Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2015

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [X]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
GEORGIA-PACIFIC LLC HOURLY PENSION PLAN

1b Three-digit plan number (PN) ▶ 070

1c Effective date of plan 01/01/1989

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
GEORGIA-PACIFIC LLC

133 PEACHTREE STREET NE, 39TH FLOOR
ATLANTA, GA 30303

2b Employer Identification Number (EIN) 93-0432081

2c Plan Sponsor's telephone number 404-652-2109

2d Business code (see instructions) 321210

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/14/2016	CATHERINE WOOD
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2016	JULIE BREHM
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address (include room or suite number)

Preparer's telephone number

3a Plan administrator's name and address ☐ Same as Plan Sponsor

GEORGIA-PACIFIC LLC
C/O KOCH BUSINESS SOLUTIONS, LP
100 PEACHTREE STREET NW, 6TH FLOOR
ATLANTA, GA 30303

3b Administrator's EIN: 93-0432081

3c Administrator's telephone number: 404-652-2109

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	60184
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	15511
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	14790
b	Retired or separated participants receiving benefits	**6b**	25871
c	Other retired or separated participants entitled to future benefits	**6c**	11930
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	52591
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	5911
f	Total. Add lines **6d** and **6e**.	**6f**	58502
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	1218
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
1B 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	☒	**R** (Retirement Plan Information)
(2)	☐	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	☒	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	☒		**H** (Financial Information)
(2)	☐		**I** (Financial Information – Small Plan)
(3)	☐	0	**A** (Insurance Information)
(4)	☒		**C** (Service Provider Information)
(5)	☒		**D** (DFE/Participating Plan Information)
(6)	☐		**G** (Financial Transaction Schedules)

Part III **Form M-1 Compliance Information (to be completed by welfare benefit plans)**

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ……..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2015 Form M-1 annual report. If the plan was not required to file the 2015 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE SB (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Single-Employer Defined Benefit Plan Actuarial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500 or 5500-SF.**

OMB No. 1210-0110

2015

This Form is Open to Public Inspection

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of $1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan
GEORGIA-PACIFIC LLC HOURLY PENSION PLAN

B Three-digit plan number (PN) ▶ 070

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF
GEORGIA-PACIFIC LLC

D Employer Identification Number (EIN)
93-0432081

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2015

2 Assets:

a Market value	**2a**	2894738766
b Actuarial value	**2b**	2892508402

3 Funding target/participant count breakdown

	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	32088	1777285306	1777285306
b For terminated vested participants	13003	380344047	380344047
c For active participants	15511	567037944	600684534
d Total	60602	2724667297	2758313887

4 If the plan is in at-risk status, check the box and complete lines (a) and (b) [ ]

a Funding target disregarding prescribed at-risk assumptions	**4a**	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	**4b**	
5 Effective interest rate	**5**	6.27%
6 Target normal cost	**6**	50609128

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE

Signature of actuary — Date: 09/23/2016

MICHAEL R. MACE — Type or print name of actuary

14-06591 — Most recent enrollment number

TOWERS WATSON DELAWARE, INC. — Firm name

314-719-5900 — Telephone number (including area code)

101 SOUTH HANLEY
ST. LOUIS, MO 63105-3411

Address of the firm

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions [ ]

Part II Beginning of Year Carryover and Prefunding Balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	0	0
10	Interest on line 9 using prior year's actual return of 7.35%	0	0
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		109959771
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of 6.50%		7147385
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
	c Total available at beginning of current plan year to add to prefunding balance		117107156
	d Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages

14	Funding target attainment percentage	14	104.86 %
15	Adjusted funding target attainment percentage	15	104.86 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	103.84 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
09/14/2016	212000000	0			
			Totals ► 18(b)	212000000	18(c) 0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
	a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
	b Contributions made to avoid restrictions adjusted to valuation date	19b	0
	c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	191145616

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No

c If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:

a Segment rates:

1st segment:	2nd segment:	3rd segment:	
4.72 %	6.11 %	6.81 %	☐ N/A, full yield curve used

b Applicable month (enter code)	**21b**	4
22 Weighted average retirement age	**22**	62

23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes	☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes	☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes	☐ No

27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	**27**	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	**28**	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	**29**	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	**30**	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):

a Target normal cost (line 6)	**31a**	50609128
b Excess assets, if applicable, but not greater than line 31a	**31b**	50609128

32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	0	0
b Waiver amortization installment	0	0

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	**33**	0
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	**34**	0

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0

36 Additional cash requirement (line 34 minus line 35)	**36**	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	**37**	191145616

38 Present value of excess contributions for current year (see instructions)

a Total (excess, if any, of line 37 over line 36)	**38a**	191145616
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	**38b**	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	**39**	0
40 Unpaid minimum required contributions for all years	**40**	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:

a Schedule elected ☐ 2 plus 7 years ☐ 15 years

b Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

42 Amount of acceleration adjustment	**42**	0
43 Excess installment acceleration amount to be carried over to future plan years	**43**	0

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2015** **This Form is Open to Public Inspection.**

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan
GEORGIA-PACIFIC LLC HOURLY PENSION PLAN

B Three-digit plan number (PN) ▶ 070

C Plan sponsor's name as shown on line 2a of Form 5500
GEORGIA-PACIFIC LLC

D Employer Identification Number (EIN)
93-0432081

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . [X] Yes [ ] No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

HEWITT FINANCIAL SERVICES LLC

36-3943169

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

HEWITT ASSOCIATES, LLC

36-2235791

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15	NONE	2131882	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [ ] No [X]

(a) Enter name and EIN or address (see instructions)

BANK OF NEW YORK MELLON

13-5160382

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
13	TRUSTEE	757591	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

TOWERS WATSON

23-1159360

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11	NONE	676015	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

VANGUARD

23-2186884

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	29250	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

RECALL TOTAL INFORMATION MANAGEMENT

36-3795227

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
14	NONE	27197	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

GRANT THORNTON LLP

36-6055558

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	NONE	26000	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a Name: GRANT THORNTON LLP
b EIN: 36-6055558
c Position: AUDITOR
d Address: 1100 PEACHTREE STREET, NE
SUITE 1200
ATLANTA, GA 30309
e Telephone: 404-330-2000

Explanation: REASSIGNMENT OF RESPONSIBILITIES WITH A DIFFERENT EXTERNAL AUDITOR

a Name:
b EIN:
c Position:
d Address:
e Telephone:

Explanation:

a Name:
b EIN:
c Position:
d Address:
e Telephone:

Explanation:

a Name:
b EIN:
c Position:
d Address:
e Telephone:

Explanation:

a Name:
b EIN:
c Position:
d Address:
e Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2015

This Form is Open to Public Inspection.

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan
GEORGIA-PACIFIC LLC HOURLY PENSION PLAN

B Three-digit plan number (PN) ▶ 070

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
GEORGIA-PACIFIC LLC

D Employer Identification Number (EIN)
93-0432081

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: KOCH IND INC PEN RET PLAN MASTER TR

b Name of sponsor of entity listed in (a): KOCH INDUSTRIES INC

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
25-6263968-001	M	2791036889

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2015

This Form is Open to Public Inspection

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan
GEORGIA-PACIFIC LLC HOURLY PENSION PLAN

B Three-digit plan number (PN) ▶ 070

C Plan sponsor's name as shown on line 2a of Form 5500
GEORGIA-PACIFIC LLC

D Employer Identification Number (EIN)
93-0432081

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	74000000	212000000
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	2833448257	2791036889
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	2907448257	3003036889
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h	847649	510963
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	847649	510963
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	2906600608	3002525926

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

			(a) Amount	(b) Total
	Income			
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	212000000	
	(B) Participants	2a(1)(B)		
	(C) Others (including rollovers)	2a(1)(C)		
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		212000000
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)		
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		0
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		111528875
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		323528875
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	206928943	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		206928943
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	379746	
(2) Contract administrator fees	2i(2)	2158883	
(3) Investment advisory and management fees	2i(3)	29250	
(4) Other	2i(4)	18106735	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		20674614
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		227603557
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		95925318
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: MAYER HOFFMAN MCCANN PC **(2)** EIN: 43-1947695

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	N/A	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X		
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X		

		Yes	No	N/A	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X		
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X		
e Was this plan covered by a fidelity bond?	4e	X			5000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X		
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X		
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X		
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i		X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X		
l Has the plan failed to provide any benefit when due under the plan?	4l		X		
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X		
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n				
o Did the plan trust incur unrelated business taxable income?	4o				
p Were in-service distributions made during the plan year?	4p				

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ☒ Yes ☐ No ☐ Not determined

Part V Trust Information

6a Name of trust	**6b** Trust's EIN

6c Name of trustee or custodian	**6d** Trustee's or custodian's telephone number

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2015

This Form is Open to Public Inspection.

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan
GEORGIA-PACIFIC LLC HOURLY PENSION PLAN

B Three-digit plan number (PN) ▶ 070

C Plan sponsor's name as shown on line 2a of Form 5500
GEORGIA-PACIFIC LLC

D Employer Identification Number (EIN)
93-0432081

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 25-6263968

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3** 1021

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☒ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☒ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☒ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: 22.0% Investment-Grade Debt: 36.0% High-Yield Debt: 5.0% Real Estate: 11.0% Other: 26.0%

b Provide the average duration of the combined investment-grade and high-yield debt:
☒ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Part VII IRS Compliance Questions

20a Is the plan a 401(k) plan?	☐ Yes	☐ No
20b If "Yes," how does the 401(k) plan satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under sections 401(k)(3) and 401(m)(2)?	☐ Design-based safe harbor method	☐ ADP/ACP test
20c If the ADP/ACP test is used, did the 401(k) plan perform ADP/ACP testing for the plan year using the "current year testing method" for nonhighly compensated employees (Treas. Reg sections 1.401(k)-2(a)(2)(ii) and 1.401(m)-2(a)(2)(ii))?	☐ Yes	☐ No
21a Check the box to indicate the method used by the plan to satisfy the coverage requirements under section 410(b):	☐ Ratio percentage test	☐ Average benefit test
21b Does the plan satisfy the coverage and nondiscrimination tests of sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules?	☐ Yes	☐ No
22a Has the plan been timely amended for all required tax law changes?	☐ Yes	☐ No ☐ N/A

22b Date the last plan amendment/restatement for the required tax law changes was adopted ____/____/____. Enter the applicable code _____ (See instructions for tax law changes and codes).

22c If the plan sponsor is an adopter of a pre-approved master and prototype (M&P) or volume submitter plan that is subject to a favorable IRS opinion or advisory letter, enter the date of that favorable letter _____/_____/_____ and the letter's serial number _____.

22d If the plan is an individually-designed plan and received a favorable determination letter from the IRS, enter the date of the plan's last favorable determination letter _____/_____/_____.

23 Is the Plan maintained in a U.S. territory (i.e., Puerto Rico (if no election under ERISA section 1022(i)(2) has been made), American Samoa, Guam, the Commonwealth of the Northern Mariana Islands or the U.S. Virgin Islands)?	☐ Yes	☐ No

Financial Statements and
Independent Auditors' Report

Georgia-Pacific LLC Hourly Pension Plan

December 31, 2015

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Note: All schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, as amended (ERISA) have been omitted because they are not applicable.

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INDEPENDENT AUDITORS' REPORT

To the Plan Administrator
Georgia-Pacific LLC Hourly Pension Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Georgia-Pacific LLC Hourly Pension Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2015, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by The Bank of New York Mellon/BNY Mellon, N.A., the trustee of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2015 and for the year then ended, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, is presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Mayer Hoffman McCann P.C.

Kansas City, Missouri
October 11, 2016

Statement of net assets available for benefits

December 31	2015
Assets:	
Investment in Koch Companies Defined Benefit Master Trust, at fair value	**$ 2,791,036,889**
Employer contributions receivable	**212,000,000**
Total assets	**3,003,036,889**
Liabilities:	
Accrued liabilities	**510,963**
Total liabilities	**510,963**
Net assets available for benefits	**$ 3,002,525,926**

See accompanying notes to financial statements

Statement of changes in net assets available for benefits

For the year ended December 31	2015
Additions:	
Net appreciation of investment in Koch Companies Defined Benefit Master Trust, at fair value	**$ 111,528,875**
Employer contributions	**212,000,000**
Total additions, net	**323,528,875**
Deductions:	
Benefit payments to participants and beneficiaries	**206,928,943**
Administrative expenses	**20,674,614**
Total deductions	**227,603,557**
Net increase	**95,925,318**
Net assets available for benefits, beginning of year	**2,906,600,608**
Net assets available for benefits, end of year	**$ 3,002,525,926**

See accompanying notes to financial statements

Notes to financial statements

1 Description of the Plan

The following description of the Georgia-Pacific LLC Hourly Pension Plan (the Plan) provides only general information. Participants should refer to the Plan document for more complete information.

General

The Plan is a noncontributory defined benefit pension plan, established to provide retirement, death, and disability benefits. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Plan covers certain groups of non-union hourly employees and union hourly employees of Georgia-Pacific LLC, a Delaware limited liability company, and its affiliates (the Employer or Company). Certain non-union hourly employees are eligible to participate upon the participant's date of hire. Certain groups of union hourly employees are eligible to participate as of their initial dates of hire, if participation in the Plan is negotiated in the collective bargaining agreement governing their employment. A leased employee, as defined in Section 414(n) of the Internal Revenue Code (the Code) is not eligible to participate in the Plan.

The trustee of the Plan, Bank of New York Mellon/BNY Mellon, N.A., formerly Mellon Bank, N.A. (the trustee), and the Koch Industries, Inc. Investment Committee manage the Plan's investment assets. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

Funding Policy

The Company makes contributions to the Plan based on the funding recommendations of the Plan's independent consulting actuary to meet the minimum requirements under ERISA. The Plan was in compliance with applicable ERISA funding requirements for 2015.

Vesting

Participants become 100% vested upon completion of five years of vesting service or attainment of normal retirement age (age 65) while still an employee of the Company. If a participant terminates employment before satisfying these vesting requirements, that participant forfeits the right to receive the benefits accumulated.

Pension Benefits

At normal retirement, participants are entitled to monthly pension benefits based on years of credited service, as defined by the Plan document. A participant may elect early retirement at age 55 with five or more years of vesting service, as defined by the Plan document. Early retirement benefits payable before age 62 are reduced as defined by the Plan from the normal retirement benefit. The amount of the monthly pension benefit is specified in the individual exhibits to the Plan document.

The normal form of payment is a single life annuity if the participant is not married. The normal form of payment for a married participant is a joint and 50% survivor (spouse) annuity, unless an election is made to receive the benefit in another form.

Disability Benefits

Active participants who have completed five years of service and who become permanently and totally disabled are eligible to receive the normal monthly retirement benefits, commencing six months following the last day worked by the participant. Benefits cease upon recovery and the participant's return to service or at age 65 when normal retirement benefits become payable.

Death Benefits

The spouse of any active or terminated participant who has completed five years of service is entitled to a pre-retirement survivor benefit payable in the event of the participant's death prior to actual retirement.

2 Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements are prepared on the accrual method of accounting.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein, disclosures of contingent assets and liabilities and the actuarial present value of accumulated plan benefits at the date of the financial statements. Accordingly, actual results may differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investment in the Koch Companies Defined Benefit Master Trust (Koch Master Trust) is stated at fair value (Note 3). Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (Note 4).

