

LUKE JOHN A JR
Form 4
August 29, 2017

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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)
08/28/2017

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

NORCROSS, GA 30071

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

(City) (State) (Zip)

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 Ownership: Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|------------------------------------------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 08/28/2017 | | M | 2,122 | A \$ 23.65 | 497,557 | D |
| Common Stock | 08/28/2017 | | M | 6,187 | A \$ 9.02 | 503,744 | D |
| Common Stock | 08/28/2017 | | M | 1,914 | A \$ 26.99 | 505,658 | D |
| Common Stock | 08/28/2017 | | M | 120 | A \$ 23.65 | 505,778 | D |
| Common Stock | 08/28/2017 | | S | 10,343 | D \$ 55.2147 | 495,435 | D |

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| | | | | | | | | |
|--------------|------------|---|--------|---|----------------------|---------|---|------------------------|
| Common Stock | 08/28/2017 | M | 47,856 | A | \$ 26.99 | 543,291 | D | |
| Common Stock | 08/28/2017 | M | 29,003 | A | \$ 9.02 | 572,294 | D | |
| Common Stock | 08/28/2017 | S | 76,859 | D | \$ 55.0401 (3) | 495,435 | D | |
| Common Stock | | | | | | 2,269 | I | By Spouse |
| Common Stock | | | | | | 7,064 | I | By Son |
| Common Stock | | | | | | 140,680 | I | In Trust |
| Common Stock | | | | | | 34,672 | I | In Employee Stock Plan |

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

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SEC 1474
(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) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock option - right to buy | \$ 23.65 | 08/28/2017 | | M | 2,122 (2) | 07/01/2015 02/22/2020 | Common Stock 2,122 |
| Stock option - right to buy | \$ 9.02 | 08/28/2017 | | M | 6,187 (2) | 07/01/2015 02/23/2019 | Common Stock 6,187 |
| | \$ 26.99 | 08/28/2017 | | M | | 07/01/2015 02/25/2018 | 1,914 |

| | | | | | | | | | |
|-----------------------------|----------|------------|---|--|----------------------|------------|------------|--------------|--------|
| Stock option - right to buy | | | | | 1,914 <u>(2)</u> | | | Common Stock | |
| Stock option - right to buy | \$ 23.65 | 08/28/2017 | M | | 120 <u>(2)</u> | 07/01/2017 | 02/22/2020 | Common Stock | 120 |
| Stock option - right to buy | \$ 26.99 | 08/28/2017 | M | | 47,856 <u>(2)</u> | 07/01/2015 | 02/25/2018 | Common Stock | 47,856 |
| Stock option - right to buy | \$ 9.02 | 08/28/2017 | M | | 29,003 <u>(2)</u> | 07/01/2015 | 02/23/2019 | Common Stock | 29,003 |

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) 08/29/2017

__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 \$55.214757. Prices ranging from \$55.00 to \$55.46 per share.
- (2) Reflects adjustment for Ingevity Corporation spin-off on May 15, 2016.
- (3) Shares sold at average price of \$55.040183. Prices ranging from \$54.725 to \$55.25 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.