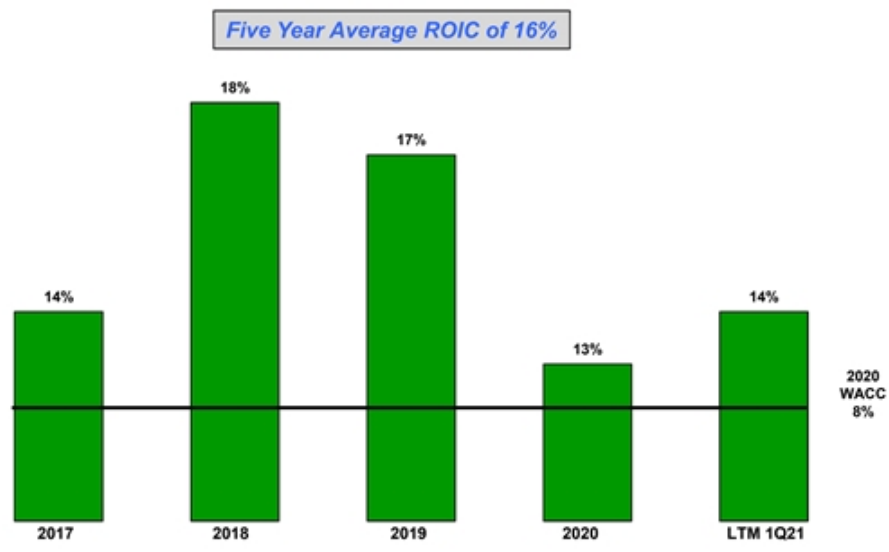
- Projects and initiatives help to minimize impact

Continuing to Identify Tactical/Strategic, Value-Creating Initiatives and Projects



- **Pre-pandemic, N.A. uncoated freesheet market was in secular decline of 3-4% per year; sharp decline in demand in 2020 due to nationwide responses to COVID-19 pandemic**
- **Record demand in Packaging segment created shortfall in integrated containerboard supply; tight market conditions virtually eliminated ability to purchase outside tons**
- **The flexible production capability of the Jackson Mill's No. 3 paper machine (J3) enabled us to quickly alter the manufacturing process and produce linerboard with virtually zero capital**
 - provided immediate value-creating solution to demand situations in both Packaging and Paper segments
- **Capital project for full conversion of J3 to linerboard approved by PCA Board in February 2021**
 - First-phase outage in 2Q22 at initial production rate of ~ 75% of capacity
 - Second-phase outage planned for mid-2023; machine reaches run-rate capacity of 2,000 tons-per-day by the end of 2023
- **Project addresses strategic need for integrated containerboard volume and reduces J3 manufacturing costs, providing long-term value creation**

..... That Will Sustain Our Industry-leading ROIC Performance



Note: ROIC = net operating profit after tax (adjusted to exclude special items) / average invested capital (equity & net debt); see Appendix A for reconciliation.

Strategic Focus Areas

- **Continued Operational Excellence in Manufacturing and Sales**
- **Containerboard / Corrugated System Optimization with Jackson No. 3 Machine Linerboard Conversion**
- **Enhance Revenue in Packaging Segment thru Profitable Organic Box Volume Growth and Strategic Capital Spending in Corrugated System**
- **Maintain Profitable Paper Segment While Balancing Supply with Demand**
- **Disciplined Capital Allocation**
- **Maintain Financial Flexibility with Strong Balance Sheet**

PCA



Appendix A

	2017	2018	2019	2020	1Q 2021	LTM 1Q 2021
Return on invested capital (ROIC) is calculated as follows:						
Reported income from operations	\$ 932	\$ 1,068	\$ 1,054	\$ 724	\$ 238	\$ 753
Special items and adjustments:						
- Jackson mill conversion	-	-	-	-	1	1
- Hurricane Laura impact	-	-	-	10	-	10
- Goodwill impairment	-	-	-	55	-	55
- Incremental costs for Covid-19	-	-	-	7	-	6
- DeRidder mill fixed asset disposals	-	-	3	-	-	-
- Wallula mill restructuring	33	30	1	-	-	-
- Facilities closure and other costs	(6)	3	-	28	2	30
- DeRidder mill incident	5	-	-	-	-	-
- Acquisition and integration related costs	2	-	-	-	-	-
- Hexacomb working capital adjustment	(2)	-	-	-	-	-
- Expiration of timberland repurchase option	(2)	-	-	-	-	-
- Adjusted income from operations	\$ 962	\$ 1,101	\$ 1,058	\$ 824	\$ 241	\$ 855
Provision for income taxes	(326)	(266)	(258)	(206)	(58)	(207)
NOPAT	\$ 636	\$ 835	\$ 800	\$ 618	\$ 183	\$ 648
	2016	2017	2018	2019	2020	LTM 1Q 2021
Stockholders' Equity	\$ 1,760	\$ 2,182	\$ 2,672	\$ 3,071	\$ 3,246	\$ 3,331
Current maturities of long term debt and finance lease obligations	27	151	1	2	2	2
Long-term debt	2,620	2,480	2,484	2,477	2,479	2,480
Finance lease obligations	20	19	18	16	14	14
Cash and cash equivalents	(239)	(217)	(362)	(679)	(975)	(963)
Marketable debt securities	-	-	-	(146)	(148)	(149)
Invested capital	\$ 4,188	\$ 4,615	\$ 4,813	\$ 4,741	\$ 4,618	\$ 4,695
Average invested capital	\$ 4,402	\$ 4,714	\$ 4,777	\$ 4,680	\$ 4,657	\$ 4,713
ROIC (NOPAT/average invested capital)	14%	18%	17%	13%	16%	14%