Investments held by the Koch Master Trust that are traded on a national securities exchange are valued at the last reported sales price on the last business day of the Plan year. Investments in preferred stocks, government bonds, corporate bonds, other corporate debt securities, and cash equivalents are valued based on yields available on comparable securities. Investments in common trust funds are based on quoted redemption values on the last business day of the Plan year, as determined by the trustee of the Plan. Investments in limited partnerships are valued at appraised values at the end of the Plan year as reported by the partnerships' respective general partners and the trustee of the Plan. Appraised values are developed using various modeling techniques, including, but not limited to, the strong correlation of the underlying security to one or more broad-based securities market indices and/or other financial instruments. Other investments consist primarily of synthetic equity options that are indexed to specific equity market benchmarks and are valued based upon observable market data. Investments in derivative instruments are marked to market daily based on quoted prices or widely accepted models that use readily observable market parameters as their basis. Amounts owed or due on open derivative contracts are recorded as receivables or payables to the Koch Master Trust. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Investment related expenses of the Koch Master Trust, such as trustee and investment manager fees, are paid by the Koch Master Trust and are netted against (added to) investment gains (losses).

Payment of Benefits

Benefits are recorded in the year in which they are paid.

Administrative Expenses

Administrative expenses include Pension Benefit Guaranty Corporation (PBGC) premiums, record keeping, legal, and other administration fees directly incurred by the Plan.

Accounting Standards Update

In May 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2015-07, *Fair Value Measurement (Topic 820): Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)*, which removes the requirement to categorize all investments for which fair value is measured using the net asset value per share practical expedient within the fair value hierarchy. The Plan adopted ASU 2015-07 (Note 4).

Subsequent Events

The Plan administrator has evaluated subsequent events through October 11, 2016, the date the financial statements were available to be issued. No significant matters were identified for disclosure during this evaluation.

3 Financial Information of Koch Master Trust

The Koch Master Trust was established for the collective investment of the assets of participating employee benefit plans of Koch Industries, Inc. and certain subsidiaries. Fund assets are allocated among participating plans by assigning to each plan those transactions (primarily contributions, benefit payments, and specific administrative expenses) which can be specifically identified. Income and expenses resulting from the collective investment of the assets are allocated (on a monthly or daily basis) in proportion to the fair value of the assets assigned to each plan.

The assets of the Koch Master Trust are accounted for on a units-of-participation basis. At December 31, 2015 the Plan held 2,791,036,889 units of the Koch Master Trust with an individual unit estimated fair value of $1. The Plan's unit holdings at December 31, 2015 were $2,791,036,889, which represented approximately 51.3% of the net assets of the Koch Master Trust.

The trustee of the Plan has certified the completeness and accuracy of substantially all investments reflected in the accompanying statement of net assets available for benefits and substantially all of the related investment activity reflected in the statement of changes in net assets available for benefits of the Plan. The net assets of the Koch Master Trust certified as complete and accurate by the trustee totaled $5,443,134,634 at December 31, 2015. Net investment gain of the Koch Master Trust certified as complete and accurate by the trustee totaled $233,492,886, which includes $18,374,631 of net investment gain related to certain investments in limited partnerships that were recognized in the prior year financial statements. The Plan's independent auditors have not audited investment information certified by the trustee of the Plan.

A summary of the net assets of the Koch Master Trust is as follows:

December 31	2015
Assets:	
Investments at fair value:	
Cash equivalents [1]	**$ 2,107,936,175**
Common and preferred stocks	**148,416,367**
Corporate debt instruments	**244,528,637**
Limited partnerships	**2,892,184,668**
Other investments	**51,292,230**
Total investments at fair value	**5,444,358,077**
Receivables:	
Interest and dividends	**1,818,778**
Due from brokers	**34,554**
Total receivables	**1,853,332**
Total assets	**5,446,211,409**
Liabilities:	
Due to brokers	**3,076,775**
Total liabilities	**3,076,775**
Net assets	**$ 5,443,134,634**

[1] Includes cash, repurchase agreements, U.S. government Treasury bills, and funds that invest in U.S. government short-term securities.

Net investment gain for the Koch Master Trust is as follows:

For the year ended December 31	2015
Net investment gain:	
Net appreciation in fair value of investments	**$ 134,587,734**
Interest, dividend and other income	**91,934,985**
Investment expenses	**(11,404,464)**
Net investment gain of Koch Companies Defined Benefit Master Trust	**$ 215,118,255**

The Koch Master Trust's overall strategy is to provide investment diversification to minimize risk and maximize long-term investment returns while maintaining sufficient liquidity. As a part of this strategy, the Koch Master Trust holds certain investments that have redemption restrictions, future funding commitments, and other requirements that vary by individual investment. Redemption restrictions are generally short term with the exception of certain limited partnership investments, of which funds frequently cannot be withdrawn for the life of the investment. At December 31, 2015 the Koch Master Trust had noncancelable commitments to make future investments in certain limited partnerships totaling $1,620,609,790. The commitments mature at various dates designated by the respective fund agreements.

At December 31, 2015 the Koch Master Trust held $1,923,073,785 of cash equivalents held in custody by the Bank of New York Mellon/BNY Mellon, N.A. In addition, fees paid by the Koch Master Trust to the trustee, or an affiliate thereof, for trustee and investment management services totaled $1,461,975 for the year ended December 31, 2015. Transactions with Bank of New York Mellon/BNY Mellon, N.A., qualify as party-in-interest transactions.

During 2015 the Koch Master Trust invested in a limited number of derivative financial instruments. Certain investment managers were allowed to use derivatives for such strategies as portfolio structuring, return enhancement, and hedging against deterioration of investment holdings from market and interest rate changes. Derivatives are also used as a hedge against foreign currency fluctuations. Derivative instruments included equity index, government and money market forwards and futures, credit default swaps, as well as interest rate swaps and options. The resulting fair value changes of derivative instruments were included in the net appreciation in fair value of investments. Derivative positions held at December 31, 2015 were not material and the use of derivative instruments was not believed to materially increase the credit or market risk of the Koch Master Trust's investments.

4 Fair Value Measurements

FASB Accounting Standards Codification (ASC) 820, *Fair Value Measurements and Disclosures*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The valuation methods described in Note 2 may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. There have been no changes in the methodologies used at December 31, 2015.

The following table sets forth by level, within the fair value hierarchy, a summary of the Koch Master Trust's investment assets at fair value as of December 31, 2015.

December 31, 2015	**Level 1**	**Level 2**	**Level 3**	**NAV**	**Total**
Cash equivalents	$ 2,107,936,175	$ —	$ —	$ —	**$ 2,107,936,175**
Common and preferred stocks	9,080,879	—	139,335,488	—	**148,416,367**
Corporate debt instruments	18,125	—	244,510,512	—	**244,528,637**
Limited partnerships	83,252,616	—	1,303,214,714	1,505,717,338	**2,892,184,668**
Other investments	14,917,290	36,374,940	—	—	**51,292,230**
Total	$ 2,215,205,085	$ 36,374,940	$ 1,687,060,714	$ 1,505,717,338	**$ 5,444,358,077**

The table below sets forth a summary of changes in fair value of the Koch Master Trust's level 3 investment assets.

	Common and preferred stocks	Corporate debt instruments	Limited partnerships	**Total**
At December 31, 2014	$ 158,575,086	$ 222,943,924	$ 898,736,469	**$ 1,280,255,479**
Actual return on plan assets:				
Relating to assets still held at the reporting date	10,094,325	19,146,795	(28,943,941)	**297,179**
Relating to assets sold during the period	—	(21)	137,699	**137,678**
Purchases / transfers in	30,956,920	43,806,987	830,677,042	**905,440,949**
Sales / transfers out	(60,290,843)	(41,387,173)	(397,392,555)	**(499,070,571)**
At December 31, 2015	**$ 139,335,488**	**$ 244,510,512**	**$ 1,303,214,714**	**$ 1,687,060,714**

The table below sets forth more detailed assumptions used in developing the fair values of the Koch Master Trust's level 3 investment assets as of December 31, 2015.

Fund Type	Valuation Technique	Significant Unobservable Inputs	Range (if applicable)
Common and preferred stocks	Valued at probable realization value using cost price or values for recent transactions	Quotes from brokers active in trading the particular security type	
Corporate debt instruments	Valued at probable realization value using cost price or values for recent transactions	Quotes from brokers active in trading the particular security type	
Limited partnerships	Valued at probable realization value using cost price or values for recent transactions	Quotes from brokers active in trading the particular security type, counterparty valuations, market data service providers or reference to visible traded levels	
	Company trading and precedent trading multiple	EBITDA Multiple	5 times-19 times
	Discounted cash flow over holding period	Risk adjusted premiums of not achieving a return of capital. 3rd party engineering reports, comparable transactions	
	Discounted cash flow/direct capitalization	Discounted Rate Terminal Capitalization Rate	8/5/2025
	Projected cash flow	Investment, liquidation and wind-down periods	Investment Periods 20-30% Liquidations Periods 15-30% Wind down Periods 10-25%
Other investments	Benchmark pricing based upon country of issuance Broker dealer quote, transaction price or an internal value derived by market data	Benchmark based on country of origin; Quotes or values derived from market data	

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

Certain pension assets were reclassified based on additional information related to the underlying assets. Such reclassifications were immaterial to the Plan financial statements.

Plan management evaluates the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. For the year ended December 31, 2015, there were no significant transfers in or out of levels 1, 2 or 3.

5 Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan’s provisions to the services rendered by the employees to the valuation date. The actuarial present value of accumulated plan benefits is determined by the Plan’s actuary and is the amount that results from applying actuarial assumptions to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal or retirement) between the valuation date and the expected date of payment. The actuarial present value of accumulated plan benefits is presented based on a beginning-of-year benefit information date.

The significant actuarial assumptions used in the January 1, 2015 valuation are as follows:

Method of valuation	Unit credit cost method
Assumed rate of return on investments	7.25%
Mortality	RP-2014 with a blue collar adjustment projected with Scale MP-2014 to 2027 and zero improvements thereafter
Average age of participants receiving benefits	71.8

These actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits. The computations of the actuarial present value of accumulated plan benefits were made as of January 1, 2015. Had the valuation been performed as of December 31, there would be no material differences.

The actuarial present value of accumulated plan benefits of the Plan is as follows:

January 1	**2015**
Accumulated benefits:	
Participants currently receiving payments	$ 1,653,310,587
Other participants	848,746,193
Nonvested benefits	29,012,752
	$ 2,531,069,532

The changes in the actuarial present value of accumulated plan benefits consist of the following:

For the year ended January 1	**2015**
Actuarial present value of accumulated plan benefits, beginning of year	$ 2,487,769,915
Increase for interest due to the decrease in the discount period	170,879,701
Benefits paid	(315,836,460)
Assumption changes	101,723,487
Benefits accumulated and other changes	86,532,889
Actuarial present value of accumulated plan benefits, end of year	$ 2,531,069,532

6 Related-Party Transactions and Party-in-Interest Transactions

Certain Plan investments are managed by the trustee and therefore, these transactions qualify as party-in-interest transactions.

7 Plan Termination

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA.

In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

a. Benefits attributable to employee contributions, taking into account those paid out before termination.
b. Annuity benefits that former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan.
c. Other vested benefits insured by the PBGC up to the application limitations discussed below.
d. Vested benefits not insured by the PBGC.
e. All nonvested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal retirement age benefits, early retirement benefits and certain disability and survivor benefits. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, there is a statutory ceiling, which is adjusted periodically, on the amount of an individual's monthly benefit that the PBGC guarantees.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations, and may also depend on the financial condition of the Plan sponsor and the level of benefits guaranteed by the PBGC.

8 Tax Status

The Internal Revenue Service (IRS) has determined and informed the Company by a letter dated June 1, 2015, that the Plan and related trust are designed in accordance with applicable sections of the Code. The Plan has been amended since receiving the determination letter. However, the Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code.

US GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS or other applicable taxing authorities. The Plan is subject to routine audits by taxing jurisdictions; however, the Plan is not currently under audit with respect to any tax periods in progress.

9 Risks and Uncertainties

The Plan, through the Koch Master Trust, invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statement of net assets available for benefits.

The Plan, through the Koch Master Trust, invests in securities with contractual cash flows, such as asset-backed securities, collateralized mortgage obligations and commercial mortgage backed securities, including securities backed by subprime mortgage loans. The value, liquidity and related income (loss) of these securities are sensitive to changes in economic conditions, including real estate value, delinquencies or defaults, or both, and may be adversely affected by shifts in the market's perception of the issuers and changes in interest rates.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Attachment to Schedule SB - Line 26 - Schedule of Active Participant Data
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Average Age: 45.6
Average Service: 12.1

Schedule of Active Participant Data
Completed Years of Service

Attained Age		< 1	0 to 4	5 to 9	10 to 14	15 to 19	20 to 24	25 to 29	30 to 34	35 to 39	40 & up	Totals
< 25	Count	472	407	9	0	0	0	0	0	0	0	888
25 to 29	Count	349	655	158	6	0	0	0	0	0	0	1,168
30 to 34	Count	237	639	296	106	6	0	0	0	0	0	1,284
35 to 39	Count	198	586	413	273	126	1	0	0	0	0	1,597
40 to 44	Count	133	569	462	342	311	111	6	0	0	0	1,934
45 to 49	Count	108	554	445	303	322	207	189	14	0	0	2,142
50 to 54	Count	60	425	505	293	273	280	368	222	33	0	2,459
55 to 59	Count	40	357	344	249	214	177	295	277	455	47	2,455
60 to 64	Count	5	157	163	103	115	96	130	111	207	235	1,322
65 to 69	Count	0	16	28	6	12	25	26	18	31	67	229
70 & up	Count	0	2	6	4	4	3	2	0	2	10	33
Totals		1,602	4,367	2,829	1,685	1,383	900	1,016	642	728	359	15,511

Attachment to Schedule SB, Part V - Statement of Actuarial Assumptions and Methods
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Appendix A – Statement of Actuarial Assumptions and Methods

Actuarial Assumptions and Methods - Contributions

Economic Assumptions

Interest rate basis:

• Applicable month	September
• Interest rate basis	3-Segment Rates

Interest rates:

	Reflecting Corridors	Not Reflecting Corridors
• First segment rate	4.72%	1.15%
• Second segment rate	6.11%	4.06%
• Third segment rate	6.81%	5.15%
• Effective interest rate	6.27%	4.37%

Administrative expenses — Prior year administrative expenses paid, adjusted for expected deviations and PBGC premiums. For 2015 an amount of $22,450,000 was included in the target normal cost.

Attachment to Schedule SB, Part V - Statement of Actuarial Assumptions and Methods
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Demographic Assumptions

Inclusion date

The valuation date coincident with or next following the date on which the employee becomes a participant.

New or rehired employees

It was assumed there will be no new or rehired employees.

Mortality

- Healthy: Generational mortality table for annuitants and non-annuitants §1.430(h)(3)-(1)(d).
- Disabled: Generational mortality table for annuitants and non-annuitants §1.430(h)(3)-(1)(d).

