

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 6057(b) and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 24pt; font-weight: bold;">2017</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</u>	
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.) ☒ 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.	☒
D Check box if filing under:	☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)

Part II	Basic Plan Information—enter all requested information				
1a Name of plan <u>KAPSTONE PAPER AND PACKAGING CORPORATION DEFINED BENEFIT RETIREMENT PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>002</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/2007</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>002</u>	1c Effective date of plan <u>01/01/2007</u>	
1b Three-digit plan number (PN) ▶	<u>002</u>				
1c Effective date of plan <u>01/01/2007</u>					
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) <u>KAPSTONE PAPER AND PACKAGING CORPORATION</u> <u>JEFFREY ZROBACK</u> <u>1101 SKOKIE BLVD.</u> <u>SUITE 300</u> <u>NORTHBROOK, IL 60062-4124</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>20-2699372</u></td> </tr> <tr> <td>2c Plan Sponsor's telephone number <u>847-239-8878</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>322100</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>20-2699372</u>	2c Plan Sponsor's telephone number <u>847-239-8878</u>	2d Business code (see instructions) <u>322100</u>	
2b Employer Identification Number (EIN) <u>20-2699372</u>					
2c Plan Sponsor's telephone number <u>847-239-8878</u>					
2d Business code (see instructions) <u>322100</u>					

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.	10/09/2018	JEFFREY ZROBACK
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	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

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2017)
v. 170203

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 5583
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 a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 1871 6a(2) 1712 6b 2167 6c 1045 6d 4924 6e 340 6f 5264 6g 6h 25
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: 1A 1B 1C 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
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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 2017 Form M-1 annual report. If the plan was not required to file the 2017 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 _____

<div>SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>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).</div> <div>File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>2017</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

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 KAPSTONE PAPER AND PACKAGING CORPORATION DEFINED BENEFIT RETIREMENT PLAN	B Three-digit plan number (PN) 002
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF KAPSTONE PAPER AND PACKAGING CORPORATION	D Employer Identification Number (EIN) 20-2699372

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500
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Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2017			
2 Assets:			
a Market value	2a	572439775	
b Actuarial value	2b	591493196	
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	2669	351091264	351091264
b For terminated vested participants	1102	45968268	45968268
c For active participants	1871	116275212	122529340
d Total	5642	513334744	519588872
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	5.83 %	
6 Target normal cost	6	6451021	

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		
MATT AVERY	Signature of actuary	09/18/2018
FIDELITY INVESTMENTS	Type or print name of actuary	Date
233 S. WACKER DRIVE, SUITE 4850 CHICAGO, IL 60606	Firm name	17-07246
	Address of the firm	Most recent enrollment number
		312-239-9101
		Telephone number (including area code)

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)	16113337	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)	16113337	0
10 Interest on line 9 using prior year's actual return of <u>6.85</u> %	1103764	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
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 <u>6.04</u> %		0
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		0
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)	17217101	0

Part III Funding Percentages

14 Funding target attainment percentage	14	110.53%
15 Adjusted funding target attainment percentage	15	113.83%
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	120.22%
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
Totals ►			18(b)	0	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	0

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: 4.16 %	2nd segment: 5.72 %	3rd segment: 6.48 %	☐ 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	6451021	
b Excess assets, if applicable, but not greater than line 31a	31b	6451021	
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		
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	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
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		
43 Excess installment acceleration amount to be carried over to future plan years	43		

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider 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
		2017
		This Form is Open to Public Inspection.

For calendar plan year 2017 or fiscal plan year beginning **01/01/2017** and ending **12/31/2017**

A Name of plan KAPSTONE PAPER AND PACKAGING CORPORATION DEFINED BENEFIT RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 KAPSTONE PAPER AND PACKAGING CORPORATION	D Employer Identification Number (EIN) 20-2699372

Part I	Service Provider Information (see instructions)
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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).. ☒ 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 WELLS FARGO BANK, N.A.
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95-4428141

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

74-3130888

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation HARBOURVEST PARTNERS VI-PART ASSOC
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04-3464297

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation THE VANGUARD GROUP, INC.
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23-1945930

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

NORTHGATE PRIVATE EQUITY PARTNERS I

20-4662154

(b) Enter name and EIN or address of person who provided you disclosures 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)

FID INV INST OPS CO

04-2647786

(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 50	RECORDKEEPER	724225	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

STANDISH MELLON ASST MGMT CO LLC

25-1890416

(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?
27 50	INVESTMENT	529802	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

WELLINGTON TRUST COMPANY, NA

20-5853753

(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?
27 50	INVESTMENT	502496	Yes ☐ No ☒	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)

WELLS FARGO BANK, N.A

95-4428141

(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?
26 50	TRUSTEE	438312	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

PAVILLON ADVISORY GROUP INC

04-3831795

(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?
27 50	INVESTMENT	320000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

KENNEDY CAPITAL MANAGEMENT

43-1225960

(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?
27 50	INVESTMENT	75297	Yes ☐ No ☒	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)

LEGAL AND GENERAL

20-8058531

(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?
27 50	INVESTMENT	23917	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

GRANT THORTON 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 50	AUDITOR	21047	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

NORTHGATE PRIVATE EQUITY PARTNERS

20-4662154

(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 50	INVESTMENT MGMT		Yes ☒ No ☐	Yes ☒ No ☐	0	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:	CYNTHIA HANNAN	b EIN:	04-2647786
c Position:	ENROLLED ACTUARY		
d Address:	200 SEAPORT BLVD BOSTON, MA 02210	e Telephone:	617-563-7359

Explanation: THIS FILING REFLECTS A CHANGE IN THE ENROLLED ACTUARY FOR THE PLAN. THE CHANGE IN ACTUARY IS DUE TO AN INTERNAL CHANGE IN RESPONSIBILITIES WITHIN FIDELITY INVESTMENTS.

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) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	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 <div style="border: 1px solid black; padding: 5px; font-size: 1.2em; font-weight: bold;">2017</div> This Form is Open to Public Inspection.
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017	and ending 12/31/2017
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A Name of plan KAPSTONE PAPER AND PACKAGING CORPORATION DEFINED BENEFIT RETIREMENT PLAN	B Three-digit plan number (PN) ►	002
--	---	--------------------------------------

C Plan or DFE sponsor's name as shown on line 2a of Form 5500 KAPSTONE PAPER AND PACKAGING CORPORATION	D Employer Identification Number (EIN) 20-2699372
---	--

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:	NT COLLECTIVE S&P 500 INDEX FD
--	---

b Name of sponsor of entity listed in (a):	NORTHERN TRUST GLOBAL INVESTMENTS
---	--

c EIN-PN 45-6138589-003	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
---	---	---

a Name of MTIA, CCT, PSA, or 103-12 IE:	WTC-CTF GLOBAL SEL CAP APPRECIATION
--	--

b Name of sponsor of entity listed in (a):	WELLINGTON TRUST COMPANY, NA
---	---

c EIN-PN 20-5853753-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 54517328
---	---	--

a Name of MTIA, CCT, PSA, or 103-12 IE:	LEGAL AND GENERAL RUSSELL 3000 COLL
--	--

b Name of sponsor of entity listed in (a):	RELIANCE TRUST COMPANY OF DELAWARE
---	---

c EIN-PN 35-7085469-008	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 57893811
---	---	--

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)
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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)
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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)
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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)
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For Paperwork Reduction Act Notice, see the Instructions for Form 5500.	Schedule D (Form 5500) 2017 v.170203
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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

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
		2017
		This Form is Open to Public Inspection

For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</u>		
A Name of plan <u>KAPSTONE PAPER AND PACKAGING CORPORATION DEFINED BENEFIT RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>KAPSTONE PAPER AND PACKAGING CORPORATION</u>	D Employer Identification Number (EIN) <u>20-2699372</u>	

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)		
(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)	<u>16972875</u>	<u>7697688</u>
(2) U.S. Government securities.....	1c(2)	<u>78162969</u>	<u>76658567</u>
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)	<u>201241286</u>	<u>229275445</u>
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	<u>12868875</u>	<u>96750</u>
(5) Partnership/joint venture interests	1c(5)	<u>13343264</u>	<u>11180331</u>
(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)	<u>96518026</u>	<u>112411139</u>
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(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)	<u>58095469</u>	<u>64660500</u>
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	<u>97153670</u>	<u>111086556</u>

		(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	574356434 613066976
Liabilities			
g	Benefit claims payable	1g	
h	Operating payables	1h	583529 453216
i	Acquisition indebtedness	1i	
j	Other liabilities	1j	
k	Total liabilities (add all amounts in lines 1g through 1j)	1k	583529 453216
Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	573772905 612613760

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
a	Contributions:		
(1)	Received or receivable in cash from: (A) Employers	2a(1)(A)	
	(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)	0
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)	1721826
(D)	Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)	1721826
(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)	50577389
(C)	Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)	50577389

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		19177983
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(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)		10293433
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		81770631

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	39104730	
(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)		39104730
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)	21047	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	1451512	
(4) Other	2i(4)	2352487	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		3825046
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		42929776

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		38840855
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) ☐ Disclaimer (4) ☐ Adverse

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

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

(1) Name: GRANT THORNTON, LLP

(2) EIN: 36-6055558

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:

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.).....

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.)

	Yes	No	Amount
4a		X	
4b		X	

		Yes	No	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		10000000
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			
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			

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

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
 If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 332580. (See instructions.)

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 sections 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 2017 This Form is Open to Public Inspection.
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

A Name of plan <u>KAPSTONE PAPER AND PACKAGING CORPORATION DEFINED BENEFIT RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>KAPSTONE PAPER AND PACKAGING CORPORATION</u>	D Employer Identification Number (EIN) <u>20-2699372</u>

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	<u>0</u>
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): <u>42-0127290</u>		
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	<u>37</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 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

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Schedule R (Form 5500) 2017
v. 170203

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: 51.0% Investment-Grade Debt: 28.0% High-Yield Debt: 10.0% Real Estate: 5.0% Other: 6.0%

- 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):



KapStone Paper and Packaging Corporation Defined Benefit Retirement Plan

Financial Statements and Report of Independent Certified Public Accountants
December 31, 2017 and 2016

KapStone Paper and Packaging Corporation

Defined Benefit Retirement Plan

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Grant Thornton LLP
520 Pike Street, Suite 2800
Seattle, WA 98101
T 206.623.1121
F 206.374.2906
www.GrantThornton.com

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Participants and Administrator
KapStone Paper and Packaging Corporation Defined Benefit Retirement Plan

We have audited the accompanying financial statements of KapStone Paper and Packaging Corporation Defined Benefit Retirement Plan (the “Plan”), which comprise the statements of net assets available for benefits as of December 31, 2017 and 2016 and the related statements 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 our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan’s preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan’s internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, information regarding KapStone Paper and Packaging Corporation Defined Benefit Plan's net assets available for benefits as of December 31, 2017 and December 31, 2016 and changes therein for the years then ended, and its financial status as of December 31, 2017 and changes therein for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Supplementary information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental Schedule of Assets (Held at End of Year) as of December 31, 2017 is presented for purposes of additional analysis and is not a required part of the financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such supplementary information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures. These additional procedures included comparing and reconciling the information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplemental schedule is fairly stated, in all material respects, in relation to the financial statements as a whole.