Termination

Rates varying by age and service per 1,000 participants as follows:

Number leaving during the year

	Years of Service		
Age	*0-2*	*2-4*	*4+*
0-24	300	200	150
25-29	300	200	120
30-34	300	200	100
35-39	300	200	80
40-44	300	200	60
45-49	300	200	50
50-69	300	200	40
70+	0	0	0

Disability

Rates varying by age and gender, per 1,000 participants. Representative rates follow:

Number becoming disabled during the year

Age	Males	Females
30	0.45	0.60
40	1.20	1.95
50	4.95	6.00
60	17.25	13.50

Attachment to Schedule SB, Part V - Statement of Actuarial Assumptions and Methods
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Retirement

Rates varying by age, per 1,000 participants as follows:

- Former participants in the Pension Plan for Hourly-Rated Employees

Number retiring during the year:

Age	Rate
55-60	60
61	90
62-64	250
65-67	300
68-69	200
70+	1,000

- Former participants in the Retirement Plan for Consumer Products and Packaging Employees

Number retiring during the year

Age	Rate
55-59	70
60-61	100
62	400
63-64	350
65-69	300
70+	1,000

- Former participants in the Fort James Retirement Plan for Discontinued Operations

None assumed.

Attachment to Schedule SB, Part V - Statement of Actuarial Assumptions and Methods
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Benefit commencement date:	
• Deferred vested benefit	Age 62, except for certain locations where 65 is the earliest retirement age for deferred inactive participants.
• Disability benefit	Upon disablement
• Retirement benefit	Upon termination of employment
Form of payment	For actives that are eligible for a lump sum form of payment, 70% are assumed to elect a lump sum and 30% are assumed to elect an annuity. All other participants are assumed to elect an annuity.
Percent married	85%
Spouse age	Wife three years younger than husband.
At-risk assumptions	For at-risk calculations, all participants eligible to elect benefits during the current and subsequent ten plan years are assumed to commence benefits at the earliest possible date under the plan, but not before the end of the current plan year, except in accordance with the regular valuation assumptions. In addition, all participants (not just those eligible to begin benefits within the next 11 years) are assumed to elect the most valuable form of benefit under the plan, which is usually the lump sum form of payment for those that are eligible and the 50% Joint and Survivor form of payment.
Timing of benefit payments	Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on the date of decrement.

Methods

Valuation date	First day of plan year.
Funding target	Present value of accrued benefits as required by regulations under IRC §430.
Target normal cost	Present value of benefits expected to accrue during the plan year plus plan-related expenses expected to be paid from plan assets during the plan year as required by regulations under IRC §430.
Actuarial value of assets	Average of the fair market value of assets on the valuation date and 12 and 24 months preceding the valuation date, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of market value, including discounted contributions receivable. The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.
Benefits not valued	All benefits described in the Plan Provisions section of this report were valued. Towers Watson has reviewed the plan provisions with Georgia-Pacific and, based on that review, is not aware of any significant benefits required to be valued that were not. The plan pays small benefits (with a present value up to $5,000) in a single lump sum payment. Such lump sums are not explicitly valued; rather such participants' benefits are valued using the benefit choice assumptions described above.

Attachment to Schedule SB, Part V - Statement of Actuarial Assumptions and Methods
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Assumptions Rationale - Significant Economic Assumptions

Discount rate	The basis chosen was selected by the plan sponsor from among choices prescribed by law, all of which are based on observed market data over certain periods of time.
Lump sum conversion rate	As required by IRC 430, lump sum benefits are valued using "annuity substitution", so that the interest rates assumed are effectively the same as described above for the discount rate.

Assumptions Rationale - Significant Demographic Assumptions

Healthy mortality	Assumptions used for funding purposes are as prescribed by IRC §430(h).
Disabled mortality	Assumptions used for funding purposes are as prescribed by IRC §430(h).
Termination	Termination rates were based on an experience study conducted in 2013, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.
Retirement	Retirement rates were based on an experience study conducted in 2013, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.

Attachment to Schedule SB, Part V - Statement of Actuarial Assumptions and Methods
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Source of Prescribed Methods

Funding methods	The methods used for funding purposes as described in Appendix A, including the method of determining plan assets, are "prescribed methods set by law", as defined in the actuarial standards of practice (ASOPs). These methods are required by IRC §430, or were selected by the plan sponsor from a range of methods permitted by IRC §430.

Changes in Assumptions and Methods

Change in assumptions since prior valuation	The segment interest rates used to calculate the funding target and target normal cost were updated from an applicable month of September 2013 to September 2014 as required by IRC 430.
Change in methods since prior valuation	None.

SCHEDULE SB (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Single-Employer Defined Benefit Plan Actuarial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

▶ File as an attachment to Form 5500 or 5500-SF.

OMB No. 1210-0110

2015

This Form is Open to Public Inspection

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of $1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan
GEORGIA-PACIFIC LLC HOURLY PENSION PLAN

B Three-digit plan number (PN) ▶ 070

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF
GEORGIA-PACIFIC LLC

D Employer Identification Number (EIN)
93-0432081

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2015

2 Assets:

a Market value	**2a**	2,894,738,766
b Actuarial value	**2b**	2,892,508,402

3 Funding target/participant count breakdown

	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	32,088	1,777,285,306	1,777,285,306
b For terminated vested participants	13,003	380,344,047	380,344,047
c For active participants	15,511	567,037,944	600,684,534
d Total	60,602	2,724,667,297	2,758,313,887

4 If the plan is in at-risk status, check the box and complete lines (a) and (b) [ ]

a Funding target disregarding prescribed at-risk assumptions	**4a**	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	**4b**	
5 Effective interest rate	**5**	6.27%
6 Target normal cost	**6**	50,609,128

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE

MICHAEL R. MACE MRM
Signature of actuary

09/23/2016
Date

MICHAEL R. MACE
Type or print name of actuary

1406591
Most recent enrollment number

TOWERS WATSON DELAWARE, INC.
Firm name

314-719-5900
Telephone number (including area code)

101 SOUTH HANLEY
ST. LOUIS MO 63105-3411
Address of the firm

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions [ ]

Part II Beginning of Year Carryover and Prefunding Balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	0	0
10	Interest on line 9 using prior year's actual return of 7.35 %	0	0
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		109,959,771
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of 6.50%		7,147,385
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
	c Total available at beginning of current plan year to add to prefunding balance		117,107,156
	d Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages

14	Funding target attainment percentage	14	104.86 %
15	Adjusted funding target attainment percentage	15	104.86 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	103.84 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
09/14/2016	212,000,000	0			
		Totals ► 18(b)	212,000,000	18(c)	0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
	a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
	b Contributions made to avoid restrictions adjusted to valuation date	19b	0
	c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	191,145,616

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No

c If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:

a Segment rates:

1st segment:	2nd segment:	3rd segment:	☐ N/A, full yield curve used
4.72%	6.11%	6.81%	

b Applicable month (enter code)	21b	4
22 Weighted average retirement age	22	62

23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment	☐ Yes	☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes	☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes	☐ No

27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a		50,609,128
b Excess assets, if applicable, but not greater than line 31a	31b		50,609,128
32 Amortization installments:		Outstanding Balance	Installment
a Net shortfall amortization installment		0	0
b Waiver amortization installment		0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		0
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34		0

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0

36 Additional cash requirement (line 34 minus line 35)	36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	191,145,616
38 Present value of excess contributions for current year (see instructions)		
a Total (excess, if any, of line 37 over line 36)	38a	191,145,616
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0
40 Unpaid minimum required contributions for all years	40	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:

a Schedule elected ☐ 2 plus 7 years ☐ 15 years

b Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

42 Amount of acceleration adjustment	42	0
43 Excess installment acceleration amount to be carried over to future plan years	43	0

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22
Description of Weighted Average Retirement Age
as of January 1, 2015

Age	Retirement Rate	Assumed Number Eligible	Assumed Number Retiring	Age * Number Retiring
55	6%	1,000	60	3,300
56	6%	940	56	3,136
57	6%	884	53	3,021
58	6%	831	50	2,900
59	6%	781	47	2,773
60	6%	734	44	2,640
61	9%	690	62	3,782
62	25%	628	157	9,734
63	25%	471	118	7,434
64	25%	353	88	5,632
65	30%	265	80	5,200
66	30%	185	56	3,696
67	30%	129	39	2,613
68	20%	90	18	1,224
69	20%	72	14	966
70	100%	58	58	4,060
			1,000	62,111
				/ 1,000
			Weighted Average Retirement Age	62

Plan Name: Georgia-Pacific LLC Hourly Pension Plan
EIN / PN: 93-0432081 / 070

Attachment to Schedule SB - Line 26 - Schedule of Active Participant Data
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Average Age: 45.6
Average Service: 12.1

Schedule of Active Participant Data
Completed Years of Service

Attained Age		< 1	1 to 4	5 to 9	10 to 14	15 to 19	20 to 24	25 to 29	30 to 34	35 to 39	40 & up	Totals
< 25	Count	472	407	9	0	0	0	0	0	0	0	888
25 to 29	Count	349	655	158	6	0	0	0	0	0	0	1,168
30 to 34	Count	237	639	296	106	6	0	0	0	0	0	1,284
35 to 39	Count	198	586	413	273	126	1	0	0	0	0	1,597
40 to 44	Count	133	569	462	342	311	111	6	0	0	0	1,934
45 to 49	Count	108	554	445	303	322	207	189	14	0	0	2,142
50 to 54	Count	60	425	505	293	273	280	368	222	33	0	2,459
55 to 59	Count	40	357	344	249	214	177	295	277	455	47	2,455
60 to 64	Count	5	157	163	103	115	96	130	111	207	235	1,322
65 to 69	Count	0	16	28	6	12	25	26	18	31	67	229
70 & up	Count	0	2	6	4	4	3	2	0	2	10	33
Totals		1,602	4,367	2,829	1,685	1,383	900	1,016	642	728	359	15,511

Attachment to Schedule SB, Part V - Statement of Actuarial Assumptions and Methods
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Appendix A – Statement of Actuarial Assumptions and Methods

Actuarial Assumptions and Methods - Contributions

Economic Assumptions

Interest rate basis:

• Applicable month	September
• Interest rate basis	3-Segment Rates

Interest rates:

	Reflecting Corridors	Not Reflecting Corridors
• First segment rate	4.72%	1.15%
• Second segment rate	6.11%	4.06%
• Third segment rate	6.81%	5.15%
• Effective interest rate	6.27%	4.37%

Administrative expenses — Prior year administrative expenses paid, adjusted for expected deviations and PBGC premiums. For 2015 an amount of $22,450,000 was included in the target normal cost.

Attachment to Schedule SB, Part V - Statement of Actuarial Assumptions and Methods
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Demographic Assumptions

Inclusion date

The valuation date coincident with or next following the date on which the employee becomes a participant.

New or rehired employees

It was assumed there will be no new or rehired employees.

Mortality

- Healthy: Generational mortality table for annuitants and non-annuitants §1.430(h)(3)-(1)(d).
- Disabled: Generational mortality table for annuitants and non-annuitants §1.430(h)(3)-(1)(d).

Termination

Rates varying by age and service per 1,000 participants as follows:

Number leaving during the year

	Years of Service		
Age	*0-2*	*2-4*	*4+*
0-24	300	200	150
25-29	300	200	120
30-34	300	200	100
35-39	300	200	80
40-44	300	200	60
45-49	300	200	50
50-69	300	200	40
70+	0	0	0

Disability

Rates varying by age and gender, per 1,000 participants. Representative rates follow:

Number becoming disabled during the year

Age	Males	Females
30	0.45	0.60
40	1.20	1.95
50	4.95	6.00
60	17.25	13.50

Attachment to Schedule SB, Part V - Statement of Actuarial Assumptions and Methods
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Retirement

Rates varying by age, per 1,000 participants as follows:

- Former participants in the Pension Plan for Hourly-Rated Employees

Number retiring during the year:

Age	Rate
55-60	60
61	90
62-64	250
65-67	300
68-69	200
70+	1,000

- Former participants in the Retirement Plan for Consumer Products and Packaging Employees

Number retiring during the year

Age	Rate
55-59	70
60-61	100
62	400
63-64	350
65-69	300
70+	1,000

- Former participants in the Fort James Retirement Plan for Discontinued Operations

None assumed.

Attachment to Schedule SB, Part V - Statement of Actuarial Assumptions and Methods
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Benefit commencement date:	
• Deferred vested benefit	Age 62, except for certain locations where 65 is the earliest retirement age for deferred inactive participants.
• Disability benefit	Upon disablement
• Retirement benefit	Upon termination of employment
Form of payment	For actives that are eligible for a lump sum form of payment, 70% are assumed to elect a lump sum and 30% are assumed to elect an annuity. All other participants are assumed to elect an annuity.
Percent married	85%
Spouse age	Wife three years younger than husband.
At-risk assumptions	For at-risk calculations, all participants eligible to elect benefits during the current and subsequent ten plan years are assumed to commence benefits at the earliest possible date under the plan, but not before the end of the current plan year, except in accordance with the regular valuation assumptions. In addition, all participants (not just those eligible to begin benefits within the next 11 years) are assumed to elect the most valuable form of benefit under the plan, which is usually the lump sum form of payment for those that are eligible and the 50% Joint and Survivor form of payment.
Timing of benefit payments	Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on the date of decrement.

Methods

Valuation date	First day of plan year.
Funding target	Present value of accrued benefits as required by regulations under IRC §430.
Target normal cost	Present value of benefits expected to accrue during the plan year plus plan-related expenses expected to be paid from plan assets during the plan year as required by regulations under IRC §430.
Actuarial value of assets	Average of the fair market value of assets on the valuation date and 12 and 24 months preceding the valuation date, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of market value, including discounted contributions receivable. The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.
Benefits not valued	All benefits described in the Plan Provisions section of this report were valued. Towers Watson has reviewed the plan provisions with Georgia-Pacific and, based on that review, is not aware of any significant benefits required to be valued that were not. The plan pays small benefits (with a present value up to $5,000) in a single lump sum payment. Such lump sums are not explicitly valued; rather such participants' benefits are valued using the benefit choice assumptions described above.

Attachment to Schedule SB, Part V - Statement of Actuarial Assumptions and Methods
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Assumptions Rationale - Significant Economic Assumptions

Discount rate	The basis chosen was selected by the plan sponsor from among choices prescribed by law, all of which are based on observed market data over certain periods of time.
Lump sum conversion rate	As required by IRC 430, lump sum benefits are valued using "annuity substitution", so that the interest rates assumed are effectively the same as described above for the discount rate.

Assumptions Rationale - Significant Demographic Assumptions

Healthy mortality	Assumptions used for funding purposes are as prescribed by IRC §430(h).
Disabled mortality	Assumptions used for funding purposes are as prescribed by IRC §430(h).
Termination	Termination rates were based on an experience study conducted in 2013, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.
Retirement	Retirement rates were based on an experience study conducted in 2013, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.

Attachment to Schedule SB, Part V - Statement of Actuarial Assumptions and Methods
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Source of Prescribed Methods

Funding methods	The methods used for funding purposes as described in Appendix A, including the method of determining plan assets, are "prescribed methods set by law", as defined in the actuarial standards of practice (ASOPs). These methods are required by IRC §430, or were selected by the plan sponsor from a range of methods permitted by IRC §430.

Changes in Assumptions and Methods

Change in assumptions since prior valuation	The segment interest rates used to calculate the funding target and target normal cost were updated from an applicable month of September 2013 to September 2014 as required by IRC 430.
Change in methods since prior valuation	None.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Appendix B – Summary of Plan Provisions

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**
Former plan	Georgia-Pacific LLC Pension Plan for Hourly-Rated Employees (merged effective 12/31/2010)
Purpose	1/1/2015 Funding Valuation
Type of plan	Flat Dollar
Normal form	Life annuity, if single, except Exhibit 365 is 3-year certain and life annuity and Exhibit 402 is 5-year certain and life annuity
Plan eligibility	Date of employment, but date of coverage may vary by location
Benefit service	1 year for every 12 months of service
Class	Hourly paid employees varying by Exhibit
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A. Certain locations have grandfathered offset or add-on benefits

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	Generally, AB, payable immediately
Early retirement	55	5	--	Generally, AB, reduced 6% per year before age 62. Some locations have grandfathered reductions
Postponed retirement	> 65	--	--	Generally, AB, payable immediately
Vested termination	--	5	--	Generally, AB, reduced 6% per year before age 62. Some locations have grandfathered reductions
Disablement	--	5	--	Generally, AB, if totally disabled, payable 6 months after date of disablement
Pre-ret death	--	5	--	Generally, 50% of AB, reduced for 50% J&S, payable for life of spouse. Benefit commences at age 62

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Dubuque, Iowa
		Exhibit number:	439 - A
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	Elapsed time from Date of Hire, includes some Predecessor Plan service, excludes service prior to 07/17/1984		
Class	Union employees - USW, Local 1861U		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	5	--	AB, reduced 6% per year from age 62; other reduction may apply for Predecessor Plan employees
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced 6% per year from age 62; other reduction may apply for Predecessor Plan employees
Disablement	--	5	--	AB, if considered totally disabled by the SSA and remains totally disabled for 6 months
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Spartanburg, South Carolina
		Exhibit number:	441 - A
Type of plan	Flat Dollar		
Normal form	3 Year certain and life annuity		
Plan eligibility	Date of Hire		
Benefit service	Elapsed time from Date of Hire after 03/16/1981, but not less than under Predecessor Plan as of 04/30/2004		
Class	Certain hourly employees not covered by a collective bargaining agreement		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	5	--	AB, reduced 6% per year from age 62
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced 6% per year from age 62
Disablement	--	10 yrs VS with 1 yr BS or 5 yrs BS	--	AB, if considered totally disabled by the SSA and remains totally disabled for 6 months
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Fort Smith, Arkansas
		Exhibit number:	443 - A
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	Elapsed time from Date of Hire		
Class	Certain hourly employees not covered by a collective bargaining agreement		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	5	--	AB, reduced 6% per year from age 62
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced 6% per year from age 62
Disablement	--	5	--	AB, if considered totally disabled by the SSA and remains totally disabled for 6 months
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**			
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)			
Purpose	1/1/2015 Funding Valuation		Location name:	Wauna Mill Division
			Exhibit number:	56 - B
Type of plan	Flat Dollar			
Normal form	Life Annuity			
Plan eligibility	Date of Hire			
Benefit service	Elapsed time from Date of Hire			
Pension earnings	Regular straight time job rate			
Class	Union employees - USW, Local 1097			
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A, based on regular straight time job rate			

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 3% per year from age 65
	58	14	--	
	59	10	--	
	60	5	--	
	62	20	--	AB, payable immediately
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced for early commencement per plan specific table
Disablement	--	10	--	AB, if totally and permanently disabled
Pre-ret death	--	5	--	► Actives: AB, reduced for 100% J&S, payable for life of spouse ► Terminated: 50% of AB, reduced for 50% J&S, payable for life of spouse ► $1,000 Lump Sum

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Camas Mill Division
		Exhibit number:	85 - B
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	Elapsed time from Date of Hire		
Pension earnings	Regular straight time job rate		
Class	Union employees - AWPPW, Local 5		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A, based on regular straight time job rate		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 3% per year from age 65
	58	14	--	
	59	10	--	
	60	5	--	
	62	20	--	AB, payable immediately
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced for early commencement per plan specific table
Disablement	--	5	--	AB, if considered disabled by the SSA
Pre-ret death	--	5	--	► Actives: AB, reduced for 100% J&S, payable for life of spouse ► Terminated: 50% of AB, reduced for 50% J&S, payable for life of spouse ► $1,000 Lump Sum

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Epic Plant, Parchment, Michigan
		Exhibit number:	215 - B
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	Completed months from Date of Hire		
Class	Union employees - USW, Local 323		

Accumulated benefit — Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.

Benefit	Age	Vest Svc	Age + Memb Svc	Description
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 2.4% per year from age 65 to age 60 and 4.8% per year before age 60
Early retirement for Initial Staffing employees	55	--	--	AB, reduced 2.4% per year from age 62 to age 60 and 4.8% per year before age 60
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced same as early retirement
Disablement	--	5	--	AB, if totally and permanently disabled
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**			
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)			
Purpose	1/1/2015 Funding Valuation		Location name:	St. Mary's, Georgia
			Exhibit number:	261 - B
Type of plan	Flat Dollar			
Normal form	Life Annuity			
Plan eligibility	Date of Hire			
Benefit service	Hours	Benefit Service		
	< 800	0.0		
	800 - 999	0.5		
	> 999	1.0		
Class	Union employees - USW, Local 958			
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.			

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
	62	20	--	AB, payable immediately
Early retirement	55	--	--	AB, reduced 5% per year from Normal Retirement Date
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced 5% per year from Normal Retirement Date
Disablement	--	5	--	AB, if considered totally disabled by the SSA
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Green Bay, Wisconsin
		Exhibit number:	262 - B
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	One month of benefit service for each month in which employee earns at least 80 Hours of Service, up to maximum of 12 months per plan year		
Class	Union employees - USW, Local 2-327 and 2-213		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 6% per year from age 62
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB as of date of termination. With 15 years of benefit service, benefit may begin at age 55, reduced 6% per year from age 65
Disablement	--	5	--	AB, if considered totally disabled by the SSA
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse
	--	15	--	$14.25 times benefit service at time of death, beginning the month following the month in which the spouse is eligible to receive SS retirement benefits, payable for 10 years or until remarriage or death

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**			
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)			
Purpose	1/1/2015 Funding Valuation		Location name:	Lexington, Kentucky
			Exhibit number:	266 - B
Type of plan	Flat Dollar			
Normal form	Life Annuity			
Plan eligibility	Date of Hire			
Benefit service	One month of benefit service for each month in which employee earns at least 80 Hours of Service, up to maximum of 12 months per plan year			
Class	Union employees - International Brotherhood of Teamsters, Local 651			
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.			
Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 6% per year from age 65 for participants terminating before age 62. Unreduced AB for participants terminating after age 62
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB as of date of termination. With 15 years of benefit service, benefit may begin at age 55, reduced 6% per year from age 65
Disablement	--	5	--	AB, if considered totally disabled by the SSA
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	(USW) Hourly Employees at the Canal, Washington Street, Wausau, Ashland, Neenah Pilot, and Wisconsin Preparatory Center
		Exhibit number:	269 - B
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	One month of benefit service for each month in which employee earns at least 80 Hours of Service, up to maximum of 12 months per plan year		
Class	Union employees - PACE, Local 148 and 224		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 6% per year from age 62 for participants terminating before age 62. Unreduced AB for participants terminating after age 62.
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB as of date of termination. With 15 years of benefit service, benefit may begin at age 55, reduced 6% per year from age 65
Disablement	--	5	--	AB, if considered totally disabled by the SSA
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse
	--	15	--	$10.00 times benefit service at time of death, beginning the month following the month in which the spouse is eligible to receive SS retirement benefits, payable for 10 years or until remarriage or death

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Naheola Mill
		Exhibit number:	271 - B
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	One month of benefit service for each month in which employee earns at least 80 Hours of Service, up to maximum of 12 months per plan year		
Class	Union employees - IBEW, Local 2048		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 3% per year from age 65 to age 60 and 6% per year from age 60 to age 55 for participants terminating before age 62. Unreduced AB for participants terminating after age 62
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB as of date of termination. With 15 years of benefit service, benefit may begin at age 55, reduced 4% per year from age 65 to age 60 and 6% per year from age 60 to age 55
Disablement	--	5	--	AB, if considered totally disabled by the SSA and remains totally disabled for 6 months
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse
	--	15	--	$1.875 times benefit service at time of death, beginning the month following the month in which the spouse is eligible to receive SS retirement benefits, payable for 10 years or until remarriage or death

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**
Former plan	Georgia-Pacific LLC Fort James Retirement Plan for Discontinued Operations (merged effective 12/31/2010)
Purpose	1/1/2015 Funding Valuation
Type of plan	Frozen Flat Dollar
Normal form	Life Annuity
Plan eligibility	Participants of prior plans as specified in plan document
Benefit service	No further benefit service will accrue under this plan
Class	All employees covered by a collective bargaining agreement with the union described in the applicable exhibit
Accumulated benefit	Dollar per month of benefit service as specified in the plan document. No further benefits will accrue under this plan

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced according to exhibits as specified in plan document
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced for early commencement, according to exhibits as specified in plan document
Disablement	varies	varies	--	Eligibility and reduction of AB varies by exhibit as specified in plan document
Pre-ret death	55	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse, beginning on participant's NRD

Changes in Benefits Valued Since Prior Year

There have been no changes in benefits valued since the prior year.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Optional Forms of Payment

In addition to the normal form of payment, participants are eligible to elect the following actuarial equivalent optional forms:

Single Life Annuity – An annuity payable for the participant's life only.

Joint and Survivor Annuity – An annuity payable for the participant's life and upon death, an annuity payable to the beneficiary based on the percentage elected and using conversion factors based on the plan actuarial equivalence bases.

Certain and Life – An annuity payable for the participant's lifetime, and upon death, an annuity payable to the beneficiary for the certain period.

Lump Sum – Single payment paid to participants who meet plan requirements.

Certain locations have additional forms of payment available.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Georgia-Pacific LLC Hourly Pension Plan
Table A - Locations with Active Employees

Exhibit	Location Name	Benefit Service Start Date	Tier Date	2014 Benefit Level	2015 Benefit Level	2016 Benefit Level	2017 Benefit Level	2018 Benefit Level	Effective Date, if other than January 1st	Union Contract Expiration Date
001 - A	Blue Rapids, Kansas		Tier 1: Service before 1/1/2014	$31.75	$31.75	$31.75				8/31/2016
			Tier 2: Service after 1/1/2014	$32.75	$33.75	$34.75				
006 - A	Las Vegas, Nevada	10/1/1987		$29.00	$29.00					Non-Union
007 - A	Cuba, Missouri	5/1/1978		$29.00	$29.00					Non-Union
008 - A	Canby, Oregon	4/1/1975		$35.00	$35.00					Non-Union
009 - A	Acme, Texas		Tier 1: Service before 1/1/2013	$32.00	$32.00	$32.00				7/31/2016
			Tier 2: Service after 1/1/2013	$33.00	$33.75	$34.50				
013 - A	Lovell, Wyoming	7/31/1967	Tier 1: Service before 1/1/2014	$34.00	$34.00					8/31/2015
			Tier 2: Service after 1/1/2014	$35.00	$36.00					
016 - A	Fort Dodge, Iowa		Tier 1: Service before 1/1/2012	$29.00	$29.00	$29.00	$29.00			6/19/2018
			Tier 2: Service after 1/1/2012	$32.00	$33.00	$34.00	$35.00			
018 - A	Marietta, Georgia		Tier 1: Service before 1/1/2014	$34.00	$34.00					11/30/2015
			Tier 2: Service after 1/1/2014	$35.00	$36.00					
025 - A	Crossett, Arkansas			$37.00	$37.00					7/31/2015
026 - A	Martinsville, Virginia			$34.00	$35.00				July 1st (2014)	7/9/2016
028 - A	Augusta, Georgia			$32.00	$33.00	$34.00				1/27/2016
029 - A	Huntsville, Alabama			$29.00	$30.00	$31.00				6/20/2016
031 - A	Dudley, North Carolina			$28.00	$28.00					Non-Union
032 - A	Crossett, Arkansas	1/1/1959	Tier 1: Service before 1/1/2012	$35.00	$35.00					5/31/2014
			Tier 2: Service after 1/1/2012	$36.00	$36.00					
036 - A	Crossett, Arkansas	1/1/1959		$37.00	$38.00	$39.00				1/15/2016
042 - A	Phillips, Wisconsin		Tier 1: Service before 1/1/2013	$35.00	$35.00	$35.00				7/31/2016
			Tier 2: Service after 1/1/2013	$38.00	$39.00	$39.00				
048 - A	Big Island, Virginia		Tier 1: DOH before 1/8/2013	$51.00	$52.00					10/31/2015
			Tier 2: DOH after 1/8/2013	$50.00	$50.00					
052 - A	West Monroe, Louisiana	11/23/1981		$32.50	$33.50	$34.50				1/28/2017
065 - A	Monticello, Mississippi		Tier 1: DOH before 10/1/2012, Service before 7/1/1984	$32.00	$33.00	$34.00				9/30/2016
			Tier 2: DOH before 10/1/2012, Service after 7/1/1984	$50.00	$51.00	$52.00				
			Tier 3: DOH after 10/1/2012	$50.00	$50.00	$50.00				
066 - A	Oshkosh, Wisconsin			$34.00	$35.00	$36.00				6/30/2016
067 - A	Philomath, Oregon	4/1/1992		$36.00	$36.00					Non-Union
072 - A	Brunswick, Georgia	2/1/1990	Tier 1: DOH before 1/4/2011	$52.00	$52.00					1/3/2015
			Tier 2: DOH after 1/4/2011	$50.00	$50.00					
073 - A	Mt. Wolf, Pennsylvania	7/17/1984		$33.00	$34.00					10/31/2015
077 - A	Palatka, Florida		Tier 1: Service before 6/1/1972	$16.00	$16.00	$16.00	$16.00			3/31/2017
			Tier 2: Service 6/1/1972 to 12/31/2009	$32.00	$32.00	$32.00	$32.00			
			Tier 3: Service after 1/1/2010	$36.00	$36.00	$37.00	$37.00			
078 - A	Madison, Georgia	9/1/1987		$28.00	$28.00					Non-Union
081 - A	Plattsburgh, New York		Tier 1: DOH before 10/1/2013	$50.00	$50.00	$51.00	$52.00			9/30/2017
			Tier 2: DOH after 10/1/2013	$50.00	$50.00	$50.00	$50.00			
083 - A	Cleveland, Tennessee			$29.00	$30.00					7/31/2015
084 - A	Milan, Michigan		Tier 1: Service before 9/1/1987	$21.00	$21.00	$22.00	$23.00			5/2/2017
			Tier 2: Service after 9/1/1987	$35.00	$35.00	$36.00	$37.00			
085 - A	Kansas City, Missouri			$32.00	$32.00					9/30/2018
106 - A	Owosso, Michigan	11/23/1981		$31.00	$32.00					2/14/2015
107 - A	Mt. Olive, Illinois		Tier 1: Service before 9/1/1987	$16.00	$17.00	$18.00				2/7/2016
			Tier 2: Service after 9/1/1987	$32.00	$33.00	$34.00				
119 - A	Port Hudson, Louisiana		Tier 1: DOH before 6/6/2013	$50.00	$50.00	$51.00	$52.00			6/6/2017
			Tier 2: DOH after 6/6/2013	$50.00	$50.00	$50.00	$50.00			
120 - A	Albany, Georgia	11/23/1981		$30.00	$31.00	$32.00				3/15/2016
122 - A	Akron, Ohio	7/17/1984		$35.00	$36.00	$37.00				9/30/2016
123 - A	Circleville, Ohio			$33.00	$34.00					6/30/2015