Grant Thornton LLP

Seattle, Washington
October 1, 2018

KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2017 AND 2016

	2017	2016
ASSETS		
Investments, at fair value		
Cash and cash equivalents	\$ 7,697,688	\$ 16,972,875
Equity securities	177,168,389	167,482,370
Fixed income:		
Corporate bonds and notes	229,275,445	201,241,286
U.S. government securities	76,658,567	78,162,969
Hedge funds	111,086,556	97,153,670
Limited partnership investments	11,180,331	13,343,264
TOTAL ASSETS	613,066,976	574,356,434
LIABILITIES		
Plan expenses payable	453,216	583,529
NET ASSETS AVAILABLE FOR BENEFITS	\$ 612,613,760	\$ 573,772,905

The accompanying notes are an integral part of these financial statements.

KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2017 AND 2016

	2017	2016
ADDITIONS		
Investment income		
Net appreciation in fair value of investments	\$ 80,048,805	\$ 36,830,693
Dividends	1,721,826	1,763,443
TOTAL ADDITIONS	81,770,631	38,594,136
DEDUCTIONS		
Benefits paid to participants	39,104,730	53,493,462
Plan expenses	3,825,046	3,666,804
NET DECREASE	38,840,855	(18,566,130)
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year	573,772,905	592,339,035
End of year	<u><u>\$ 612,613,760</u></u>	<u><u>\$ 573,772,905</u></u>

The accompanying notes are an integral part of these financial statements.

KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan
NOTES TO THE FINANCIAL STATEMENTS AS OF DECEMBER 31, 2017 AND 2016,
AND FOR THE YEARS ENDED DECEMBER 31, 2017 AND 2016

NOTE 1 - DESCRIPTION OF THE PLAN

The following brief description of the KapStone Paper and Packaging Corporation Defined Benefit Retirement Plan (the “Plan”) is provided for general information purposes only. Participants should refer to the Plan agreement for a more complete description of the Plan’s provisions.

General

Established on January 1, 2007, the Plan is a defined benefit pension plan covering eligible employees of KapStone Paper and Packaging Corporation (“KapStone” or the “Company”) who have met certain eligibility requirements for participation in the Plan.

In 2016, management approved a plan to offer lump sum payments and insurance annuities to approximately 1,400 terminated vested Plan participants to reduce risk to the Plan and to its financial statements. Approximately 427 participants have accepted this plan, with a corresponding distribution of approximately \$14.3 million in December 2016 recorded as part of “Benefits Paid.” No settlement loss was recorded as the distribution is below the applicable threshold of the sum of service cost and interest cost recognized as components of net periodic pension cost for the year.

Pension Benefits

The Plan provides pension benefits for certain employees who meet eligibility requirements at normal retirement age (65), late retirement age (greater than 65), or a reduced amount at an earlier age if service requirements are met. Benefit calculations are generally based on length of service multiplied by a specified bargained rate or length of service and average compensation for the highest five of the last ten years of service. The Plan also provides certain minimum and maximum pension benefits. Under conditions specified in the Plan, a participant may elect to receive pension benefits in the form of a joint and survivor annuity or a lump sum payment. If certain requirements are met, a death benefit of \$1,000 will be paid to the beneficiary of a retired former Longview participant upon his/her death.

If a participant becomes disabled and has met the specified service requirement, the participant will receive benefits based on the accumulated benefits to the date of disability without reduction due to age, or with a reduction due to age in certain circumstances.

Pre-Retirement Death Benefits

In general, the legal spouse of a vested participant who dies prior to their benefit commencement date is eligible to receive Pre-retirement death benefit. If certain requirements are met, the surviving spouse shall receive monthly annuity payments on the earliest date, on or after the date of the participant’s death, on which the participant could have elected to retire had he terminated on the date of his death. The death benefit shall equal the amount payable under a 50 percent joint and survivor annuity form of payment.

In the case of a participant who has a Cash Account Benefit, the death benefit payable to a legal spouse shall equal the amount of a single life annuity that is actuarially equivalent to the Cash Account balance as of the date death benefits commence. The legal spouse may also elect a lump sum payment in lieu of the monthly annuity payments. If a non-spouse beneficiary has been designated by the participant, the death benefit will be payable in a lump sum as soon as administratively possible after the participant’s death.

Eligibility and Vesting

The Plan covers certain employees who have fulfilled a length of service requirement and/or an hours of service requirement. Participation in the Plan has been frozen for most groups of employees. Only the Charleston Union and Roanoke Rapids Union have a defined group of grandfathered employees that remain eligible for the Pension Plan. The Plan is closed to any new entrants.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”), as amended by subsequent legislation.

The service requirement for vesting varies. Legacy KapStone (Roanoke Rapids and Charleston) participants become fully vested upon completion of five years of vesting service. Legacy Longview (Longview, Seattle, Yakima, Oakland, Twin Falls, Spanish Fork, Cedar City) become fully vested upon completion of three years of vesting service. If termination occurs before rendering the required years of vesting service, the right to receive the portion of accumulated plan benefits attributable to the Company’s contributions is forfeited. If the employment service resumes and five consecutive one-year breaks in service do not occur, membership in the Plan will be immediate and all service for benefit accrual purposes before and after the break in service shall be aggregated.

Funding Policy

All contributions to the Plan are made by the Company. The Company’s contribution is based upon the actuarially determined amount required to fund the current year’s normal cost plus an amount sufficient to fund prior service obligations. In the event that the minimum funding required by ERISA is greater than the above-described contribution amount, the Company’s contribution will be the amount required by ERISA.

Based on the January 1, 2017 and 2016 actuarial reports, minimum funding requirements for ERISA purposes were \$0 for both the 2017 and 2016 plan years. The Plan is in compliance with applicable minimum funding requirements for the plan years ended December 31, 2017 and 2016.

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.

Disposition of Funds Upon Termination of the Plan

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) To provide for refunds of voluntary contributions made by active and retired members;
- 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. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under plan provisions in effect at any time during the five years preceding plan termination.
- c) Other vested benefits insured by the PBGC, up to the applicable limitations.
- d) All other vested benefits (that is, vested benefits not insured by the PBGC).
- e) All non-vested benefits.

Payments may be made in lump sums, annuities or as otherwise determined by the Investment Committee.

Certain benefits are insured by the Pension Benefit Guaranty Corporation (“PBGC”), if the Plan terminates. The PBGC typically guarantees most vested normal age retirement 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. That ceiling applies to those pensioners who elect to receive their benefits in the form of a single-life annuity and are at least 65 years old at the time of retirement or plan termination (whichever comes later). For younger annuitants, the corresponding ceilings are actuarially adjusted downward.

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.

Plan Amendment

Plan amendments effective for the year ending December 31, 2017 were incorporated in the Plan description.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following are the significant accounting policies followed by the Plan:

Basis of Accounting

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

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America ("US GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, disclosure of contingent assets and liabilities and the actuarial present value of accumulated plan benefits at the date of the financial statements, and changes therein. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. 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. See Note 4 for a discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis in the period in which it is earned. Dividends are recorded on the ex-dividend date. Net appreciation includes the plan's gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Risks and Uncertainties

The Plan utilizes various investment securities. Investment securities, in general, are exposed to various risks, such as interest rate risk, credit risk and overall market volatility. Due to the level of risk associated with certain investment securities, it is 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 financial statements.

Contributions to the Plan and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee compensation and demographics. Due to the changing nature of these assumptions, it is at least reasonably possible that changes in these assumptions will occur in the near term and, due to the uncertainties inherent in setting assumptions, that the effect of such changes could be material to the financial statements.

Plan Expense

A portion of the Plan's administrative expenses, such as modelling scenarios and audit fees, are paid by the Company. As provided in the Plan agreement, all other administrative expenses, such as investment advisory fees and day-to-day administrative fees, are paid by the Plan.

Tax Status

The Internal Revenue Service ("IRS") has determined and informed the Plan by a letter dated October 17, 2013, that the Plan and related trusts are designed in accordance with applicable sections of the Internal Revenue Code ("IRC"). Although the Plan has been amended, the Plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with applicable requirements of the IRC.

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 service employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. The type and amount of benefits are defined by the Plan document and vary by location. Benefits payable under all circumstances – retirement, death, disability and termination of employment – are included, to the extent they are deemed attributable to employee service rendered to the valuation date.

The actuarial present value of accumulated plan benefits is determined by the Plan's actuary and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits 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.

Significant assumptions underlying the actuarial valuation as of January 1, 2017 are:

Assumed rate of return on investment	6.50%
Life expectancy	IRS Prescribed Mortality-Static Annuitant, male and female
Normal Retirement age	Age 62 to 65, varies by location

Significant assumptions underlying the actuarial valuation as of January 1, 2016 are:

Assumed rate of return on investment	6.50%
Life expectancy	IRS Prescribed Mortality-Static Annuitant, male and female
Normal Retirement age	Age 62 to 65, varies by location

The foregoing 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.

Recent Accounting Pronouncements

There are no recent accounting pronouncement that are expected to impact the Plan.

NOTE 3 - ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

Participants' interests in the Plan are actuarially determined as of the beginning of each plan year. The present value of obligations for plan benefits is determined to be the present value of retirement benefits accumulated by participants during the current and prior years to be paid at or during retirement, less benefits forfeited or previously paid.

Accumulated plan benefits as of January 1, 2017, the valuation date, are summarized as follows:

	Year Ended January 1, 2017
Actuarial present value of accumulated plan benefits at January 1, 2016	\$ 514,596,521
Increase (decrease) during the year attributable to:	
Decrease in discount period	31,737,605
Benefits paid	(54,826,592)
Change in actuarial assumptions	(7,624,746)
Plan amendments	—
Additional benefits earned, including experience gains and losses	12,131,328
Net decrease	(18,582,405)
Actuarial present value of accumulated plan benefits at January 1, 2017	\$ 496,014,116

The changes in accumulated plan benefits, for the year ended January 1, 2016, are as follows:

	Year Ended January 1, 2016
Actuarial present value of accumulated plan benefits at January 1, 2015	\$ 521,306,984
Increase (decrease) during the year attributable to:	
Decrease in discount period	32,589,024
Benefits paid	(39,874,762)
Change in actuarial assumptions	(6,437,708)
Plan amendments	—
Additional benefits earned, including experience gains and losses	7,012,983
Net decrease	(6,710,463)
Actuarial present value of accumulated plan benefits at January 1, 2016	\$ 514,596,521

Benefits accumulated encompass not only additional benefits earned by active employees, but also actuarial gains and losses and passage of time. The change in actuarial assumptions of \$7.6 million in 2017 was primarily driven by a change in standard mortality tables to the RP-2014 Mortality Table with the MP-2016 projection scale for 2017 compared to the RP-2014 Mortality Table with the MP-2015 projection scale for 2016.

NOTE 4 - FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) 820, *Fair Value Measurements and Disclosures*, establishes a three-level hierarchy for disclosure of assets and liabilities recorded at fair value. The classification of assets and liabilities within the hierarchy is based on whether the inputs to the valuation methodology used for measurement are observable or unobservable. Observable inputs reflect market-derived or market-based information obtained from independent sources while unobservable inputs reflect estimates about market data. The level in the fair value hierarchy within which the fair value measurement in its entirety falls is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three broad levels:

Level 1 – Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Plan has the ability to access at the measurement date. An active market is one in which transactions for the asset or liability occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 – Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, at the measurement date. Fair value is determined through the use of models or other valuation methodologies. Such methodologies 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; and 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 inputs must be observable for substantially the full term of the asset or liability.