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Georgia-Pacific LLC Hourly Pension Plan
Table A - Locations with Active Employees

Exhibit	Location Name	Benefit Service Start Date	Tier Date	2014 Benefit Level	2015 Benefit Level	2016 Benefit Level	2017 Benefit Level	2018 Benefit Level	Effective Date, if other than January 1st	Union Contract Expiration Date
125 - A	Bradford, Pennsylvania			$32.00	$33.00	$34.00				3/31/2016
126 - A	Crossett, Arkansas			$50.00	$50.00					6/30/2018
127 - A	Atlanta, Georgia	7/17/1984		$32.00	$33.00	$34.00				10/15/2016
136 - A	Crossett, Arkansas		Tier 1: DOH before 8/1/2011	$46.00	$47.00					7/31/2015
			Tier 2: DOH after 8/1/2011	$45.00	$45.00					
137 - A	Buena Park, California			$38.00	$38.00					6/14/2019
140 - A	Monticello, Georgia		Tier 1: Service before 10/1/2013	$34.00	$34.00	$34.00			October 1st (2013)	9/30/2016
			Tier 2: Service after 10/1/2013	$36.00	$37.00	$37.00				
153 - A	Prosperity, South Carolina			$28.00	$28.00					Non-Union
154 - A	Warm Springs, Georgia			$28.00	$28.00					Non-Union
159 - A	Taylorsville, Mississippi	1/1/1959	Tier 1: Service before 1/1/2011	$34.00	$34.00	$34.00	$34.00			5/31/2017
			Tier 2: Service after 1/1/2011	$37.00	$38.00	$38.00	$39.00			
165 - A	Fayette, Alabama			$28.00	$28.00					Non-Union
180 - A	Sweetwater, Texas	4/16/1996		$29.00	$29.00					Non-Union
191 - A	Warrenton, Georgia			$28.00	$28.00					Non-Union
193 - A	Newington, New Hampshire	4/16/1996		$29.00	$29.00					Non-Union
195 - A	Bay Springs, Mississippi			$28.00	$28.00					Non-Union
207 - A	Creedmoor, North Carolina	7/1/1987		$28.00	$28.00					Non-Union
208 - A	Dudley, North Carolina			$28.00	$28.00					Non-Union
214 - A	McCormick, South Carolina			$28.00	$28.00					Non-Union
215 - A	Prosperity, South Carolina			$28.00	$28.00					Non-Union
249 - A	Modesto, California			$38.00	$38.00					6/14/2019
251 - A	Olympia, Washington			$38.00	$38.00					6/14/2019
255 - A	Jarratt, Virginia		Tier 1: Service before 1/1/1979	$12.00	$12.00					6/1/2014
			Tier 2: Service 1/1/1979 to 12/31/2010	$30.00	$30.00					
			Tier 3: Service after 1/1/2011	$33.00	$33.00					
260 - A	Palatka, Florida		Tier 1: DOH before 7/26/2013	$36.00	$37.00	$37.00			September 1st (2014)	8/31/2016
			Tier 2: DOH after 7/26/2013	$35.00	$35.00	$35.00				
266 - A	Taylorsville, Mississippi	1/1/1959	Tier 1: Service before 1/1/2011	$34.00	$34.00	$34.00	$34.00			5/31/2017
			Tier 2: Service after 1/1/2011	$37.00	$38.00	$38.00	$39.00			
267 - A	Crossett, Arkansas			$50.00	$50.00					6/12/2018
273 - A	Emporia, Virginia		Tier 1: Service before 1/1/2013	$34.00	$34.00					11/30/2015
			Tier 2: Service after 1/1/2013	$36.00	$37.00					
291 - A	Russellville, South Carolina			$34.00	$34.00					11/30/2011
297 - A	Sterling, Georgia		Tier 1: Service before 1/1/2011	$31.00	$31.00	$31.00	$31.00			10/31/2017
			Tier 2: Service after 1/1/2011	$34.00	$35.00	$35.00	$36.00			
305 - A	Hawthorne, Florida		Tier 1: Service before 1/1/2010	$34.00	$34.00					7/31/2013
			Tier 2: Service after 1/1/2010	$37.00	$37.00					
315 - A	Savannah, Georgia		Tier 1: Service 4/16/1996 to 8/31/2001	$25.00	$25.00					Non-Union
			Tier 2: Service after 2/15/2004	$29.00	$29.00					
334 - A	Wheatfield, Indiana	1/1/1999		$32.00	$32.00	$32.00	$32.00	$32.00		4/30/2017
365 - A	Camden, New Jersey		Tier 1: Service before 1/1/2014	$33.00	$33.00	$33.00				11/12/2016
			Tier 2: Service after 1/1/2014	$34.00	$35.00	$36.00				
380 - A	Fordyce, Arkansas			$28.00	$28.00					Non-Union
382 - A	Hosford, Florida			$28.00	$28.00					Non-Union
385 - A	Sigurd, Utah	8/1/2005		$29.00	$29.00					Non-Union
391 - A	Antioch, California			$41.00	$41.00	$41.00	$41.00	$41.00		6/30/2018
392 - A	Tacoma, Washington	1/1/2001 plus accrued benefit 12/31/2000	Tier 1: DOH before 1/1/2001, Service before 1/1/2014	$45.00	$45.00	$45.00				7/31/2016
			Tier 2: DOH before 1/1/2001, Service after 1/1/2014	$46.00	$47.00	$48.00				
			Tier 3: DOH after 1/1/2001, Service before 1/1/2014	$39.00	$39.00	$39.00				
			Tier 4: DOH after 1/1/2001, Service after 1/1/2014	$40.00	$41.00	$42.00				
402 - A	Toledo, Oregon			$51.00	$52.00					12/31/2015
407 - A	Cleveland, Texas	9/13/2002		$28.00	$28.00					Non-Union
412 - A	Palatka, Florida		Tier 1: DOH before 4/14/2013	$51.00	$52.00	$52.00			June 1st	5/31/2016
			Tier 2: DOH after 4/14/2013	$50.00	$50.00	$50.00				
413 - A	San Francisco, California			$38.00	$38.00					6/14/2019
415 - A	Palatka, Florida		Tier 1: DOH before 7/24/2013	$51.00	$52.00	$52.00			June 1st	5/31/2016
			Tier 2: DOH after 7/24/2013	$50.00	$50.00	$50.00				

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Georgia-Pacific LLC Hourly Pension Plan
Table A - Locations with Active Employees

Exhibit	Location Name	Benefit Service Start Date	Tier Date	2014 Benefit Level	2015 Benefit Level	2016 Benefit Level	2017 Benefit Level	2018 Benefit Level	Effective Date, if other than January 1st	Union Contract Expiration Date
416 - A	Palatka, Florida		Tier 1: DOH before 6/17/2013 Tier 2: DOH after 6/17/2013	$51.00 $50.00	$52.00 $50.00	$52.00 $50.00			June 1st	5/31/2016
418 - A	Thomsby, Alabama	3/1/2007		$28.00	$28.00					Non-Union
419 - A	Camden, Texas	4/1/2007		$28.00	$28.00					Non-Union
420 - A	Camden, Texas	4/1/2007		$28.00	$28.00					Non-Union
421 - A	Corrigan, Texas	4/1/2007		$28.00	$28.00					Non-Union
422 - A	Gurdon, Arkansas	4/1/2007		$28.00	$28.00					Non-Union
423 - A	Gurdon, Arkansas	4/1/2007		$28.00	$28.00					Non-Union
426 - A	Cedar Springs, GA		Tier 1: DOH before 4/1/2013 Tier 2: DOH after 4/1/2013	$6.67 $6.67	$6.67 $6.67	$7.67 $6.67	$8.67 $6.67			3/30/2017
428 - A	Brewton, Alabama	5/26/2008	Tier 1: DOH before 5/26/2008 Tier 2: DOH 5/26/2008 to 10/31/2011 Tier 3: DOH after 11/1/2011	$61.00 $51.00 $50.00	$62.00 $52.00 $50.00					10/31/2015
429 - A	Brewton, Alabama	5/26/2008	Tier 1: DOH before 5/26/2008 Tier 2: DOH 5/26/2008 to 10/31/2011 Tier 3: DOH after 11/1/2011	$61.00 $51.00 $50.00	$62.00 $52.00 $50.00					10/31/2015
430 - A	Brewton, Alabama	5/26/2008	Tier 1: DOH before 5/26/2008 Tier 2: DOH 5/26/2008 to 10/31/2011 Tier 3: DOH after 11/1/2011	$61.00 $51.00 $50.00	$62.00 $52.00 $50.00					10/31/2015
431 - A	Brewton, Alabama	5/26/2008	Tier 1: DOH before 5/26/2008 Tier 2: DOH 5/26/2008 to 10/31/2011 Tier 3: DOH after 11/1/2011	$61.00 $51.00 $50.00	$62.00 $52.00 $50.00					10/31/2015
432 - A	Coos Bay, Oregon			$43.00	$43.00	$43.00				5/31/2016
439 - A	Dubuque, Iowa	7/17/1984		$32.50	$32.50	$33.50	$34.50			10/31/2017
441 - A	Spartanburg, South Carolina	3/16/1981	Tier 1: Service before 5/1/1986 Tier 2: Service after 5/1/1986	$10.00 $27.00	$10.00 $27.00					Non-Union
443 - A	Fort Smith, Arkansas			$37.85	$37.85					Non-Union
444 - A	Diboll, Texas	7/19/2013		$35.00	$35.00					
445 - A	Monroeville, Alabama	7/19/2013		$25.00	$26.00	$27.00	$28.00			8/6/2018
446 - A	Thomson, Georgia	7/19/2013		$35.00	$35.00					Non-Union
447 - A	Kane, Pennsylvania	7/19/2013		$35.00	$35.00					Non-Union
448 - A	Diboll, Texas	7/19/2013		$35.00	$35.00					Non-Union
449 - A	Diboll, Texas	7/19/2013		$35.00	$35.00					Non-Union
450 - A	Hope, Arkansas	7/19/2013		$35.00	$35.00					Non-Union
451 - A	Fredericksburg, Texas	7/19/2013		$35.00	$35.00					Non-Union
452 - A	West Memphis, Arkansas	7/19/2013		$35.00	$35.00					
453 - A	McQueeney, Texas	7/19/2013		$35.00	$35.00					Non-Union
454 - A	Fletcher, Oklahoma	7/19/2013		$35.00	$35.00					Non-Union
455 - A	Cumberland City, Tennessee	7/19/2013		$35.00	$35.00					Non-Union
456 - A	DeQuincy, Louisiana	7/19/2013		$35.00	$35.00					Non-Union
457 - A	Pineland, Texas	7/19/2013		$35.00	$35.00					Non-Union
458 - A	Diboll, Texas	7/19/2013		$35.00	$35.00					Non-Union
459 - A	Rome, Georgia	7/19/2013		$24.00	$25.00	$26.00	$27.00	$27.00		2/1/2018
460 - A	Diboll, Texas	7/19/2013		$35.00	$35.00					
66 - B	Wauna Mill Clatskanie, Oregon			ranging from $38.50 - $78.00	ranging from $38.50 - $78.00					3/31/2014
85 - B	Camas Mill Camas, Washington			ranging from $38.00 - $65.50	ranging from $38.00 - $65.50					5/31/2014
215 - B	Epic, Michigan			$30.50	$31.50					3/31/2015
261 - B	St. Mary's, Georgia			$34.00	$35.00	$36.00				9/5/2016
262 - B	Green Bay, Wisconsin		Tier 1: DOH before 5/1/2012 Tier 2: DOH after 5/1/2012	$50.00 $50.00	$51.00 $50.00	$52.00 $50.00				4/30/2016
266 - B	Lexington, Kentucky			$38.00	$38.00	$38.00				7/13/2016
269 - B	Neenah, Wisconsin		Tier 1: DOH before 5/1/2013 Tier 2: DOH after 5/1/2013	$41.00 $41.00	$42.00 $41.00	$43.00 $41.00			May 1st	4/30/2017
271 - B	Naheola Facility, Pennington, Alabama			$59.00	$59.00					2/28/2015

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22
Description of Weighted Average Retirement Age
as of January 1, 2015

Age	Retirement Rate	Assumed Number Eligible	Assumed Number Retiring	Age * Number Retiring
55	6%	1,000	60	3,300
56	6%	940	56	3,136
57	6%	884	53	3,021
58	6%	831	50	2,900
59	6%	781	47	2,773
60	6%	734	44	2,640
61	9%	690	62	3,782
62	25%	628	157	9,734
63	25%	471	118	7,434
64	25%	353	88	5,632
65	30%	265	80	5,200
66	30%	185	56	3,696
67	30%	129	39	2,613
68	20%	90	18	1,224
69	20%	72	14	966
70	100%	58	58	4,060
			1,000	62,111
				/ 1,000
			Weighted Average Retirement Age	62

Plan Name: Georgia-Pacific LLC Hourly Pension Plan
EIN / PN: 93-0432081 / 070

Financial Statements and Report of
Independent Certified Public Accountants

Georgia-Pacific LLC Hourly Pension Plan

December 31, 2014 and 2013

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Note: All schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, as amended (ERISA) have been omitted because they are not applicable.

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Plan Administrator
Georgia-Pacific LLC Hourly Pension Plan

Report on the financial statements

We were engaged to audit the accompanying financial statements of the **Georgia-Pacific LLC Hourly Pension Plan** (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2014 and 2013, and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for disclaimer of opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the certified information described in Note 3, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan administrator that the certifying entity meets the requirements of 29 CFR 2520.103-8. The Plan administrator obtained a certification from this entity as of December 31, 2014 and 2013, and for the years then ended, stating that the certified information provided to the Plan administrator is complete and accurate.

Disclaimer of opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Report on form and content in compliance with DOL rules and regulations

The form and content of the information included in the financial statements, other than that derived from the certified information described in Note 3, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Grant Thornton LLP

Atlanta, GA
September 15, 2015

Statements of net assets available for benefits

December 31	2014	2013
Assets:		
Investment in Koch Companies Defined Benefit Master Trust, at fair value	**$ 2,833,448,257**	$ 2,693,363,012
Employer contributions receivable	**74,000,000**	226,100,000
Total assets	**2,907,448,257**	2,919,463,012
Liabilities:		
Accrued liabilities	**847,649**	843,697
Total liabilities	**847,649**	843,697
Net assets available for benefits	**$ 2,906,600,608**	$ 2,918,619,315

Statements of changes in net assets available for benefits

For the years ended December 31	2014	2013
Additions:		
Net appreciation of investment in Koch Companies Defined Benefit Master Trust, at fair value	**$ 198,630,876**	$ 163,290,262
Employer contributions	**118,600,000**	271,400,000
Total additions, net	**317,230,876**	434,690,262
Deductions:		
Benefit payments to participants and beneficiaries	**315,836,460**	179,024,571
Administrative expenses	**13,413,123**	11,405,176
Total deductions	**329,249,583**	190,429,747
Net increase (decrease)	**(12,018,707)**	244,260,515
Net assets available for benefits, beginning of year	**2,918,619,315**	2,674,358,800
Net assets available for benefits, end of year	**$2,906,600,608**	$2,918,619,315

Notes to financial statements

1 Description of the Plan

The following description of the Georgia-Pacific LLC Hourly Pension Plan (the Plan) provides only general information. Participants should refer to the Plan document for more complete information.