Level 3 – Level 3 pricing inputs are unobservable for the investment and include situations where there is little, if any, market activity for the investment. The inputs into the determination of fair value require significant management judgment or estimation.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the determination of which category within the fair value hierarchy is appropriate for any given investment is based on the lowest level of input that is significant to the fair value measurement. The assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the investment.

Following is a description of the valuation methodologies used for assets measured at fair value for the Plan. There have been no changes in the methodologies used at December 31, 2017 or 2016.

Cash equivalents: Valued at amortized cost, which approximates fair value.

Common stocks and mutual funds: Valued at the closing price reported on the active market on which the individual securities are traded.

Corporate bonds and notes, U.S. government securities and municipal bonds: Valued at the closing trade price on day of valuation based on information from third-party pricing services as obtained by Wells Fargo.

Limited partnership investments – Limited partnership investments generally have limited liquidity and are made through long-term partnerships or joint ventures that invest in pools of capital invested in primarily non-publicly traded entities. Underlying investments include venture capital, buyout, and special situations investing. Private equity management firms typically acquire and then reorganize private companies to create increased long-term value. Valuation is based on statements received from the investment managers, transaction data, analysis of and judgments about underlying investments and other third-party information deemed reliable for the purposes of developing an estimate of fair market value.

Hedge funds – Hedge funds are privately owned institutional investment funds that generally have moderate liquidity. Hedge funds seek specified levels of return, regardless of market conditions, and generally have a low correlation to public equity and debt markets. Hedge funds often invest substantially in financial market instruments (stocks, bonds, commodities, currencies, derivatives, etc.) using a broad range of trading activities to manage portfolio risks. Plan holdings in hedge funds are valued using the net asset value (“NAV”) provided by the administrator of the fund and reviewed by the Plan. The NAV is based on the value of the underlying assets owned by the fund, minus liabilities and divided by the number of shares or units outstanding. These assets are reported at NAV as a practical expediency. For the year ended December 31, 2017, the Plan held hedge funds with restrictions on redemption for the first year after funds are invested and funds restricting investment redemption to a 25% gate in any given quarter.

The Plan believes that the reported amounts for these investments are a reasonable estimate of their fair value at December 31, 2017 and 2016. However, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value at the reporting date.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although management of 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.

The following table presents the Plan’s assets measured at fair value as of December 31, 2017:

ASSET TYPE	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	\$ 7,697,688	\$ -	\$ -	\$ 7,697,688
Equity securities	64,757,250	112,411,139		177,168,389
Fixed income				
Corporate bonds and notes		229,275,445		229,275,445
U.S. Government securities		76,658,567		76,658,567
Limited partnership investments			11,180,331	11,180,331
	<u>\$ 72,454,938</u>	<u>\$ 418,345,151</u>	<u>\$ 11,180,331</u>	<u>\$ 501,980,420</u>
Assets measured at Net Asset Value				
Hedge funds				
Fixed income funds				37,976,210
Equity funds				73,110,346
Total assets at fair value				<u>\$ 613,066,976</u>

The following table presents the Plan's assets measured at fair value as of December 31, 2016:

ASSET TYPE	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	\$ 16,972,875	\$ -	\$ -	\$ 16,972,875
Equity securities	70,964,344	96,518,026	-	167,482,370
Fixed income:				
Bond Funds	-	-	-	-
Corporate bonds and notes	-	201,241,286	-	201,241,286
U.S. government securities	-	78,162,969	-	78,162,969
Limited partnership investments	-	-	13,343,264	13,343,264
Classified asset total	<u>\$ 87,937,219</u>	<u>\$ 375,922,281</u>	<u>\$ 13,343,264</u>	<u>\$ 477,202,764</u>
Assets measured at Net Asset Value				
Hedge funds:				
Fixed income funds				34,896,626
Equity funds				62,257,044
Total assets at fair value				<u>\$ 574,356,434</u>

Transfers between Levels

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 to another. In such instances, the transfer is reported at the beginning of the reporting period.

We evaluated 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. There were no significant transfers between levels within the Plan for the years ended December 31, 2017 and 2016.

Changes in Fair Value of Level 3 Assets and Related Gains and Losses

The following tables present a summary of changes in the fair value of the Plan's Level 3 assets for the years ended December 31, 2017 and 2016.

Year ended December 31, 2017	Limited Partnership Investments
Balance, beginning of year	\$ 13,343,264
Transfers into Level 3	-
Transfers out of Level 3	-
Total gains or losses	
Included in changes in net assets	1,007,511
Purchases, issuances, sales, and settlements	
Purchases	262,500
Issuances	-
Sales	(3,432,944)
Settlements	-
Balance, end of year	<u>\$ 11,180,331</u>
The amount of total gains or losses for the year included in changes in net assets attributable to the change in unrealized gains or losses relating to assets still held at the reporting date	
	<u>\$ 219,510</u>

Year ended December 31, 2016	Limited Partnership Investments
Balance, beginning of year	\$ 16,885,880
Transfers into Level 3	-
Transfers out of Level 3	-
Total gains or losses	
Included in changes in net assets	1,229,896
Purchases, issuances, sales, and settlements	
Purchases	405,000
Issuances	-
Sales	(5,177,512)
Settlements	-
Balance, end of year	<u>\$ 13,343,264</u>
The amount of total gains or losses for the year included in changes in net assets attributable to the change in unrealized gains or losses relating to assets still held at the reporting date	
	<u>\$ 228,215</u>

The following table summarizes investments measured at fair value based on net asset value, per share, as of December 31, 2017 and 2016, respectively.

Year Ended	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
December 31, 2017				
Hedge funds				
Fixed income funds	\$ 37,976,210	\$ -	(a)	(a)
Equity funds	73,110,346	-	(a)	(a)
December 31, 2016				
Hedge funds				
Fixed income funds	\$ 34,896,626	\$ -	(a)	(a)
Equity funds	62,257,044	-	(a)	(a)

(a) Hedge funds are privately owned institutional investment funds that generally have moderate liquidity. Hedge funds seek specified levels of return, regardless of market conditions, and generally have a low correlation to public equity and debt markets. Hedge funds often invest substantially in financial market instruments (stocks, bonds, commodities, currencies, derivatives, etc.) using a broad range of trading activities to manage portfolio risks. Plan holdings in hedge funds are valued using the net asset value provided by the administrator of the fund and reviewed by the Plan. The NAV is based on the value of the underlying assets owned by the fund, minus liabilities and divided by the number of shares or units outstanding. These assets are reported at NAV as a practical expedient. For the years ended December 31, 2017 and December 31, 2016, respectively, the Plan held hedge funds with restrictions on redemption for the first year after funds are invested, and funds restricting investment redemption to a 25% gate in any given quarter.

NOTE 5 - COMMITMENTS

As of December 31, 2017 and 2016, the Plan has a commitment to contribute capital to limited partnership groups totaling approximately \$2,797,400 and \$3,059,900, respectively.

NOTE 6 - RELATED PARTY TRANSACTIONS

Certain Plan investments are shares of mutual funds managed by Fidelity Investments (FMR LLC) or Wells Fargo Bank, N.A., or an affiliate thereof. As such, these transactions qualify as exempt party-in-interest transactions.

NOTE 7 - SUBSEQUENT EVENTS

Subsequent events have been evaluated through October 1, 2018 the date of the report of independent certified public accountants, noting no additional matters that require disclosure or adjustment to the financial statements other than as discussed below.