General

The Plan is a noncontributory defined benefit pension plan, established to provide retirement, death, and disability benefits. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Plan covers certain groups of non-union hourly employees and union hourly employees of Georgia-Pacific LLC, a Delaware limited liability company, and its affiliates (the Employer or Company). Certain non-union hourly employees are eligible to participate upon the participant's date of hire. Certain groups of union hourly employees are eligible to participate as of their initial dates of hire, if participation in the Plan is negotiated in the collective bargaining agreement governing their employment. A leased employee, as defined in Section 414(n) of the Internal Revenue Code (the Code) is not eligible to participate in the Plan.

The trustee of the Plan, Bank of New York Mellon/BNY Mellon, N.A., formerly Mellon Bank, N.A. (the trustee), and the Koch Industries, Inc. Investment Committee manage the Plan's investment assets. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

Funding Policy

The Company makes contributions to the Plan based on the funding recommendations of the Plan's independent consulting actuary to meet the minimum requirements under ERISA. The Plan was in compliance with applicable ERISA funding requirements for 2014 and 2013.

Vesting

Participants become 100% vested upon completion of five years of vesting service or attainment of normal retirement age (age 65) while still an employee of the Company. If a participant terminates employment before satisfying these vesting requirements, that participant forfeits the right to receive the benefits accumulated.

Pension Benefits

At normal retirement, participants are entitled to monthly pension benefits based on years of credited service, as defined by the Plan document. A participant may elect early retirement at age 55 with five or more years of vesting service, as defined by the Plan document. Early retirement benefits payable before age 62 are reduced as defined by the Plan from the normal retirement benefit. The amount of the monthly pension benefit is specified in the individual exhibits to the Plan document.

The normal form of payment is a single life annuity if the participant is not married. The normal form of payment for a married participant is a joint and 50% survivor (spouse) annuity, unless an election is made to receive the benefit in another form.

Disability Benefits

Active participants who have completed five years of service and who become permanently and totally disabled are eligible to receive the normal monthly retirement benefits, commencing six months following the last day worked by the participant. Benefits cease upon recovery and the participant's return to service or at age 65 when normal retirement benefits become payable.

Death Benefits

The spouse of any active or terminated participant who has completed five years of service is entitled to a pre-retirement survivor benefit payable in the event of the participant's death prior to actual retirement.

2 Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements are prepared under the accrual method of accounting.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein, disclosures of contingent assets and liabilities and the actuarial present value of accumulated plan benefits at the date of the financial statements. Accordingly, actual results may differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investment in the Koch Companies Defined Benefit Master Trust (Koch Master Trust) is stated at fair value (Note 3). Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (Note 4).

Investments held by the master trust that are traded on a national securities exchange are valued at the last reported sales price on the last business day of the Plan year. Investments in preferred stocks, government bonds, corporate bonds, other corporate debt securities, and cash equivalents are valued based on yields available on comparable securities. Investments in common trust funds are based on quoted redemption values on the last business day of the Plan year, as determined by the trustee of the Plan. Investments in limited partnerships are valued at appraised values at the end of the Plan year as reported by the partnerships' respective general partners and the trustee of the Plan. Appraised values are developed using various modeling techniques, including, but not limited to, the strong correlation of the underlying security to one or more broad-based securities market indices and/or other financial instruments. Other investments consist primarily of synthetic equity options that are indexed to specific equity market benchmarks and are valued based upon observable market data. Investments in derivative instruments are marked to market daily based on quoted prices or widely accepted models that use readily observable market parameters as their basis. Amounts owed or due on open derivative contracts are recorded as receivables or payables to the master trust. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Investment related expenses of the master trust, such as trustee and investment manager fees, are paid by the master trust and are netted against (added to) net investment gain (loss) from the master trust.

Payment of Benefits

Benefits are recorded in the year in which they are paid.

Administrative Expenses

Administrative expenses include Pension Benefit Guaranty Corporation premiums, record keeping, legal, and other administration fees directly incurred by the Plan.

Accounting Standards Update

In July 2015 the Financial Accounting Standards Board issued Accounting Standards Update 2015-12 for Accounting Standards Codification Topic 960. The update eliminates the requirement to disclose (1) individual investments that represent 5 percent or more of net assets available for benefits and (2) the net appreciation or depreciation for investments by general type. The Plan has elected to early adopt the amendment and has retrospectively applied the changes to these comparative financial statements.

Subsequent Events

The Plan administrator has evaluated subsequent events through September 15, 2015, the date the financial statements were available to be issued.

3 Financial Information of Master Trust

The Koch Master Trust was established for the collective investment of the assets of participating employee benefit plans of Koch Industries, Inc. and certain subsidiaries. Fund assets are allocated among participating plans by assigning to each plan those transactions (primarily contributions, benefit payments, and specific administrative expenses) which can be specifically identified. Income and expenses resulting from the collective investment of the assets are allocated (on a monthly or daily basis) in proportion to the fair value of the assets assigned to each plan.

The assets of the Koch Master Trust are accounted for on a units-of-participation basis. At December 31, 2014 and 2013, the Plan held 2,833,448,257 and 2,693,363,012 units of the Koch Master Trust with an individual unit estimated fair value of $1, respectively. The Plan's unit holdings at December 31, 2014 and 2013 had fair values of $2,833,448,257 and $2,693,363,012, respectively, which represented approximately 51.7% and 51.6% of the net assets of the Koch Master Trust.

The trustee of the Plan has certified the completeness and accuracy of substantially all investments reflected in the accompanying statements of net assets available for benefits and substantially all of the related investment activity reflected in the statements of changes in net assets available for benefits of the Plan. The net assets of the Koch Master Trust certified as complete and accurate by the trustee totaled $5,458,619,094 and $5,214,257,991 at December 31, 2014 and 2013, respectively. Net investment gain (loss) of the Koch Master Trust certified as complete and accurate by the trustee totaled $371,252,470 and $320,123,802, and excluded $18,374,631 and $7,904,702 of net investment gain related to certain investments in limited partnerships and investment expenses for the years ended December 31, 2014 and 2013, respectively. The Plan's independent auditors have not audited investment information certified by the trustee of the Plan.

A summary of the net assets of the Koch Master Trust is as follows:

December 31	2014	2013
Assets:		
Investments at fair value:		
Cash and cash equivalents	**$ 1,963,884,942**	$ 2,724,740,354
Common and preferred stocks	**15,054,204**	20,522,577
Corporate bonds and other debt instruments	**5,511,180**	27,053,713
Government bonds	**319,647,617**	—
Common trust funds (a)	**—**	108,792,892
Limited partnerships	**3,143,183,712**	2,087,554,884
Other investments	**66,719,331**	254,896,939
Total investments at fair value	**5,514,000,986**	5,223,561,359
Receivables:		
Interest and dividends	**2,906,684**	1,053,741
Due from brokers	**236,377**	—
Total receivables	**3,143,061**	1,053,741
Total assets	**5,517,144,047**	5,224,615,100
Liabilities:		
Other payables	**—**	111,000
Due to brokers	**40,150,322**	2,341,410
Total liabilities	**40,150,322**	2,452,410
Net assets	**$ 5,476,993,725**	$ 5,222,162,690

(a) In 2013, $2,655,437,953 was recategorized from common trust funds to cash and cash equivalents based on the Trust trading activity.

Net investment gain (loss) for the Koch Master Trust is as follows:

For the years ended December 31	2014	2013
Net investment gain:		
Net appreciation in fair value of investments	**$200,592,598**	$177,916,070
Interest, dividend and other income	**195,608,230**	144,712,266
Investment expenses	**(14,478,430)**	(5,676,729)
Net investment gain of Koch Companies Defined Benefit Master Trust	**$381,722,398**	$316,951,607

The Koch Master Trust's overall strategy is to provide investment diversification to minimize risk and maximize long-term investment returns while maintaining sufficient liquidity. As a part of this strategy, the master trust holds certain investments that have redemption restrictions, future funding commitments, and other requirements that vary by individual investment. Redemption restrictions are generally short term with the exception of certain limited partnership investments, of which funds frequently cannot be withdrawn for the life of the investment. At December 31, 2014 and 2013, the Koch Master Trust had noncancelable commitments to make future investments in certain limited partnerships totaling $1,678,436,691 and $756,247,807, respectively. The commitments mature at various dates designated by the respective fund agreements.

At December 31, 2014 and 2013, the Koch Master Trust held $1,844,516,044 and $2,655,437,953, respectively, of collective trust funds managed by Bank of New York Mellon/BNY Mellon, N.A. In addition, fees paid by the Koch Master Trust to the trustee, or an affiliate thereof, for trustee and investment management services totaled $1,103,584 and $1,268,441 for the years ended December 31, 2014 and 2013, respectively. Transactions with Bank of New York Mellon/ BNY Mellon, N.A., qualify as party-in-interest transactions.

During 2014 and 2013 the Koch Master Trust invested in a limited number of derivative financial instruments. Certain investment managers were allowed to use derivatives for such strategies as portfolio structuring, return enhancement, and hedging against deterioration of investment holdings from market and interest rate changes. Derivatives are also used as a hedge against foreign currency fluctuations. Derivative instruments included equity index, government and money market forwards and futures, credit default swaps, as well as interest rate swaps and options. The resulting fair value changes of derivative instruments were included in the net appreciation in fair value of investments. Derivative positions held at December 31, 2014 and 2013 were not material and the use of derivative instruments was not believed to materially increase the credit or market risk of the master trust's investments.

4 Fair Value Measurements

FASB ASC 820, *Fair Value Measurements and Disclosures*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The valuation methods described in Note 2 may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. There have been no changes in the methodologies used at December 31, 2014 and 2013.

The following table sets forth by level, within the fair value hierarchy, a summary of the Koch Master Trust's investment assets at fair value as of December 31, 2014.

December 31, 2014	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	$ 1,963,884,942	$ —	$ —	**$ 1,963,884,942**
Common and preferred stocks	15,041,094	—	13,110	**15,054,204**
Corporate bonds and other debt instruments	18,125	5,493,055	—	**5,511,180**
Government bonds	74,385,584	245,262,033	—	**319,647,617**
Limited partnerships	765,854,557	209,112,505	2,168,216,650	**3,143,183,712**
Other investments	40,538,720	26,180,611	—	**66,719,331**
Total	$ 2,859,723,022	$ 486,048,204	$ 2,168,229,760	**$ 5,514,000,986**

The following table sets forth by level, within the fair value hierarchy, a summary of the Koch Master Trust's investment assets at fair value as of December 31, 2013.

December 31, 2013	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	$ 2,724,740,354	$ —	$ —	**$ 2,724,740,354**
Common and preferred stocks	20,002,457	496,165	23,955	**20,522,577**
Corporate bonds and other debt instruments	18,125	—	27,035,588	**27,053,713**
Common trust funds	—	108,792,892	—	**108,792,892**
Limited partnerships	49,500,586	280,951,236	1,757,103,062	**2,087,554,884**
Other investments	18,919,535	63,438,497	172,538,907	**254,896,939**
Total	$ 2,813,181,057	$ 453,678,790	$ 1,956,701,512	**$ 5,223,561,359**

The table below sets forth a summary of changes in fair value of the Koch Master Trust's level 3 investment assets.

	Common and preferred stocks	Corporate bonds and other debt instruments	Limited partnerships	Other investments	Total
At December 31, 2012	$ 20,750	$ 67,716,050	$ 1,076,987,039	$ 421,897,807	**$ 1,566,621,646**
Actual return on plan assets:					
Relating to assets still held at the reporting date	3,205	(3,713,516)	36,334,135	(27,167,413)	**5,456,411**
Relating to assets sold during the the period	—	6,608,213	19,801,958	3,393,260	**29,803,431**
Purchases/Transfers in	—	—	1,002,435,621	8,232,713	**1,010,668,334**
Sales	—	(43,575,159)	(378,455,691)	(233,817,460)	**(655,848,310)**
At December 31, 2013	23,955	27,035,588	1,757,103,062	172,538,907	**1,956,701,512**
Actual return on plan assets:					
Relating to assets still held at the reporting date	(10,838)	—	52,042,474	—	**52,031,636**
Relating to assets sold during the the period	7,114	2,282,223	6,145,797	8,082,553	**16,517,687**
Purchases	7,430	—	881,901,771	—	**881,909,201**
Sales	(14,551)	(29,317,811)	(528,976,454)	(180,621,460)	**(738,930,276)**
At December 31, 2014	$ 13,110	$ —	$ 2,168,216,650	$ —	**$ 2,168,229,760**

The table below sets forth more detailed assumptions used in developing the fair values of the Koch Master Trust's level 3 investment assets for as of December 31, 2014.

Fund Type	Valuation Technique	Significant Unobservable Inputs	Range
Common and preferred stocks	Valued at probable realization value using cost price or values for recent transactions	Quotes from brokers active in trading the particular security type	
Corporate bonds and other debt instruments	Valued at probable realization value using cost price or values for recent transactions	Quotes from brokers active in trading the particular security type	
Limited partnerships	Valued at probable realization value using cost price or values for recent transactions	Quotes from brokers active in trading the particular security type, counterparty valuations, market data service providers or reference to visible traded levels	
	Company trading and precedent trading multiple	EBITDA Multiple	5 times-19 times
	Discounted cash flow over holding period	Risk adjusted premiums of not achieving a return of capital. 3rd party engineering reports, comparable transactions	
	Discounted cash flow/direct capitalization	Discounted Rate Terminal Capitalization Rate	8/5/2025
	Projected cash flow	Investment, liquidation and wind-down periods	Investment Periods 20-30% Liquidations Periods 15-30% Wind down Periods 10-25%
Other investments	Benchmark pricing based upon country of issuance Broker dealer quote, transaction price or an internal value derived by market data	Benchmark based on country of origin; Quotes or values derived from market data	

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

Certain pension assets were reclassified between levels based on additional information related to the underlying assets. Such reclassifications were immaterial to the Plan financial statements.

Plan management evaluates the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. For the year ended December 31, 2014, there were no significant transfers in or out of levels 1, 2 or 3.

5 Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan’s provisions to the services rendered by the employees to the valuation date. The actuarial present value of accumulated plan benefits is determined by the Plan’s actuary and is the amount that results from applying actuarial assumptions to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal or retirement) between the valuation date and the expected date of payment. The actuarial present value of accumulated plan benefits is presented based on a beginning-of-year benefit information date.

The significant actuarial assumptions used in the December 31, 2013 valuation are as follows:

Method of valuation	Unit credit cost method
Assumed rate of return on investments	7.25%
Mortality	RP-2000 projected with Scale AA to 2021 with a blue collar adjustment
Average age of participants receiving benefits	71.7

These actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

The actuarial present value of accumulated plan benefits of the Plan is as follows:

December 31	**2013**
Accumulated benefits:	
Participants currently receiving payments	$ 1,529,468,355
Other participants	928,459,642
Nonvested benefits	29,841,918
Total	$ 2,487,769,915

The changes in the actuarial present value of accumulated plan benefits consist of the following:

For the year ended December 31	**2013**
Actuarial present value of accumulated plan benefits, beginning of year	$ 2,397,679,657
Increase for interest due to the decrease in the discount period	173,233,920
Benefits paid	(179,024,562)
Assumption changes	63,839,213
Benefits accumulated and other changes	32,041,687
Actuarial present value of accumulated plan benefits, end of year	$ 2,487,769,915

Assumption changes include a change in the Plan's assumed rate of return of investments from 7.50% to 7.25%. In addition, there was a change in the mortality tables from RP-2000 projected with Scale AA to 2020 with a blue collar adjustment to RP-2000 projected with Scale AA to 2021 with a blue collar adjustment.

6 Related-Party Transactions

Certain Plan investments are managed by the trustee and therefore, these transactions qualify as party-in-interest transactions.

7 Plan Termination

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA.

In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

a. Benefits attributable to employee contributions, taking into account those paid out before termination.
b. Annuity benefits that former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan.
c. Other vested benefits insured by the PBGC up to the application limitations discussed below.
d. Vested benefits not insured by the PBGC.
e. All nonvested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal retirement age benefits, early retirement benefits and certain disability and survivor benefits. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, there is a statutory ceiling, which is adjusted periodically, on the amount of an individual's monthly benefit that the PBGC guarantees.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations, and may also depend on the financial condition of the Plan sponsor and the level of benefits guaranteed by the PBGC.

8 Tax Status

The Internal Revenue Service has determined and informed the Company by a letter dated August 22, 2008, that the Plan and related trust are designed in accordance with applicable sections of the Code. The Plan has been amended since receiving the determination letter. However, the Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Code.

US GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS or other applicable taxing authorities. The Plan administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2014 and 2013, and for the year ended December 31, 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the Plan's financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, the Plan is not currently under audit with respect to any tax periods in progress.

9 Risks and Uncertainties

The Plan through the Koch Master Trust invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

The Plan through the Koch Master Trust invests in securities with contractual cash flows, such as asset-backed securities, collateralized mortgage obligations and commercial mortgage backed securities, including securities backed by subprime mortgage loans. The value, liquidity and related income (loss) of these securities are sensitive to changes in economic conditions, including real estate value, delinquencies or defaults, or both, and may be adversely affected by shifts in the market's perception of the issuers and changes in interest rates.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Appendix B – Summary of Plan Provisions

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**
Former plan	Georgia-Pacific LLC Pension Plan for Hourly-Rated Employees (merged effective 12/31/2010)
Purpose	1/1/2015 Funding Valuation
Type of plan	Flat Dollar
Normal form	Life annuity, if single, except Exhibit 365 is 3-year certain and life annuity and Exhibit 402 is 5-year certain and life annuity
Plan eligibility	Date of employment, but date of coverage may vary by location
Benefit service	1 year for every 12 months of service
Class	Hourly paid employees varying by Exhibit
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A. Certain locations have grandfathered offset or add-on benefits

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	Generally, AB, payable immediately
Early retirement	55	5	--	Generally, AB, reduced 6% per year before age 62. Some locations have grandfathered reductions
Postponed retirement	> 65	--	--	Generally, AB, payable immediately
Vested termination	--	5	--	Generally, AB, reduced 6% per year before age 62. Some locations have grandfathered reductions
Disablement	--	5	--	Generally, AB, if totally disabled, payable 6 months after date of disablement
Pre-ret death	--	5	--	Generally, 50% of AB, reduced for 50% J&S, payable for life of spouse. Benefit commences at age 62

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Dubuque, Iowa
		Exhibit number:	439 - A
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	Elapsed time from Date of Hire, includes some Predecessor Plan service, excludes service prior to 07/17/1984		
Class	Union employees - USW, Local 1861U		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	5	--	AB, reduced 6% per year from age 62; other reduction may apply for Predecessor Plan employees
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced 6% per year from age 62; other reduction may apply for Predecessor Plan employees
Disablement	--	5	--	AB, if considered totally disabled by the SSA and remains totally disabled for 6 months
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Spartanburg, South Carolina
		Exhibit number:	441 - A
Type of plan	Flat Dollar		
Normal form	3 Year certain and life annuity		
Plan eligibility	Date of Hire		
Benefit service	Elapsed time from Date of Hire after 03/16/1981, but not less than under Predecessor Plan as of 04/30/2004		
Class	Certain hourly employees not covered by a collective bargaining agreement		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	5	--	AB, reduced 6% per year from age 62
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced 6% per year from age 62
Disablement	--	10 yrs VS with 1 yr BS or 5 yrs BS	--	AB, if considered totally disabled by the SSA and remains totally disabled for 6 months
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Fort Smith, Arkansas
		Exhibit number:	443 - A
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	Elapsed time from Date of Hire		
Class	Certain hourly employees not covered by a collective bargaining agreement		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	5	--	AB, reduced 6% per year from age 62
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced 6% per year from age 62
Disablement	--	5	--	AB, if considered totally disabled by the SSA and remains totally disabled for 6 months
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**			
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)			
Purpose	1/1/2015 Funding Valuation		Location name:	Wauna Mill Division
			Exhibit number:	56 - B
Type of plan	Flat Dollar			
Normal form	Life Annuity			
Plan eligibility	Date of Hire			
Benefit service	Elapsed time from Date of Hire			
Pension earnings	Regular straight time job rate			
Class	Union employees - USW, Local 1097			
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A, based on regular straight time job rate			

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 3% per year from age 65
	58	14	--	
	59	10	--	
	60	5	--	
	62	20	--	AB, payable immediately
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced for early commencement per plan specific table
Disablement	--	10	--	AB, if totally and permanently disabled
Pre-ret death	--	5	--	► Actives: AB, reduced for 100% J&S, payable for life of spouse ► Terminated: 50% of AB, reduced for 50% J&S, payable for life of spouse ► $1,000 Lump Sum

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Camas Mill Division
		Exhibit number:	85 - B
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	Elapsed time from Date of Hire		
Pension earnings	Regular straight time job rate		
Class	Union employees - AWPPW, Local 5		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A, based on regular straight time job rate		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 3% per year from age 65
	58	14	--	
	59	10	--	
	60	5	--	
	62	20	--	AB, payable immediately
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced for early commencement per plan specific table
Disablement	--	5	--	AB, if considered disabled by the SSA
Pre-ret death	--	5	--	► Actives: AB, reduced for 100% J&S, payable for life of spouse ► Terminated: 50% of AB, reduced for 50% J&S, payable for life of spouse ► $1,000 Lump Sum

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Epic Plant, Parchment, Michigan
		Exhibit number:	215 - B
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	Completed months from Date of Hire		
Class	Union employees - USW, Local 323		

Accumulated benefit — Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.

Benefit	Age	Vest Svc	Age + Memb Svc	Description
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 2.4% per year from age 65 to age 60 and 4.8% per year before age 60
Early retirement for Initial Staffing employees	55	--	--	AB, reduced 2.4% per year from age 62 to age 60 and 4.8% per year before age 60
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced same as early retirement
Disablement	--	5	--	AB, if totally and permanently disabled
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**			
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)			
Purpose	1/1/2015 Funding Valuation		Location name:	St. Mary's, Georgia
			Exhibit number:	261 - B
Type of plan	Flat Dollar			
Normal form	Life Annuity			
Plan eligibility	Date of Hire			
Benefit service	Hours	Benefit Service		
	< 800	0.0		
	800 - 999	0.5		
	> 999	1.0		
Class	Union employees - USW, Local 958			
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.			

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
	62	20	--	AB, payable immediately
Early retirement	55	--	--	AB, reduced 5% per year from Normal Retirement Date
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced 5% per year from Normal Retirement Date
Disablement	--	5	--	AB, if considered totally disabled by the SSA
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Green Bay, Wisconsin
		Exhibit number:	262 - B
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	One month of benefit service for each month in which employee earns at least 80 Hours of Service, up to maximum of 12 months per plan year		
Class	Union employees - USW, Local 2-327 and 2-213		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 6% per year from age 62
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB as of date of termination. With 15 years of benefit service, benefit may begin at age 55, reduced 6% per year from age 65
Disablement	--	5	--	AB, if considered totally disabled by the SSA
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse
	--	15	--	$14.25 times benefit service at time of death, beginning the month following the month in which the spouse is eligible to receive SS retirement benefits, payable for 10 years or until remarriage or death

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**			
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)			
Purpose	1/1/2015 Funding Valuation		Location name:	Lexington, Kentucky
			Exhibit number:	266 - B
Type of plan	Flat Dollar			
Normal form	Life Annuity			
Plan eligibility	Date of Hire			
Benefit service	One month of benefit service for each month in which employee earns at least 80 Hours of Service, up to maximum of 12 months per plan year			
Class	Union employees - International Brotherhood of Teamsters, Local 651			
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.			
Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 6% per year from age 65 for participants terminating before age 62. Unreduced AB for participants terminating after age 62
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB as of date of termination. With 15 years of benefit service, benefit may begin at age 55, reduced 6% per year from age 65
Disablement	--	5	--	AB, if considered totally disabled by the SSA
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	(USW) Hourly Employees at the Canal, Washington Street, Wausau, Ashland, Neenah Pilot, and Wisconsin Preparatory Center
		Exhibit number:	269 - B
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	One month of benefit service for each month in which employee earns at least 80 Hours of Service, up to maximum of 12 months per plan year		
Class	Union employees - PACE, Local 148 and 224		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 6% per year from age 62 for participants terminating before age 62. Unreduced AB for participants terminating after age 62.
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB as of date of termination. With 15 years of benefit service, benefit may begin at age 55, reduced 6% per year from age 65
Disablement	--	5	--	AB, if considered totally disabled by the SSA
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse
	--	15	--	$10.00 times benefit service at time of death, beginning the month following the month in which the spouse is eligible to receive SS retirement benefits, payable for 10 years or until remarriage or death

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
Plan Number: 070

Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**		
Former plan	Georgia-Pacific LLC Retirement Plan for Consumer Products and Packaging Employees (merged effective 12/31/2010)		
Purpose	1/1/2015 Funding Valuation	Location name:	Naheola Mill
		Exhibit number:	271 - B
Type of plan	Flat Dollar		
Normal form	Life Annuity		
Plan eligibility	Date of Hire		
Benefit service	One month of benefit service for each month in which employee earns at least 80 Hours of Service, up to maximum of 12 months per plan year		
Class	Union employees - IBEW, Local 2048		
Accumulated benefit	Dollar per month of benefit service varying by Exhibit/Pcode as described in Table A.		

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced 3% per year from age 65 to age 60 and 6% per year from age 60 to age 55 for participants terminating before age 62. Unreduced AB for participants terminating after age 62
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB as of date of termination. With 15 years of benefit service, benefit may begin at age 55, reduced 4% per year from age 65 to age 60 and 6% per year from age 60 to age 55
Disablement	--	5	--	AB, if considered totally disabled by the SSA and remains totally disabled for 6 months
Pre-ret death	--	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse
	--	15	--	$1.875 times benefit service at time of death, beginning the month following the month in which the spouse is eligible to receive SS retirement benefits, payable for 10 years or until remarriage or death

Changes in Benefits Valued Since Prior Year

Changes in the dollar multipliers are indicated in Table A effective with the January 1, 2015 valuation.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
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Plan Provisions	**Georgia-Pacific LLC Hourly Pension Plan**
Former plan	Georgia-Pacific LLC Fort James Retirement Plan for Discontinued Operations (merged effective 12/31/2010)
Purpose	1/1/2015 Funding Valuation
Type of plan	Frozen Flat Dollar
Normal form	Life Annuity
Plan eligibility	Participants of prior plans as specified in plan document
Benefit service	No further benefit service will accrue under this plan
Class	All employees covered by a collective bargaining agreement with the union described in the applicable exhibit
Accumulated benefit	Dollar per month of benefit service as specified in the plan document. No further benefits will accrue under this plan

Benefit	**Age**	**Vest Svc**	**Age + Memb Svc**	**Description**
Normal retirement	65	--	--	AB, payable immediately
Early retirement	55	15	--	AB, reduced according to exhibits as specified in plan document
Postponed retirement	> 65	--	--	AB, payable immediately
Vested termination	--	5	--	AB, reduced for early commencement, according to exhibits as specified in plan document
Disablement	varies	varies	--	Eligibility and reduction of AB varies by exhibit as specified in plan document
Pre-ret death	55	5	--	50% of AB, reduced for 50% J&S, payable for life of spouse, beginning on participant's NRD

Changes in Benefits Valued Since Prior Year

There have been no changes in benefits valued since the prior year.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
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Optional Forms of Payment

In addition to the normal form of payment, participants are eligible to elect the following actuarial equivalent optional forms:

Single Life Annuity – An annuity payable for the participant's life only.

Joint and Survivor Annuity – An annuity payable for the participant's life and upon death, an annuity payable to the beneficiary based on the percentage elected and using conversion factors based on the plan actuarial equivalence bases.

Certain and Life – An annuity payable for the participant's lifetime, and upon death, an annuity payable to the beneficiary for the certain period.

Lump Sum – Single payment paid to participants who meet plan requirements.

Certain locations have additional forms of payment available.

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
EIN: 93-0432081
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Georgia-Pacific LLC Hourly Pension Plan
Table A - Locations with Active Employees

Exhibit	Location Name	Benefit Service Start Date	Tier Date	2014 Benefit Level	2015 Benefit Level	2016 Benefit Level	2017 Benefit Level	2018 Benefit Level	Effective Date, if other than January 1st	Union Contract Expiration Date
001 - A	Blue Rapids, Kansas		Tier 1: Service before 1/1/2014	$31.75	$31.75	$31.75				8/31/2016
			Tier 2: Service after 1/1/2014	$32.75	$33.75	$34.75				
006 - A	Las Vegas, Nevada	10/1/1987		$29.00	$29.00					Non-Union
007 - A	Cuba, Missouri	5/1/1978		$29.00	$29.00					Non-Union
008 - A	Canby, Oregon	4/1/1975		$35.00	$35.00					Non-Union
009 - A	Acme, Texas		Tier 1: Service before 1/1/2013	$32.00	$32.00	$32.00				7/31/2016
			Tier 2: Service after 1/1/2013	$33.00	$33.75	$34.50				
013 - A	Lovell, Wyoming	7/31/1967	Tier 1: Service before 1/1/2014	$34.00	$34.00					8/31/2015
			Tier 2: Service after 1/1/2014	$35.00	$36.00					
016 - A	Fort Dodge, Iowa		Tier 1: Service before 1/1/2012	$29.00	$29.00	$29.00	$29.00			6/19/2018
			Tier 2: Service after 1/1/2012	$32.00	$33.00	$34.00	$35.00			
018 - A	Marietta, Georgia		Tier 1: Service before 1/1/2014	$34.00	$34.00					11/30/2015
			Tier 2: Service after 1/1/2014	$35.00	$36.00					
025 - A	Crossett, Arkansas			$37.00	$37.00					7/31/2015
026 - A	Martinsville, Virginia			$34.00	$35.00				July 1st (2014)	7/9/2016
028 - A	Augusta, Georgia			$32.00	$33.00	$34.00				1/27/2016
029 - A	Huntsville, Alabama			$29.00	$30.00	$31.00				6/20/2016
031 - A	Dudley, North Carolina			$28.00	$28.00					Non-Union
032 - A	Crossett, Arkansas	1/1/1959	Tier 1: Service before 1/1/2012	$35.00	$35.00					5/31/2014
			Tier 2: Service after 1/1/2012	$36.00	$36.00					
036 - A	Crossett, Arkansas	1/1/1959		$37.00	$38.00	$39.00				1/15/2016
042 - A	Phillips, Wisconsin		Tier 1: Service before 1/1/2013	$35.00	$35.00	$35.00				7/31/2016
			Tier 2: Service after 1/1/2013	$38.00	$39.00	$39.00				
048 - A	Big Island, Virginia		Tier 1: DOH before 1/8/2013	$51.00	$52.00					10/31/2015
			Tier 2: DOH after 1/8/2013	$50.00	$50.00					
052 - A	West Monroe, Louisiana	11/23/1981		$32.50	$33.50	$34.50				1/28/2017
065 - A	Monticello, Mississippi		Tier 1: DOH before 10/1/2012, Service before 7/1/1984	$32.00	$33.00	$34.00				9/30/2016
			Tier 2: DOH before 10/1/2012, Service after 7/1/1984	$50.00	$51.00	$52.00				
			Tier 3: DOH after 10/1/2012	$50.00	$50.00	$50.00				
066 - A	Oshkosh, Wisconsin			$34.00	$35.00	$36.00				6/30/2016
067 - A	Philomath, Oregon	4/1/1992		$36.00	$36.00					Non-Union
072 - A	Brunswick, Georgia	2/1/1990	Tier 1: DOH before 1/4/2011	$52.00	$52.00					1/3/2015
			Tier 2: DOH after 1/4/2011	$50.00	$50.00					
073 - A	Mt. Wolf, Pennsylvania	7/17/1984		$33.00	$34.00					10/31/2015
077 - A	Palatka, Florida		Tier 1: Service before 6/1/1972	$16.00	$16.00	$16.00	$16.00			3/31/2017
			Tier 2: Service 6/1/1972 to 12/31/2009	$32.00	$32.00	$32.00	$32.00			
			Tier 3: Service after 1/1/2010	$36.00	$36.00	$37.00	$37.00			
078 - A	Madison, Georgia	9/1/1987		$28.00	$28.00					Non-Union
081 - A	Plattsburgh, New York		Tier 1: DOH before 10/1/2013	$50.00	$50.00	$51.00	$52.00			9/30/2017
			Tier 2: DOH after 10/1/2013	$50.00	$50.00	$50.00	$50.00			
083 - A	Cleveland, Tennessee			$29.00	$30.00					7/31/2015
084 - A	Milan, Michigan		Tier 1: Service before 9/1/1987	$21.00	$21.00	$22.00	$23.00			5/2/2017
			Tier 2: Service after 9/1/1987	$35.00	$35.00	$36.00	$37.00			
085 - A	Kansas City, Missouri			$32.00	$32.00					9/30/2018
106 - A	Owosso, Michigan	11/23/1981		$31.00	$32.00					2/14/2015
107 - A	Mt. Olive, Illinois		Tier 1: Service before 9/1/1987	$16.00	$17.00	$18.00				2/7/2016
			Tier 2: Service after 9/1/1987	$32.00	$33.00	$34.00				
119 - A	Port Hudson, Louisiana		Tier 1: DOH before 6/6/2013	$50.00	$50.00	$51.00	$52.00			6/6/2017
			Tier 2: DOH after 6/6/2013	$50.00	$50.00	$50.00	$50.00			
120 - A	Albany, Georgia	11/23/1981		$30.00	$31.00	$32.00				3/15/2016
122 - A	Akron, Ohio	7/17/1984		$35.00	$36.00	$37.00				9/30/2016
123 - A	Circleville, Ohio			$33.00	$34.00					6/30/2015

Attachment to Schedule SB, Part V - Summary of Plan Provisions
Georgia-Pacific LLC Hourly Pension Plan
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Georgia-Pacific LLC Hourly Pension Plan
Table A - Locations with Active Employees

Exhibit	Location Name	Benefit Service Start Date	Tier Date	2014 Benefit Level	2015 Benefit Level	2016 Benefit Level	2017 Benefit Level	2018 Benefit Level	Effective Date, if other than January 1st	Union Contract Expiration Date
125 - A	Bradford, Pennsylvania			$32.00	$33.00	$34.00				3/31/2016
126 - A	Crossett, Arkansas			$50.00	$50.00					6/30/2018
127 - A	Atlanta, Georgia	7/17/1984		$32.00	$33.00	$34.00				10/15/2016
136 - A	Crossett, Arkansas		Tier 1: DOH before 8/1/2011	$46.00	$47.00					7/31/2015
			Tier 2: DOH after 8/1/2011	$45.00	$45.00					
137 - A	Buena Park, California			$38.00	$38.00					6/14/2019
140 - A	Monticello, Georgia		Tier 1: Service before 10/1/2013	$34.00	$34.00	$34.00			October 1st (2013)	9/30/2016
			Tier 2: Service after 10/1/2013	$36.00	$37.00	$37.00				
153 - A	Prosperity, South Carolina			$28.00	$28.00					Non-Union
154 - A	Warm Springs, Georgia			$28.00	$28.00					Non-Union
159 - A	Taylorsville, Mississippi	1/1/1959	Tier 1: Service before 1/1/2011	$34.00	$34.00	$34.00	$34.00			5/31/2017
			Tier 2: Service after 1/1/2011	$37.00	$38.00	$38.00	$39.00			
165 - A	Fayette, Alabama			$28.00	$28.00					Non-Union
180 - A	Sweetwater, Texas	4/16/1996		$29.00	$29.00					Non-Union
191 - A	Warrenton, Georgia			$28.00	$28.00					Non-Union
193 - A	Newington, New Hampshire	4/16/1996		$29.00	$29.00					Non-Union
195 - A	Bay Springs, Mississippi			$28.00	$28.00					Non-Union
207 - A	Creedmoor, North Carolina	7/1/1987		$28.00	$28.00					Non-Union
208 - A	Dudley, North Carolina			$28.00	$28.00					Non-Union
214 - A	McCormick, South Carolina			$28.00	$28.00					Non-Union
215 - A	Prosperity, South Carolina			$28.00	$28.00					Non-Union
249 - A	Modesto, California			$38.00	$38.00					6/14/2019
251 - A	Olympia, Washington			$38.00	$38.00					6/14/2019
255 - A	Jarratt, Virginia		Tier 1: Service before 1/1/1979	$12.00	$12.00					6/1/2014
			Tier 2: Service 1/1/1979 to 12/31/2010	$30.00	$30.00					
			Tier 3: Service after 1/1/2011	$33.00	$33.00					
260 - A	Palatka, Florida		Tier 1: DOH before 7/26/2013	$36.00	$37.00	$37.00			September 1st (2014)	8/31/2016
			Tier 2: DOH after 7/26/2013	$35.00	$35.00	$35.00				
266 - A	Taylorsville, Mississippi	1/1/1959	Tier 1: Service before 1/1/2011	$34.00	$34.00	$34.00	$34.00			5/31/2017
			Tier 2: Service after 1/1/2011	$37.00	$38.00	$38.00	$39.00			
267 - A	Crossett, Arkansas			$50.00	$50.00					6/12/2018
273 - A	Emporia, Virginia		Tier 1: Service before 1/1/2013	$34.00	$34.00					11/30/2015
			Tier 2: Service after 1/1/2013	$36.00	$37.00					
291 - A	Russellville, South Carolina			$34.00	$34.00					11/30/2011
297 - A	Sterling, Georgia		Tier 1: Service before 1/1/2011	$31.00	$31.00	$31.00	$31.00			10/31/2017
			Tier 2: Service after 1/1/2011	$34.00	$35.00	$35.00	$36.00			
305 - A	Hawthorne, Florida		Tier 1: Service before 1/1/2010	$34.00	$34.00					7/31/2013
			Tier 2: Service after 1/1/2010	$37.00	$37.00					
315 - A	Savannah, Georgia		Tier 1: Service 4/16/1996 to 8/31/2001	$25.00	$25.00					Non-Union
			Tier 2: Service after 2/15/2004	$29.00	$29.00					
334 - A	Wheatfield, Indiana	1/1/1999		$32.00	$32.00	$32.00	$32.00	$32.00		4/30/2017
365 - A	Camden, New Jersey		Tier 1: Service before 1/1/2014	$33.00	$33.00	$33.00				11/12/2016
			Tier 2: Service after 1/1/2014	$34.00	$35.00	$36.00				
380 - A	Fordyce, Arkansas			$28.00	$28.00					Non-Union
382 - A	Hosford, Florida			$28.00	$28.00					Non-Union
385 - A	Sigurd, Utah	8/1/2005		$29.00	$29.00					Non-Union
391 - A	Antioch, California			$41.00	$41.00	$41.00	$41.00	$41.00		6/30/2018
392 - A	Tacoma, Washington	1/1/2001 plus accrued benefit 12/31/2000	Tier 1: DOH before 1/1/2001, Service before 1/1/2014	$45.00	$45.00	$45.00				7/31/2016
			Tier 2: DOH before 1/1/2001, Service after 1/1/2014	$46.00	$47.00	$48.00				
			Tier 3: DOH after 1/1/2001, Service before 1/1/2014	$39.00	$39.00	$39.00				
			Tier 4: DOH after 1/1/2001, Service after 1/1/2014	$40.00	$41.00	$42.00				
402 - A	Toledo, Oregon			$51.00	$52.00					12/31/2015
407 - A	Cleveland, Texas	9/13/2002		$28.00	$28.00					Non-Union
412 - A	Palatka, Florida		Tier 1: DOH before 4/14/2013	$51.00	$52.00	$52.00			June 1st	5/31/2016
			Tier 2: DOH after 4/14/2013	$50.00	$50.00	$50.00				
413 - A	San Francisco, California			$38.00	$38.00					6/14/2019
415 - A	Palatka, Florida		Tier 1: DOH before 7/24/2013	$51.00	$52.00	$52.00			June 1st	5/31/2016
			Tier 2: DOH after 7/24/2013	$50.00	$50.00	$50.00				

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Georgia-Pacific LLC Hourly Pension Plan
Table A - Locations with Active Employees

Exhibit	Location Name	Benefit Service Start Date	Tier Date	2014 Benefit Level	2015 Benefit Level	2016 Benefit Level	2017 Benefit Level	2018 Benefit Level	Effective Date, if other than January 1st	Union Contract Expiration Date
416 - A	Palatka, Florida		Tier 1: DOH before 6/17/2013 Tier 2: DOH after 6/17/2013	$51.00 $50.00	$52.00 $50.00	$52.00 $50.00			June 1st	5/31/2016
418 - A	Thomsby, Alabama	3/1/2007		$28.00	$28.00					Non-Union
419 - A	Camden, Texas	4/1/2007		$28.00	$28.00					Non-Union
420 - A	Camden, Texas	4/1/2007		$28.00	$28.00					Non-Union
421 - A	Corrigan, Texas	4/1/2007		$28.00	$28.00					Non-Union
422 - A	Gurdon, Arkansas	4/1/2007		$28.00	$28.00					Non-Union
423 - A	Gurdon, Arkansas	4/1/2007		$28.00	$28.00					Non-Union
426 - A	Cedar Springs, GA		Tier 1: DOH before 4/1/2013 Tier 2: DOH after 4/1/2013	$6.67 $6.67	$6.67 $6.67	$7.67 $6.67	$8.67 $6.67			3/30/2017
428 - A	Brewton, Alabama	5/26/2008	Tier 1: DOH before 5/26/2008 Tier 2: DOH 5/26/2008 to 10/31/2011 Tier 3: DOH after 11/1/2011	$61.00 $51.00 $50.00	$62.00 $52.00 $50.00					10/31/2015
429 - A	Brewton, Alabama	5/26/2008	Tier 1: DOH before 5/26/2008 Tier 2: DOH 5/26/2008 to 10/31/2011 Tier 3: DOH after 11/1/2011	$61.00 $51.00 $50.00	$62.00 $52.00 $50.00					10/31/2015
430 - A	Brewton, Alabama	5/26/2008	Tier 1: DOH before 5/26/2008 Tier 2: DOH 5/26/2008 to 10/31/2011 Tier 3: DOH after 11/1/2011	$61.00 $51.00 $50.00	$62.00 $52.00 $50.00					10/31/2015
431 - A	Brewton, Alabama	5/26/2008	Tier 1: DOH before 5/26/2008 Tier 2: DOH 5/26/2008 to 10/31/2011 Tier 3: DOH after 11/1/2011	$61.00 $51.00 $50.00	$62.00 $52.00 $50.00					10/31/2015
432 - A	Coos Bay, Oregon			$43.00	$43.00	$43.00				5/31/2016
439 - A	Dubuque, Iowa	7/17/1984		$32.50	$32.50	$33.50	$34.50			10/31/2017
441 - A	Spartanburg, South Carolina	3/16/1981	Tier 1: Service before 5/1/1986 Tier 2: Service after 5/1/1986	$10.00 $27.00	$10.00 $27.00					Non-Union
443 - A	Fort Smith, Arkansas			$37.85	$37.85					Non-Union
444 - A	Diboll, Texas	7/19/2013		$35.00	$35.00					
445 - A	Monroeville, Alabama	7/19/2013		$25.00	$26.00	$27.00	$28.00			8/6/2018
446 - A	Thomson, Georgia	7/19/2013		$35.00	$35.00					Non-Union
447 - A	Kane, Pennsylvania	7/19/2013		$35.00	$35.00					Non-Union
448 - A	Diboll, Texas	7/19/2013		$35.00	$35.00					Non-Union
449 - A	Diboll, Texas	7/19/2013		$35.00	$35.00					Non-Union
450 - A	Hope, Arkansas	7/19/2013		$35.00	$35.00					Non-Union
451 - A	Fredericksburg, Texas	7/19/2013		$35.00	$35.00					Non-Union
452 - A	West Memphis, Arkansas	7/19/2013		$35.00	$35.00					
453 - A	McQueeney, Texas	7/19/2013		$35.00	$35.00					Non-Union
454 - A	Fletcher, Oklahoma	7/19/2013		$35.00	$35.00					Non-Union
455 - A	Cumberland City, Tennessee	7/19/2013		$35.00	$35.00					Non-Union
456 - A	DeQuincy, Louisiana	7/19/2013		$35.00	$35.00					Non-Union
457 - A	Pineland, Texas	7/19/2013		$35.00	$35.00					Non-Union
458 - A	Diboll, Texas	7/19/2013		$35.00	$35.00					Non-Union
459 - A	Rome, Georgia	7/19/2013		$24.00	$25.00	$26.00	$27.00	$27.00		2/1/2018
460 - A	Diboll, Texas	7/19/2013		$35.00	$35.00					
66 - B	Wauna Mill Clatskanie, Oregon			ranging from $38.50 - $78.00	ranging from $38.50 - $78.00					3/31/2014
85 - B	Camas Mill Camas, Washington			ranging from $38.00 - $65.50	ranging from $38.00 - $65.50					5/31/2014
215 - B	Epic, Michigan			$30.50	$31.50					3/31/2015
261 - B	St. Mary's, Georgia			$34.00	$35.00	$36.00				9/5/2016
262 - B	Green Bay, Wisconsin		Tier 1: DOH before 5/1/2012 Tier 2: DOH after 5/1/2012	$50.00 $50.00	$51.00 $50.00	$52.00 $50.00				4/30/2016
266 - B	Lexington, Kentucky			$38.00	$38.00	$38.00				7/13/2016
269 - B	Neenah, Wisconsin		Tier 1: DOH before 5/1/2013 Tier 2: DOH after 5/1/2013	$41.00 $41.00	$42.00 $41.00	$43.00 $41.00			May 1st	4/30/2017
271 - B	Naheola Facility, Pennington, Alabama			$59.00	$59.00					2/28/2015