Supplementary Information

KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2017

* - Party-in-interest

Identity of Issuer	Description	CUSIP	Interest Rate	Maturity Date	Units	Cost	Market	Investment Type
21ST CENTURY FOX AMERICA	21ST CENTURY FOX AME 4.75	90131HCD5	4.75	11/15/2046	315,000.0000	115.76	364,634.55	FIXED INCOME
21ST CENTY FOX AMER INC	21ST CENTY FOX AMER 7.750	90131HBR5	7.75	12/1/2045	1,830,000.0000	158.64	2,903,130.30	FIXED INCOME
ABBOTT LABORATORIES	ABBOTT LABORATORIES 4.750	002824BG4	4.75	11/30/2036	920,000.0000	112.36	1,033,712.00	FIXED INCOME
ABBOTT LABORATORIES	ABBOTT LABORATORIES 4.900	002824BH2	4.90	11/30/2046	1,280,000.0000	114.65	1,467,520.00	FIXED INCOME
ABBVIE INC	ABBVIE INC 4.300% 5/14/36	00287YAV1	4.30	5/14/2036	355,000.0000	107.15	380,393.15	FIXED INCOME
ABBVIE INC	ABBVIE INC 4.450% 5/14/46	00287YAW9	4.45	5/14/2046	450,000.0000	108.70	489,150.00	FIXED INCOME
ACE INA HOLDINGS	ACE INA HOLDINGS 3.350% 5	00440EAR8	3.35	5/15/2024	1,040,000.0000	103.00	1,071,200.00	FIXED INCOME
ACE INA HOLDINGS	ACE INA HOLDINGS 4.350% 1	00440EAW7	4.35	11/3/2045	195,000.0000	112.91	220,174.50	FIXED INCOME
ACTAVIS FUNDING SCS	ACTAVIS FUNDING SCS 4.850	00507UAH4	4.85	6/15/2044	605,000.0000	107.04	647,610.15	FIXED INCOME
AERCAP IRELAND CAP/GLOBA	AERCAP IRELAND CAP/G 3.65	00774MAB1	3.65	7/21/2027	745,000.0000	98.97	737,296.70	FIXED INCOME
AETNA INC	AETNA INC 4.500% 5/15/42	00817YAJ7	4.50	5/15/2042	270,000.0000	107.10	289,167.30	FIXED INCOME
AGRIUM INC	AGRIUM INC 6.125% 1/15/41	008916AJ7	6.13	1/15/2041	854,000.0000	127.21	1,086,373.40	FIXED INCOME
ALCAN INC	ALCAN INC 6.125% 12/15/33	013716AU9	6.13	12/15/2033	550,000.0000	127.43	700,843.00	FIXED INCOME
ALIBABA GROUP HOLDING	ALIBABA GROUP HOLDIN 4.20	01609WAV4	4.20	12/6/2047	925,000.0000	104.12	963,100.75	FIXED INCOME
ALLSTATE CORP	ALLSTATE CORP 4.500% 6/15	020002BA8	4.50	6/15/2043	160,000.0000	113.05	180,878.40	FIXED INCOME
ALTRIA GROUP INC	ALTRIA GROUP INC 5.375% 1	02209SAR4	5.38	1/31/2044	840,000.0000	121.65	1,021,834.80	FIXED INCOME
AMAZON.COM INC	P/P AMAZON.COM INC 3.150%	023135BA3	3.15	8/22/2027	605,000.0000	100.15	605,913.55	FIXED INCOME
AMAZON.COM INC	P/P AMAZON.COM INC 4.250%	023135BK1	4.25	8/22/2057	900,000.0000	109.09	981,801.00	FIXED INCOME
AMGEN INC	AMGEN INC 3.625% 5/22/24	031162BV1	3.63	5/22/2024	1,205,000.0000	103.90	1,251,982.95	FIXED INCOME
AMGEN INC	AMGEN INC 4.400% 5/01/45	031162BZ2	4.40	5/1/2045	895,000.0000	108.80	973,795.80	FIXED INCOME
AMGEN INC	AMGEN INC 4.563% 6/15/48	031162CD0	4.56	6/15/2048	1,090,000.0000	111.50	1,215,360.90	FIXED INCOME
ANADARKO PETROLEUM CORP	ANADARKO PETROLEUM 6.200%	032510AC3	6.20	3/15/2040	310,000.0000	121.26	375,890.50	FIXED INCOME
ANADARKO PETROLEUM CORP	ANADARKO PETROLEUM 6.450%	032511AY3	6.45	9/15/2036	390,000.0000	122.48	477,675.90	FIXED INCOME
ANDEAVOR LOGIS LP/CORP	ANDEAVOR LOGIS LP/CO 5.20	03350WAB5	5.20	12/1/2047	390,000.0000	104.30	406,754.40	FIXED INCOME
ANGLO AMERICAN CAPITAL	P/P ANGLO AMERICAN 4.000%	034863AT7	4.00	9/11/2027	500,000.0000	99.33	496,660.00	FIXED INCOME
ANHEUSER-BUSCH INBEV FIN	ANHEUSER-BUSCH INBEV 4.70	035242AM8	4.70	2/1/2036	785,000.0000	111.82	877,747.75	FIXED INCOME
ANHEUSER-BUSCH INBEV FIN	ANHEUSER-BUSCH INBEV 4.90	035242AN6	4.90	2/1/2046	2,725,000.0000	115.90	3,158,247.75	FIXED INCOME
ANHEUSER-BUSCH INBEV WOR	ANHEUSER-BUSCH INBEV 8.20	03523TBF4	8.20	1/15/2039	825,000.0000	159.04	1,312,063.50	FIXED INCOME
ANTHEM INC	ANTHEM INC 4.375% 12/01/4	036752AD5	4.38	12/1/2047	195,000.0000	106.32	207,331.80	FIXED INCOME
APPALACHIAN POWER CO	APPALACHIAN POWER CO 7.00	037735CM7	7.00	4/1/2038	650,000.0000	142.36	925,359.50	FIXED INCOME
APPLE INC	APPLE INC 3.450% 2/09/45	037833BA7	3.45	2/9/2045	820,000.0000	97.59	800,262.60	FIXED INCOME
APPLE INC	APPLE INC 4.375% 5/13/45	037833BH2	4.38	5/13/2045	785,000.0000	112.66	884,357.45	FIXED INCOME
APPLE INC	APPLE INC 4.650% 2/23/46	037833BX7	4.65	2/23/2046	1,650,000.0000	117.10	1,932,216.00	FIXED INCOME
APPLE INC	APPLE INC 3.850% 8/04/46	037833CD0	3.85	8/4/2046	175,000.0000	104.22	182,379.75	FIXED INCOME
ASCENSION HEALTH	ASCENSION HEALTH 3.945% 1	04351LAB6	3.95	11/15/2046	265,000.0000	105.74	280,205.70	FIXED INCOME
ASTRAZENECA PLC	ASTRAZENECA PLC 4.375% 11	046353AM0	4.38	11/16/2045	425,000.0000	108.78	462,332.00	FIXED INCOME
AT&T INC	AT&T INC 4.500% 5/15/35	00206RCP5	4.50	5/15/2035	1,665,000.0000	99.41	4,546,090.95	FIXED INCOME
AT&T INC	AT&T INC 4.125% 2/17/26	00206RCT7	4.13	2/17/2026	1,020,000.0000	102.29	1,043,317.20	FIXED INCOME
AT&T INC	AT&T INC 5.650% 2/15/47	00206RCU4	5.65	2/15/2047	260,000.0000	109.44	284,549.20	FIXED INCOME
AT&T INC	AT&T INC 4.900% 8/14/37	00206REN8	4.90	8/14/2037	265,000.0000	101.26	268,339.00	FIXED INCOME
AT&T INC	AT&T INC 5.150% 2/14/50	00206REP3	5.15	2/14/2050	1,070,000.0000	101.25	1,083,332.20	FIXED INCOME
AT&T INC	AT&T INC 5.300% 8/14/58	00206REQ1	5.30	8/14/2058	445,000.0000	100.33	446,459.60	FIXED INCOME
AT&T INC	AT&T INC 5.350% 9/01/40	04650NAB0	5.35	9/1/2040	2,815,000.0000	105.53	2,970,641.35	FIXED INCOME
BANK OF AMERICA CORP	VR P/P BANK OF AMERI 3.41	06051GGW3	3.42	12/20/2028	1,459,000.0000	100.02	1,459,320.98	FIXED INCOME
BANK OF AMERICA CORP	BANK OF AMERICA CORP 4.75	06051GFQ7	4.75	4/21/2045	340,000.0000	113.40	385,556.60	FIXED INCOME
BARCLAYS PLC	BARCLAYS PLC 4.950% 1/10/	06738EAV7	4.95	1/10/2047	640,000.0000	110.97	710,188.80	FIXED INCOME
BARCLAYS PLC	BARCLAYS PLC 4.836% 5/09/	06738EAW5	4.84	5/9/2028	730,000.0000	104.08	759,813.20	FIXED INCOME
BARRICK NA FINANCE LLC	BARRICK NA FINANCE 5.750%	06849RAK8	5.75	5/1/2043	410,000.0000	125.58	514,865.70	FIXED INCOME
BAT CAPITAL CORP	P/P BAT CAPITAL CORP 4.54	05526DBE4	4.54	8/15/2047	1,015,000.0000	105.29	1,068,703.65	FIXED INCOME
BECTON DICKINSON AND CO	BECTON DICKINSON AND 3.73	075887BF5	3.73	12/15/2024	185,000.0000	102.42	189,477.00	FIXED INCOME
BECTON DICKINSON AND CO	BECTON DICKINSON AND 3.70	075887BW8	3.70	6/6/2027	560,000.0000	100.77	564,317.60	FIXED INCOME
BERKSHIRE HATHAWAY FIN	BERKSHIRE HATHAWAY 5.750%	084664BL4	5.75	1/15/2040	1,285,000.0000	131.87	1,694,516.65	FIXED INCOME
BNP PARIBAS	P/P BNP PARIBAS 2.950% 5/	09659W2A1	2.95	5/23/2022	775,000.0000	100.22	776,689.50	FIXED INCOME

KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2017

* - Party-in-interest

Identity of Issuer	Description	CUSIP	Interest Rate	Maturity Date	Units	Cost	Market	Investment Type
BOEING CO	BOEING CO 6.875% 3/15/39	097023AX3	6.88	3/15/2039	620,000.0000	147.07	911,809.20	FIXED INCOME
BOEING CO	BOEING CO 3.650% 3/01/47	097023BV6	3.65	3/1/2047	255,000.0000	101.21	258,093.15	FIXED INCOME
BP CAPITAL MARKETS PLC	BP CAPITAL MARKETS 3.224%	05565QDL9	3.22	4/14/2024	895,000.0000	102.46	917,043.85	FIXED INCOME
BROADCOM CRP / CAYMN FI	P/P BROADCOM CRP / 3.875%	11134LAG4	3.88	1/15/2027	335,000.0000	98.41	329,656.75	FIXED INCOME
BURLINGTN NORTH SANTA FE	BURLINGTN NORTH SANT 4.95	12189LAG6	4.95	9/15/2041	1,940,000.0000	118.68	2,302,430.80	FIXED INCOME
BURLINGTN NORTH SANTA FE	BURLINGTN NORTH SANT 4.15	12189LAW1	4.15	4/1/2045	525,000.0000	108.67	570,512.25	FIXED INCOME
CANADIAN NATL RESOURCES	CANADIAN NATL RESOUR 6.25	136385AL5	6.25	3/15/2038	600,000.0000	124.88	749,274.00	FIXED INCOME
CANADIAN NATL RESOURCES	CANADIAN NATL RESOUR 4.95	136385AY7	4.95	6/1/2047	300,000.0000	111.91	335,742.00	FIXED INCOME
CANYON VALUE REALIZATION	CANYON VAL REALIZATION FU	MS6653385	0.00		2,136.0968	9,356.05	19,985,430.00	VENTURE/LMTD PART/CLS HLD
CAPITAL ONE FINANCIAL CO	CAPITAL ONE FINANCIA 3.75	14040HBN4	3.75	3/9/2027	745,000.0000	101.07	752,949.15	FIXED INCOME
CATHOLIC HEALTH INITIATI	CATHOLIC HEALTH INIT 4.35	14916RAD6	4.35	11/1/2042	950,000.0000	96.54	917,111.00	FIXED INCOME
CBS CORP	CBS CORP 2.500% 2/15/23	124857AS2	2.50	2/15/2023	770,000.0000	97.51	750,827.00	FIXED INCOME
CELGENE CORP	CELGENE CORP 5.000% 8/15/	151020AU8	5.00	8/15/2045	460,000.0000	113.46	521,911.40	FIXED INCOME
CELGENE CORP	CELGENE CORP 4.350% 11/15	151020AW4	4.35	11/15/2047	775,000.0000	103.87	805,015.75	FIXED INCOME
CENOVUS ENERGY INC	CENOVUS ENERGY INC 5.250%	15135UAP4	5.25	6/15/2037	175,000.0000	102.99	180,232.50	FIXED INCOME
CENOVUS ENERGY INC	CENOVUS ENERGY INC 5.400%	15135UAR0	5.40	6/15/2047	975,000.0000	105.23	1,026,021.75	FIXED INCOME
CENTERPOINT ENERGY RESOU	CENTERPOINT ENERGY 5.850%	15189WAH3	5.85	1/15/2041	700,000.0000	127.59	893,095.00	FIXED INCOME
CHARTER COMM OPT LLC/CAP	CHARTER COMM OPT LLC 6.48	161175BA1	6.48	10/23/2045	900,000.0000	116.59	1,049,337.00	FIXED INCOME
CITIGROUP INC	CITIGROUP INC 4.400% 6/10	172967JT9	4.40	6/10/2025	1,335,000.0000	105.55	1,409,132.55	FIXED INCOME
CITIGROUP INC	CITIGROUP INC 4.650% 7/30	172967JU6	4.65	7/30/2045	507,000.0000	113.82	577,052.19	FIXED INCOME
CITIGROUP INC	CITIGROUP INC 4.750% 5/18	172967KR1	4.75	5/18/2046	765,000.0000	110.24	843,297.75	FIXED INCOME
CITIGROUP INC	CITIGROUP INC 4.125% 7/25	172967KU4	4.13	7/25/2028	1,795,000.0000	103.07	1,850,034.70	FIXED INCOME
CODELCO INC	P/P CODELCO INC 4.500% 8/	21987BAX6	4.50	8/1/2047	500,000.0000	107.46	537,320.00	FIXED INCOME
COMCAST CORP	COMCAST CORP 3.999% 11/01	20030NCE9	4.00	11/1/2049	2,458,000.0000	102.40	2,517,041.16	FIXED INCOME
COMMONWEALTH EDISON CO	COMMONWEALTH EDISON 3.650	202795JJ0	3.65	6/15/2046	540,000.0000	101.01	545,437.80	FIXED INCOME
CONCHO RESOURCES INC	CONCHO RESOURCES INC 3.75	20605PAH4	3.75	10/1/2027	325,000.0000	101.31	329,244.50	FIXED INCOME
CONOCOPHILLIPS	CONOCOPHILLIPS 6.500% 2/0	20825CAQ7	6.50	2/1/2039	1,085,000.0000	139.94	1,518,381.55	FIXED INCOME
CONS EDISON CO OF NY	CONS EDISON CO OF NY 6.75	209111EU3	6.75	4/1/2038	1,050,000.0000	143.59	1,507,705.50	FIXED INCOME
CORNING INC	CORNING INC 4.375% 11/15/	219350BF1	4.38	11/15/2057	870,000.0000	99.27	863,649.00	FIXED INCOME
COX COMMUNICATIONS INC	P/P COX COMMUNICATIO 4.60	224044CK1	4.60	8/15/2047	455,000.0000	100.93	459,222.40	FIXED INCOME
CRED SUIS GP FUND LTD	CRED SUIS GP FUND LT 3.75	225433AC5	3.75	3/26/2025	785,000.0000	102.04	801,006.15	FIXED INCOME
CSX CORP	CSX CORP 4.750% 5/30/42	126408GW7	4.75	5/30/2042	805,000.0000	112.07	902,179.60	FIXED INCOME
CVS HEALTH CORP	CVS HEALTH CORP 5.125% 7/	126650CN8	5.13	7/20/2045	1,260,000.0000	114.61	1,444,073.40	FIXED INCOME
DEVON FINANCING CORP	DEVON FINANCING CORP 7.87	25179SAD2	7.88	9/30/2031	860,000.0000	137.28	1,180,616.60	FIXED INCOME
DIAMOND 1 FIN/DIAMOND 2	P/P DIAMOND 1 FIN/DI 8.10	25272KAN3	8.10	7/15/2036	435,000.0000	126.28	549,313.65	FIXED INCOME
DIAMOND 1 FIN/DIAMOND 2	P/P DIAMOND 1 FIN/DI 8.35	25272KAR4	8.35	7/15/2046	825,000.0000	128.85	1,063,045.50	FIXED INCOME
DODGE & COX INTERNATIONAL STOCK FUND	DODGE & COX INT'L STOCK F	256206I03	0.00		602,426.9180	46.32	27,904,505.49	EQUITY FUNDS
DOLLAR GENERAL CORP	DOLLAR GENERAL CORP 3.875	256677AE5	3.88	4/15/2027	870,000.0000	104.29	907,331.70	FIXED INCOME
DOMINION RESOURCES INC	DOMINION RESOURCES 5.950%	25746UAV1	5.95	6/15/2035	1,260,000.0000	126.30	1,591,405.20	FIXED INCOME
DOW CHEMICAL COMPANY	DOW CHEMICAL COMPANY 7.37	260543BJ1	7.38	11/1/2029	1,620,000.0000	133.36	2,160,448.20	FIXED INCOME
DTE ENERGY CO	DTE ENERGY CO 3.800% 3/15	233331AZ0	3.80	3/15/2027	750,000.0000	103.13	773,482.50	FIXED INCOME
DUKE REALTY LP	DUKE REALTY LP 3.375% 12/	26441YBA4	3.38	12/15/2027	675,000.0000	100.17	676,120.50	FIXED INCOME
ECOLAB INC	P/P ECOLAB INC 3.950% 12/	278865AZ3	3.95	12/1/2047	1,131,000.0000	102.22	1,156,119.51	FIXED INCOME
ECOLAB INC	ECOLAB INC 5.500% 12/08/4	278865AM2	5.50	12/8/2041	139,000.0000	125.20	174,022.44	FIXED INCOME
EDISON INTERNATIONAL	EDISON INTERNATIONAL 2.95	281020AJ6	2.95	3/15/2023	695,000.0000	100.16	696,084.20	FIXED INCOME
EDP FINANCE BV	P/P EDP FINANCE BV 3.625%	26835PAF7	3.63	7/15/2024	750,000.0000	100.71	755,340.00	FIXED INCOME
EL PASO ENERGY CORP	EL PASO ENERGY CORP 7.750	28368EAE6	7.75	1/15/2032	90,000.0000	129.14	116,221.50	FIXED INCOME
ELI LILLY & CO	ELI LILLY & CO 3.950% 5/1	532457BR8	3.95	5/15/2047	490,000.0000	107.37	526,098.30	FIXED INCOME
ENCANA CORP	ENCANA CORP 6.500% 8/15/3	292505AD6	6.50	8/15/2034	350,000.0000	123.57	432,502.00	FIXED INCOME
ENERGY TRANSFER PARTNERS	ENERGY TRANSFER PART 4.65	29273RAN9	4.65	6/1/2021	615,000.0000	104.97	645,540.90	FIXED INCOME
ENERGY TRANSFER PARTNERS	ENERGY TRANSFER PART 4.90	29273RBE8	4.90	3/15/2035	430,000.0000	98.92	425,351.70	FIXED INCOME
ENERGY TRANSFER PARTNERS	ENERGY TRANSFER PART 6.12	29273RBJ7	6.13	12/15/2045	625,000.0000	108.59	678,700.00	FIXED INCOME
ENTERPRISE PRODUCTS OPER	ENTERPRISE PRODUCTS 5.950	29379VAT0	5.95	2/1/2041	1,630,000.0000	123.43	2,011,827.50	FIXED INCOME

KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2017

* - Party-in-interest

Identity of Issuer	Description	CUSIP	Interest Rate	Maturity Date	Units	Cost	Market	Investment Type
ENTERPRISE PRODUCTS OPER	ENTERPRISE PRODUCTS 3.350	29379VAZ6	3.35	3/15/2023	1,200,000.0000	101.97	1,223,652.00	FIXED INCOME
ENTERPRISE PRODUCTS OPER	VR ENTERPRISE PRODUC 5.25	29379VBN2	5.25	8/16/2077	1,050,000.0000	99.00	1,039,500.00	FIXED INCOME
EPR PROPERTIES	EPR PROPERTIES 4.500% 6/0	26884UAD1	4.50	6/1/2027	770,000.0000	100.57	774,381.30	FIXED INCOME
EQT CORP	EQT CORP 3.900% 10/01/27	26884LAF6	3.90	10/1/2027	1,025,000.0000	99.41	1,018,983.25	FIXED INCOME
ERP OPERATING LP	ERP OPERATING LP 4.000% 8	26884ABH5	4.00	8/1/2047	470,000.0000	102.89	483,583.00	FIXED INCOME
EVERSOURCE ENERGY	EVERSOURCE ENERGY 2.750%	30040WAC2	2.75	3/15/2022	545,000.0000	100.18	545,986.45	FIXED INCOME
EXELON CORP	EXELON CORP 4.450% 4/15/4	30161NAV3	4.45	4/15/2046	1,305,000.0000	108.67	1,418,169.60	FIXED INCOME
EXELON GENERATION CO LLC	EXELON GENERATION CO 6.25	30161MAG8	6.25	10/1/2039	140,000.0000	116.98	163,773.40	FIXED INCOME
FEDERATED RETAIL HLDGS INC	FEDERATED RETAIL HLD 6.37	314275AC2	6.38	3/15/2037	350,000.0000	101.98	356,926.50	FIXED INCOME
FEDEX CORP	FEDEX CORP 4.000% 1/15/24	31428XAY2	4.00	1/15/2024	640,000.0000	106.31	680,352.00	FIXED INCOME
* FIDELITY NATIONAL INFORM	FIDELITY NATIONAL IN 3.00	31620MAT3	3.00	8/15/2026	920,000.0000	96.66	889,244.40	FIXED INCOME
* FIDELITY NATIONAL INFORM	FIDELITY NATIONAL IN 4.50	31620MAU0	4.50	8/15/2046	625,000.0000	104.24	651,487.50	FIXED INCOME
FORD MOTOR COMPANY	FORD MOTOR COMPANY 7.450%	345370CA6	7.45	7/16/2031	285,000.0000	130.72	372,554.85	FIXED INCOME
FORD MOTOR COMPANY	FORD MOTOR COMPANY 5.291%	345370CS7	5.29	12/8/2046	690,000.0000	108.82	750,864.90	FIXED INCOME
FORD MOTOR CREDIT CO LLC	FORD MOTOR CREDIT CO 3.33	345397XW8	3.34	3/18/2021	600,000.0000	101.56	609,384.00	FIXED INCOME
GE CAPITAL INTL FUNDING	GE CAPITAL INTL FUND 4.41	36164QNA2	4.42	11/15/2035	2,504,000.0000	108.23	2,709,979.04	FIXED INCOME
GENERAL ELECTRIC CO	GENERAL ELECTRIC CO 4.125	369604BF9	4.13	10/9/2042	930,000.0000	104.76	974,268.00	FIXED INCOME
GENERAL MOTORS CO	GENERAL MOTORS CO 6.250%	37045VAF7	6.25	10/2/2043	985,000.0000	118.45	1,166,702.95	FIXED INCOME
GENERAL MOTORS FINL CO	GENERAL MOTORS FINL 5.250	37045XBG0	5.25	3/1/2026	215,000.0000	109.96	236,416.15	FIXED INCOME
GEORGIA POWER COMPANY	GEORGIA POWER COMPAN 5.40	373334JR3	5.40	6/1/2040	1,680,000.0000	120.19	2,019,259.20	FIXED INCOME
GILEAD SCIENCES INC	GILEAD SCIENCES INC 4.750	375558BD4	4.75	3/1/2046	820,000.0000	115.67	948,526.80	FIXED INCOME
GLAXOSMITHKLINE CAPITAL	GLAXOSMITHKLINE CAPI 6.37	377372AE7	6.38	5/15/2038	940,000.0000	141.07	1,326,086.20	FIXED INCOME
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP 6.750	38141GFD1	6.75	10/1/2037	1,605,000.0000	133.86	2,148,517.20	FIXED INCOME
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP 6.250	38141GGM0	6.25	2/1/2041	1,400,000.0000	134.76	1,886,640.00	FIXED INCOME
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP 4.750	38141GVS0	4.75	10/21/2045	195,000.0000	114.55	223,374.45	FIXED INCOME
GOLDMAN SACHS GROUP INC	VR GOLDMAN SACHS GRO 2.87	38148YAC2	2.88	10/31/2022	1,230,000.0000	99.71	1,226,469.90	FIXED INCOME
HALLIBURTON CO	HALLIBURTON CO 5.000% 11/	406216BK6	5.00	11/15/2045	449,000.0000	114.84	515,613.64	FIXED INCOME
HARBOR INTERNATIONAL GROWTH FUND	HARBOR INTL GROWTH FUND #	411511801	0.00		1,530,462.7680	15.81	24,196,616.36	EQUITY FUNDS
HARBOURVEST PARTNERS VI-	HARBVEST PART VI-BUYOUT F	MS6688977	0.00		1,056,184.0000	0.46	487,943.00	VENTURE/LMTD PART/CLS HLD
HARBOURVEST PARTNERS VI-	HARBOURVEST PART VI-PART	MS6688985	0.00		931,454.0000	0.53	489,212.00	VENTURE/LMTD PART/CLS HLD
HARBOURVEST PARTNERS VIII-CAYMAN	HARBOURVEST PTNRS VIII BU	MS6101187	0.00		3,448,527.0000	0.99	3,411,683.00	VENTURE/LMTD PART/CLS HLD
HARBOURVEST PARTNERS VIII-CAYMAN	HARBOURVEST VIII MEZZ & D	MS6101195	0.00		365,781.0000	0.75	274,805.00	VENTURE/LMTD PART/CLS HLD
HARBOURVEST PTNRS VIII-CAYMAN	HARBOURVEST PTNRS VIII VE	MS6422286	0.00		981,076.0000	0.98	959,563.00	VENTURE/LMTD PART/CLS HLD
HEALTHCARE REALTY TRUST	HEALTHCARE REALTY TR 3.62	421946AK0	3.63	1/15/2028	575,000.0000	98.94	568,882.00	FIXED INCOME
HESS CORP	HESS CORP 5.600% 2/15/41	42809HAD9	5.60	2/15/2041	385,000.0000	107.84	415,168.60	FIXED INCOME
HOMEDEPOT INC	HOME DEPOT INC 5.875% 12/	437076AS1	5.88	12/16/2036	1,410,000.0000	135.32	1,908,026.10	FIXED INCOME
HP ENTERPRISE CO	HP ENTERPRISE CO 6.350% 1	42824CAY5	6.35	10/15/2045	825,000.0000	105.87	873,394.50	FIXED INCOME
HSBC HOLDINGS PLC	HSBC HOLDINGS PLC 6.800%	404280AJ8	6.80	6/1/2038	1,595,000.0000	136.35	2,174,702.75	FIXED INCOME
HSBC HOLDINGS PLC	VR HSBC HOLDINGS PLC 3.26	404280BJ7	3.26	3/13/2023	750,000.0000	101.39	760,440.00	FIXED INCOME
INDEPENDENT FRANCHISE PARTNERS	INDEPENDENT FRNCHSE PRTRNR	MS6653161	0.00		37,400,000.0000	1.30	48,470,021.00	VENTURE/LMTD PART/CLS HLD
ING GROEP NV	ING GROEP NV 3.950% 3/29/	456837AH6	3.95	3/29/2027	550,000.0000	104.25	573,391.50	FIXED INCOME
INTERNATIONAL PAPER CO	INTERNATIONAL PAPER 3.650	460146CJ0	3.65	6/15/2024	1,240,000.0000	103.31	1,281,031.60	FIXED INCOME
INVESCO NON-US PARTNERSHIP FUND II,	INVESCO NON-US PARTNERSHI	MS6162551	0.00		191,822.0900	0.50	95,418.00	VENTURE/LMTD PART/CLS HLD
INVESCO US BUYOUT PARTNERSHIP	INVESCO US BUYOUT PARTNER	MS6162569	0.00		210,059.6000	0.34	71,004.00	VENTURE/LMTD PART/CLS HLD
INVESCO VENTURE PARTNERSHIP	INVESCO VENTURE PARTNERSH	MS6162544	0.00		1,185,495.2400	0.01	10,485.00	VENTURE/LMTD PART/CLS HLD
JACKSON NATL LIFE GLOBAL	P/P JACKSON NATL LIF 3.05	46849LSQ5	3.05	4/29/2026	630,000.0000	98.46	620,323.20	FIXED INCOME
JOHNSON & JOHNSON	JOHNSON & JOHNSON 3.750%	478160CG7	3.75	3/3/2047	725,000.0000	106.78	774,162.25	FIXED INCOME
JPMORGAN CHASE & CO	JPMORGAN CHASE & CO 6.400	46625HHF0	6.40	5/15/2038	665,000.0000	137.59	915,000.10	FIXED INCOME
JPMORGAN CHASE & CO	JPMORGAN CHASE & CO 5.625	46625HJM3	5.63	8/16/2043	1,155,000.0000	124.16	1,433,990.25	FIXED INCOME
JPMORGAN CHASE & CO	JPMORGAN CHASE & CO 3.875	46625HJY7	3.88	9/10/2024	285,000.0000	104.31	297,289.20	FIXED INCOME
JPMORGAN CHASE & CO	VR JPMORGAN CHASE & 4.260	46647PAA4	4.26	2/22/2048	365,000.0000	108.24	395,061.40	FIXED INCOME
JPMORGAN CHASE & CO	VR JPMORGAN CHASE & 3.220	46647PAH9	3.22	3/1/2025	770,000.0000	100.78	776,006.00	FIXED INCOME
KINDER MORGAN ENER PART	KINDER MORGAN ENER 6.375%	494550BH8	6.38	3/1/2041	1,920,000.0000	116.24	2,231,731.20	FIXED INCOME

**KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan**

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2017

* - Party-in-interest

Identity of Issuer	Description	CUSIP	Interest Rate	Maturity Date	Units	Cost	Market	Investment Type
KINDER MORGAN ENER PART	KINDER MORGAN ENER 3.950%	494550BL9	3.95	9/1/2022	850,000.0000	103.20	877,217.00	FIXED INCOME
KINDER MORGAN INC/DELAWA	KINDER MORGAN INC/DE 5.55	49456BAH4	5.55	6/1/2045	405,000.0000	109.44	443,227.95	FIXED INCOME
KRAFT FOODS GROUP INC	KRAFT FOODS GROUP IN 6.50	50076QAN6	6.50	2/9/2040	940,000.0000	126.87	1,192,596.80	FIXED INCOME
KRAFT FOODS GROUP INC	KRAFT FOODS GROUP IN 6.87	50076QAR7	6.88	1/26/2039	600,000.0000	131.64	789,834.00	FIXED INCOME
LEGAL & GEN COLLECTIVE INVT TR	LEG & GEN COLLE/RUSSELL 3	52472A511	0.00		468,813.7610	123.49	57,893,811.35	EQUITY FUNDS
LIBERTY MUTUAL GROUP	P/P LIBERTY MUTUAL 6.500%	53079EAZ7	6.50	5/1/2042	460,000.0000	133.44	613,819.40	FIXED INCOME
LLOYDS BANKING GROUP PLC	LLOYDS BANKING GROUP 3.75	53944YAD5	3.75	1/11/2027	765,000.0000	101.55	776,880.45	FIXED INCOME
LOCKHEED MARTIN CORP	LOCKHEED MARTIN CORP 3.60	539830BC2	3.60	3/1/2035	750,000.0000	100.81	756,045.00	FIXED INCOME
LOCKHEED MARTIN CORP	LOCKHEED MARTIN CORP 4.50	539830BK4	4.50	5/15/2036	195,000.0000	112.13	218,653.50	FIXED INCOME
LOCKHEED MARTIN CORP	LOCKHEED MARTIN CORP 4.70	539830BL2	4.70	5/15/2046	780,000.0000	116.67	910,033.80	FIXED INCOME
LYB INTL FINANCE BV	LYB INTL FINANCE BV 4.875	50247VAC3	4.88	3/15/2044	700,000.0000	110.99	776,951.00	FIXED INCOME
MARATHON OIL CORP	MARATHON OIL CORP 4.400%	565849AP1	4.40	7/15/2027	375,000.0000	104.51	391,901.25	FIXED INCOME
MARATHON PETROLEUM CORP	MARATHON PETROLEUM 5.125%	56585AAD4	5.13	3/1/2021	650,000.0000	107.32	697,606.00	FIXED INCOME
MASS MUTUAL LIFE INS CO	P/P MASS MUTUAL LIFE 8.87	575767AG3	8.88	6/1/2039	289,000.0000	165.72	478,922.13	FIXED INCOME
MCKESSON CORP	MCKESSON CORP 6.000% 3/01	58155QAE3	6.00	3/1/2041	720,000.0000	122.16	879,516.00	FIXED INCOME
MEDTRONIC INC	MEDTRONIC INC 4.625% 3/15	585055BU9	4.63	3/15/2045	955,000.0000	116.51	1,112,622.75	FIXED INCOME
MERRILL LYNCH & CO	MERRILL LYNCH & CO 7.750%	59023VAA8	7.75	5/14/2038	1,115,000.0000	149.84	1,670,704.85	FIXED INCOME
METLIFE INC	METLIFE INC 6.400% 12/15/	59156RAP3	6.40	12/15/2036	600,000.0000	115.03	690,186.00	FIXED INCOME
MICROSOFT CORP	MICROSOFT CORP 5.300% 2/0	594918AM6	5.30	2/8/2041	1,195,000.0000	127.72	1,526,301.80	FIXED INCOME
MICROSOFT CORP	MICROSOFT CORP 3.500% 2/1	594918BC7	3.50	2/12/2035	825,000.0000	104.05	858,379.50	FIXED INCOME
MICROSOFT CORP	MICROSOFT CORP 3.450% 8/0	594918BS2	3.45	8/8/2036	830,000.0000	103.10	855,721.70	FIXED INCOME
MICROSOFT CORP	MICROSOFT CORP 3.700% 8/0	594918BT0	3.70	8/8/2046	635,000.0000	104.25	661,993.85	FIXED INCOME
MICROSOFT CORP	MICROSOFT CORP 4.250% 2/0	594918CA0	4.25	2/6/2047	320,000.0000	114.33	365,846.40	FIXED INCOME
MICROSOFT CORP	MICROSOFT CORP 4.500% 2/0	594918CB8	4.50	2/6/2057	300,000.0000	118.41	355,236.00	FIXED INCOME
MORGAN STANLEY	MORGAN STANLEY 4.350% 9/0	6174467Y9	4.35	9/8/2026	260,000.0000	104.79	272,443.60	FIXED INCOME
MORGAN STANLEY	MORGAN STANLEY 4.000% 7/2	6174468C6	4.00	7/23/2025	350,000.0000	104.71	366,467.50	FIXED INCOME
MORGAN STANLEY	MORGAN STANLEY 4.375% 1/2	61746BEG7	4.38	1/22/2047	635,000.0000	109.62	696,074.30	FIXED INCOME
MORGAN STANLEY	MORGAN STANLEY 4.300% 1/2	61747YDY8	4.30	1/27/2045	535,000.0000	107.86	577,040.30	FIXED INCOME
MYLAN N V	MYLAN N V 5.250% 6/15/46	62854AAP9	5.25	6/15/2046	555,000.0000	109.57	608,119.05	FIXED INCOME
NEVADA POWER CO	NEVADA POWER CO 6.750% 7/	641423BU1	6.75	7/1/2037	1,540,000.0000	141.46	2,178,422.40	FIXED INCOME
NEW YORK LIFE GLOBAL FDG	P/P NEW YORK LIFE GL 2.35	64952WCH4	2.35	7/14/2026	630,000.0000	95.44	601,297.20	FIXED INCOME
NEW YORK LIFE INSURANCE	P/P NEW YORK LIFE IN 6.75	64952GAF5	6.75	11/15/2039	730,000.0000	144.57	1,055,353.70	FIXED INCOME
NEWELL BRANDS INC	NEWELL BRANDS INC 4.200%	651229AW6	4.20	4/1/2026	700,000.0000	104.44	731,087.00	FIXED INCOME
NISOURCE FINANCE CORP	NISOURCE FINANCE COR 5.65	65473QBD4	5.65	2/1/2045	261,000.0000	125.22	326,829.42	FIXED INCOME
NISOURCE FINANCE CORP	NISOURCE FINANCE COR 3.49	65473QBE2	3.49	5/15/2027	750,000.0000	101.78	763,380.00	FIXED INCOME
NISOURCE FINANCE CORP	NISOURCE FINANCE COR 4.37	65473QBF9	4.38	5/15/2047	475,000.0000	109.61	520,638.00	FIXED INCOME
NORFOLK SOUTHERN CORP	NORFOLK SOUTHERN COR 4.83	655844BH0	4.84	10/1/2041	1,005,000.0000	116.55	1,171,327.50	FIXED INCOME
NORTHGATE PRIVATE EQUITY PART III, LP	NORTHGATE PEP III LP	MS6097211	0.00		8,895,561.9400	0.60	5,380,217.72	VENTURE/LMTD PART/CLS HLD
NORTHROP GRUMMAN CORP	NORTHROP GRUMMAN COR 3.25	666807BN1	3.25	1/15/2028	925,000.0000	100.15	926,350.50	FIXED INCOME
ORACLE CORP	ORACLE CORP 6.125% 7/08/3	68389XAH8	6.13	7/8/2039	615,000.0000	137.33	844,591.80	FIXED INCOME
ORACLE CORP	ORACLE CORP 3.850% 7/15/3	68389XBH7	3.85	7/15/2036	385,000.0000	105.68	406,848.75	FIXED INCOME
ORACLE CORP	ORACLE CORP 4.000% 7/15/4	68389XBJ3	4.00	7/15/2046	1,000,000.0000	106.40	1,064,010.00	FIXED INCOME
PACIFIC GAS & ELECTRIC	PACIFIC GAS & ELECTRIC 6.05	694308GE1	6.05	3/1/2034	1,480,000.0000	126.04	1,865,451.20	FIXED INCOME
PACIFIC LIFE INSURANCE C	VR P/P PACIFIC LIFE 4.300	69448FAA9	4.30	10/24/2067	1,280,000.0000	100.31	1,283,968.00	FIXED INCOME
PACIFICORP	PACIFICORP 4.100% 2/01/42	695114CN6	4.10	2/1/2042	1,570,000.0000	108.36	1,701,283.40	FIXED INCOME
PENTWATER EVENT FUND LTD	PENTWATER EVENT FUND LTD	MS6653419	0.00		10,173.0344	2,422.12	24,640,325.00	VENTURE/LMTD PART/CLS HLD
PERNOD-RICARD SA	P/P PERNOD-RICARD SA 4.45	714264AD0	4.45	1/15/2022	800,000.0000	106.22	849,784.00	FIXED INCOME
PETRO-CANADA	PETRO-CANADA 6.800% 5/15/	71644EAJ1	6.80	5/15/2038	465,000.0000	137.82	640,876.95	FIXED INCOME
PHILIP MORRIS INTL INC	PHILIP MORRIS INTL 6.375%	718172AC3	6.38	5/16/2038	495,000.0000	135.33	669,863.70	FIXED INCOME
PHILLIPS 66	PHILLIPS 66 5.875% 5/01/4	718546AH7	5.88	5/1/2042	475,000.0000	127.27	604,532.50	FIXED INCOME
POTASH CORP-SASKATCHEWAN	POTASH CORP-SASKATCHEWAN 3.62	73755LAL1	3.63	3/15/2024	850,000.0000	102.50	871,224.50	FIXED INCOME
PPL ELECTRIC UTILITIES	PPL ELECTRIC UTILITI 4.12	69351UAS2	4.13	6/15/2044	1,000,000.0000	109.16	1,091,590.00	FIXED INCOME
PROCTER & GAMBLE CO/THE	PROCTER & GAMBLE CO/ 3.50	742718FB0	3.50	10/25/2047	1,000,000.0000	100.98	1,009,750.00	FIXED INCOME

KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2017

* - Party-in-interest

Identity of Issuer	Description	CUSIP	Interest Rate	Maturity Date	Units	Cost	Market	Investment Type
PROGRESS ENERGY INC	PROGRESS ENERGY INC 6.000	743263AP0	6.00	12/1/2039	2,300,000.0000	129.15	2,970,358.00	FIXED INCOME
PRUDENTIAL FINANCIAL INC	VR PRUDENTIAL FINA 5.375%	744320AV4	5.38	5/15/2045	710,000.0000	107.15	760,765.00	FIXED INCOME
PRUDENTIAL FINANCIAL, INC.	P/P PRUDENTIAL FINAN 3.93	744320AZ5	3.94	12/7/2049	594,000.0000	102.24	607,311.54	FIXED INCOME
PUBLIC SERVICE ELECTRIC	PUBLIC SERVICE ELECT 3.60	74456QBT2	3.60	12/1/2047	575,000.0000	102.39	588,765.50	FIXED INCOME
QUALCOMM INC	QUALCOMM INC 3.250% 5/20/	747525AU7	3.25	5/20/2027	930,000.0000	97.64	908,042.70	FIXED INCOME
RABOBANK NEDERLAND	RABOBANK NEDERLAND 5.750%	21684AAB2	5.75	12/1/2043	800,000.0000	127.24	1,017,896.00	FIXED INCOME
RIMROCK HIGH INCOME	RIMROCK HIGH INC PLUS FUN	MS6653427	0.00		63,825.8184	281.87	17,990,780.00	VENTURE/LMTD PART/CLS HLD
ROGERS COMMUNICATIONS IN	ROGERS COMMUNICATION 5.45	775109AZ4	5.45	10/1/2043	1,105,000.0000	121.24	1,339,702.00	FIXED INCOME
ROYAL BK SCOTLND GRP PLC	VR ROYAL BK SCOTLND 3.498	780097BE0	3.50	5/15/2023	1,550,000.0000	100.22	1,553,379.00	FIXED INCOME
SANTANDER UK GROUP HLDGS	VR SANTANDER UK GROU 3.82	80281LAG0	3.82	11/3/2028	1,075,000.0000	100.23	1,077,494.00	FIXED INCOME
SHELL INTERNATIONAL FIN	SHELL INTERNATIONAL 5.500	822582AN2	5.50	3/25/2040	870,000.0000	127.16	1,106,326.80	FIXED INCOME
SIMON PROPERTY GROUP LP	SIMON PROPERTY GROUP 6.75	828807CE5	6.75	2/1/2040	750,000.0000	139.47	1,046,055.00	FIXED INCOME
SINOPEC GRP OVERSEAS DEV	P/P SINOPEC GRP OVER 4.00	82938NAJ3	4.00	9/13/2047	800,000.0000	98.93	791,456.00	FIXED INCOME
SL GREEN OPERATING PARTN	SL GREEN OPERATING 3.250%	78444FAF3	3.25	10/15/2022	600,000.0000	99.62	597,702.00	FIXED INCOME
SL GREEN REALTY CORP	SL GREEN REALTY CORP 4.50	75625AAD6	4.50	12/1/2022	460,000.0000	104.73	481,735.00	FIXED INCOME
SOUTHERN CAL EDISON	SOUTHERN CAL EDISON 6.050	842400FL2	6.05	3/15/2039	470,000.0000	133.94	629,518.00	FIXED INCOME
SPECTRA ENERGY PARTNERS	SPECTRA ENERGY PARTN 5.95	84756NAE9	5.95	9/25/2043	1,160,000.0000	121.61	1,410,676.00	FIXED INCOME
SPIRIT REALTY LP	SPIRIT REALTY LP 4.450% 9	84861TAC2	4.45	9/15/2026	565,000.0000	99.58	562,598.75	FIXED INCOME
SUNOCO LOGISTICS PARTNER	SUNOCO LOGISTICS PAR 3.90	86765BAT6	3.90	7/15/2026	560,000.0000	97.86	547,999.20	FIXED INCOME
TARGET CORP	TARGET CORP 3.900% 11/15/	87612EBG0	3.90	11/15/2047	750,000.0000	101.79	763,410.00	FIXED INCOME
TEACHERS INSUR & ANNUITY	P/P TEACHERS INSUR 6.850%	878091BC0	6.85	12/16/2039	43,000.0000	141.28	60,752.12	FIXED INCOME
TEACHERS INSUR & ANNUITY	P/P TEACHERS INSUR 4.270%	878091BF3	4.27	5/15/2047	955,000.0000	105.75	1,009,950.70	FIXED INCOME
TELEFONICA EMISIONES SAU	TELEFONICA EMISIONES 5.21	87938WAU7	5.21	3/8/2047	905,000.0000	113.49	1,027,039.25	FIXED INCOME
THERMO FISHER SCIENTIFIC	THERMO FISHER SCIENT 4.10	883556BY7	4.10	8/15/2047	935,000.0000	103.02	963,227.65	FIXED INCOME
THUNDERBIRD RESOURCES EQUITY INC	THUNDERBIRD RESOURCES EQU	638998468	0.00		1.6800	57,589.27	100,327.00	COMMON STOCK
TIME WARNER CABLE INC	TIME WARNER CABLE IN 5.87	88732JAY4	5.88	11/15/2040	585,000.0000	108.50	634,719.15	FIXED INCOME
TIME WARNER CABLE INC	TIME WARNER CABLE IN 5.50	88732JBB3	5.50	9/1/2041	1,065,000.0000	104.23	1,110,038.85	FIXED INCOME
TIME WARNER INC	TIME WARNER INC 4.650% 6/	887317AU9	4.65	6/1/2044	870,000.0000	101.69	884,711.70	FIXED INCOME
TIME WARNER INC	TIME WARNER INC 3.800% 2/	887317BB0	3.80	2/15/2027	570,000.0000	99.91	569,464.20	FIXED INCOME
TRANS-CANADA PIPELINES	TRANS-CANADA PIPELIN 4.62	89352HAM1	4.63	3/1/2034	1,600,000.0000	111.66	1,786,528.00	FIXED INCOME
TRAVELERS COS INC	TRAVELERS COS INC 6.250%	89417EAD1	6.25	6/15/2037	555,000.0000	136.26	756,231.90	FIXED INCOME
UNITED TECHNOLOGIES CORP	UNITED TECHNOLOGIES 6.125	913017BP3	6.13	7/15/2038	1,100,000.0000	132.57	1,458,281.00	FIXED INCOME
UNITEDHEALTH GROUP INC	UNITEDHEALTH GROUP 4.625%	91324PBU5	4.63	11/15/2041	795,000.0000	114.10	907,071.15	FIXED INCOME
UNITEDHEALTH GROUP INC	UNITEDHEALTH GROUP 3.750%	91324PDF6	3.75	10/15/2047	485,000.0000	102.03	494,830.95	FIXED INCOME
US TREASURY BOND	US TREASURY BOND 4.750% 2	912810PT9	4.75	2/15/2037	3,195,000.0000	133.22	4,256,474.85	FIXED INCOME
US TREASURY BOND	US TREASURY BOND 3.750% 1	912810RD2	3.75	11/15/2043	785,000.0000	119.15	935,343.20	FIXED INCOME
US TREASURY BOND	US TREASURY BOND 3.125% 8	912810RH3	3.13	8/15/2044	9,595,000.0000	107.48	10,312,801.95	FIXED INCOME
US TREASURY BOND	US TREASURY BOND 2.750% 1	912810RZ3	2.75	11/15/2047	5,840,000.0000	100.16	5,849,577.60	FIXED INCOME
US TREASURY NOTE	US TREASURY NOTE 2.250% 1	9128283D0	2.25	10/31/2024	23,590,000.0000	99.54	23,481,250.10	FIXED INCOME
US TREASURY NOTE	US TREASURY NOTE 2.250% 1	9128283F5	2.25	11/15/2027	28,455,000.0000	98.59	28,053,784.50	FIXED INCOME
US TREASURY NOTE	US TREASURY NOTE 1.125% 2	912828W30	1.13	2/28/2019	3,415,000.0000	99.18	3,386,997.00	FIXED INCOME
VANGUARD EMERGING MARKETS STOCK	VANGUARD EMRG MK STK INDE	922042601	0.00		432,637.5730	29.03	12,559,468.74	EQUITY FUNDS
VENTAS REALTY LP/CAP CRP	VENTAS REALTY LP/CAP 5.70	92277GAB3	5.70	9/30/2043	530,000.0000	121.71	645,073.60	FIXED INCOME
VERIZON COMMUNICATIONS	VERIZON COMMUNICATIO 5.01	92343VCM4	5.01	8/21/2054	309,000.0000	102.40	316,412.91	FIXED INCOME
VERIZON COMMUNICATIONS	VERIZON COMMUNICATIO 4.27	92343VCV4	4.27	1/15/2036	2,262,000.0000	99.48	2,250,237.60	FIXED INCOME
VERIZON COMMUNICATIONS	VERIZON COMMUNICATIO 4.67	92343VCZ5	4.67	3/15/2055	327,000.0000	96.54	315,698.88	FIXED INCOME
VERIZON COMMUNICATIONS	VERIZON COMMUNICATIO 5.50	92343VDV3	5.50	3/16/2047	2,910,000.0000	113.94	3,315,683.10	FIXED INCOME
VIACOM INC	VIACOM INC 4.375% 3/15/43	92553PAP7	4.38	3/15/2043	715,000.0000	86.57	618,968.35	FIXED INCOME
VIRGINIA ELEC & POWER CO	VIRGINIA ELEC & POWE 4.45	927804FR0	4.45	2/15/2044	205,000.0000	112.82	231,285.10	FIXED INCOME
VMWARE INC	VMWARE INC 2.950% 8/21/22	928563AB1	2.95	8/21/2022	860,000.0000	99.72	857,600.60	FIXED INCOME
VOYA FINANCIAL INC	VOYA FINANCIAL INC 3.125%	929089AD2	3.13	7/15/2024	1,480,000.0000	99.10	1,466,680.00	FIXED INCOME
WALGREENS BOOTS ALLIANCE	WALGREENS BOOTS ALLI 4.80	931427AC2	4.80	11/18/2044	350,000.0000	107.67	376,827.50	FIXED INCOME
WAL-MART STORES INC	WAL-MART STORES INC 3.625	931142DW0	3.63	12/15/2047	800,000.0000	104.77	838,120.00	FIXED INCOME

KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2017

* - Party-in-interest

Identity of Issuer	Description	CUSIP	Interest Rate	Maturity Date	Units	Cost	Market	Investment Type
WELLPOINT INC	WELLPOINT INC 4.650% 1/15	94973VBB2	4.65	1/15/2043	555,000.0000	109.65	608,568.60	FIXED INCOME
* WELLS FARGO & COMPANY	WELLS FARGO & COMPAN 3.50	94974BFC9	3.50	3/8/2022	1,405,000.0000	103.26	1,450,746.80	FIXED INCOME
* WELLS FARGO & COMPANY	WELLS FARGO & COMPAN 5.37	94974BFP0	5.38	11/2/2043	1,935,000.0000	119.08	2,304,178.65	FIXED INCOME
* WELLS FARGO GOVERNMENT	WF GOVT MM FD-INSTL #1751	VP4560000	1.14		4,761,688.3300	1.00	4,761,688.33	CASH EQUIVALENTS
* WELLS FARGO GOVERNMENT	WF GOVT MM FD-INSTL #1751	VP4560000	1.14		62,540.0000	1.00	62,540.00	CASH EQUIVALENTS
* WELLS FARGO GOVERNMENT	WF GOVT MM FD-INSTL #1751	VP4560000	1.14		0.0000	-	-	CASH EQUIVALENTS
* WELLS FARGO GOVERNMENT	WF GOVT MM FD-INSTL #1751	VP4560000	1.14		2,738,931.3700	1.00	2,738,931.37	CASH EQUIVALENTS
WESTERN GAS PARTNERS LP	WESTERN GAS PARTNERS 5.45	958254AD6	5.45	4/1/2044	615,000.0000	106.26	653,505.15	FIXED INCOME
WILLIAMS PARTNERS LP	WILLIAMS PARTNERS LP 5.10	96949LAC9	5.10	9/15/2045	940,000.0000	109.98	1,033,783.80	FIXED INCOME
WILLIS NORTH AMERICA INC	WILLIS NORTH AMERICA 3.60	970648AF8	3.60	5/15/2024	550,000.0000	101.66	559,130.00	FIXED INCOME
WTC-CTF GLOBAL SELECT	WTC-CTF GLOBAL SELECT CAP	728993585	0.00		2,559,498.9460	21.30	54,517,327.55	EQUITY FUNDS
XCEL ENERGY INC	XCEL ENERGY INC 3.300% 6/	98389BAR1	3.30	6/1/2025	1,390,000.0000	101.36	1,408,876.20	FIXED INCOME
CASH	CASH	CASH	0.00		127,643.0000	100.00	128,180.02	CASH
							613,066,975.49	

Attachment to 2017 Schedule SB
Line 26: Schedule of Active Participant Data – All Actives
KapStone Paper and Packaging Corporation Defined Benefit Retirement Plan
EIN: 20-2699372
Plan Number: 002

Completed Years of Credited Service on January 1, 2017

Attained Age	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+	Total
Under 25	5	7	0	0	0	0	0	0	0	0	12
25-29	5	33	20	0	0	0	0	0	0	0	58
30-34	6	47	51	9	0	0	0	0	0	0	113
35-39	6	33	67	29	5	0	0	0	0	0	140
40-44	3	35	83	39	30	8	0	0	0	0	198
45-49	3	40	114	68	54	33	10	0	0	0	322
50-54	7	47	108	84	45	38	40	6	0	0	375
55-59	5	28	132	75	28	31	41	16	28	0	384
60-64	2	19	105	31	10	6	13	9	18	6	219
65-69	0	9	27	5	3	0	1	0	0	2	47
Over 69	0	0	3	0	0	0	0	0	0	0	3
Total	42	298	710	340	175	116	105	31	46	8	1,871

Attachment to 2017 Schedule SB
Line 26: Schedule of Active Participant Data – All Actives with a Cash Balance Account
KapStone Paper and Packaging Corporation Defined Benefit Retirement Plan
EIN: 20-2699372
Plan Number: 002

Attained Age	Statistic	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+	Total
Under 25	Count	4	3	0	0	0	0	0	0	0	0	7
	Avg Balance											
25-29	Count	5	16	1	0	0	0	0	0	0	0	22
	Avg Balance											11,065
30-34	Count	5	19	9	3	0	0	0	0	0	0	36
	Avg Balance											23,047
35-39	Count	3	15	9	14	4	0	0	0	0	0	45
	Avg Balance											32,281
40-44	Count	3	19	12	10	27	7	0	0	0	0	78
	Avg Balance					36,425						31,396
45-49	Count	2	25	11	18	53	33	9	0	0	0	151
	Avg Balance		35,715			26,292	47,873					37,061
50-54	Count	7	30	15	10	42	37	40	5	0	0	186
	Avg Balance		30,118			24,123	45,030	72,321				45,361
55-59	Count	4	19	7	7	28	29	41	15	28	0	178
	Avg Balance					34,658	44,988	61,738		86,939		54,998
60-64	Count	2	16	14	10	10	6	12	9	18	6	103
	Avg Balance											64,617
65+	Count	0	8	5	3	3	0	1	0	0	2	22
	Avg Balance											50,171
Total	Count	35	170	83	75	167	112	103	29	46	8	828
	Avg Balance	6,578	26,254	55,799	33,693	31,552	46,317	66,479	85,146	90,932		44,199

Actuarial Assumptions and Methods

ERISA Interest Rates based on plan sponsor election:

“Minimum” means for the purpose of calculating the PPA funding liability and normal cost for the minimum required contribution.

“Maximum” means for the purpose of calculating the PPA funding liability and normal cost for the maximum tax-deductible contribution.

	2017 Plan Year		2016 Plan Year	
Purpose	Minimum	Maximum	Minimum	Maximum
Segment rates or full yield curve	Segment	Segment	Segment	Segment
Look-back months	4	4	4	4
First 5 years	4.16%	1.52%	4.43%	1.34%
Next 15 years	5.72%	3.80%	5.91%	4.03%
Over 20 years	6.48%	4.79%	6.65%	5.06%
Applicable Law for the segment rates corridor	BBA	Not Applicable	BBA	Not Applicable

Interest Credit for Increasing Account Balances:

- *2001 and 2010 Cash Account:* 3.00% compounded annually
- *2009 Cash Account:* 6.00% compounded quarterly

These assumed rates are based on a review of historical returns for the 10 year Treasury and third segment interest rates and our expectations regarding future levels of these rates.

Salary Scale: 3.00%. This is a long-term assumption based on the Taxable Wage Base (TWB) assumption and increase in Consumer Price Index. This assumption was determined by the prior actuary for this plan. There has been no pattern of significant consistent gains or consistent losses related to this assumption.

Increase in Consumer Price Index: 3.00%. This is based on long-term historical inflation rates of about 3.80% (since 1952), adjusted to lower by 0.80% to reflect the current low rate environment.

Increase in Social Security Taxable Wage Base: N/A.

Actuarial Assumptions and Methods (continued)

Administrative Expenses: \$3,477,000. Estimated based on the non-investment related administrative expenses, net of PBGC premiums, paid from the Trust in the prior year, plus current year's PBGC premium (previously \$2,634,000).

Mortality:

IRS 2017 Static Mortality Table using separate tables for annuitants and non-annuitants (previously IRS 2016 Static Mortality Table). These tables include future mortality improvement of 7 years for annuitants and 15 years for non-annuitants.

Retirement Rates: Based on the assumption used by the prior actuary for this plan. There has been no pattern of significant consistent gains or consistent losses related to this decrement.

Longview: Rates varying by age for actives:

Age	Longview Non-Union	Longview Union
55	7%	5%
56	7%	5%
57	7%	3%
58	7%	4%
59	7%	4%
60	20%	5%
61	25%	5%
62	50%	35%
63	35%	30%
64	35%	35%
65	35%	100%
66	35%	100%
67	35%	100%
68	35%	100%
69	35%	100%
70	100%	100%

Former Longview employees are assumed to retire at age 65.

Attachment to 2017 Schedule SB

Part V: Statement of Actuarial Assumptions/Methods

KapStone Paper and Packaging Corporation Defined Benefit Retirement Plan

EIN: 20-2699372

Plan Number: 002

Actuarial Assumptions and Methods (continued)

KapStone:

Active:

Roanoke: All active participants are assumed to retire at age 62.

Charleston: The later of attained age 62 and 20 years of service, but not later than age 65.

Inactive:

All inactive participants are assumed to retire at age 65.

Actuarial Assumptions and Methods (continued)

Termination:

Longview: Rates varying by age, plan (union or non-union) and sex. Sample rates are shown below:

Age	Longview Non-Union Male	Longview Non-Union Female	Longview Union Male	Longview Union Female
20	26.1%	31.5%	22.5%	31.5%
25	20.3%	21.7%	16.5%	23.3%
30	15.1%	15.1%	12.1%	16.0%
35	11.1%	11.1%	8.6%	10.8%
40	8.5%	8.5%	5.6%	6.9%
45	6.3%	6.3%	3.8%	4.8%
50	5.5%	5.5%	3.3%	4.2%
55	4.9%	4.9%	2.7%	3.5%
60	4.4%	4.4%	1.9%	3.0%
64	4.0%	4.0%	1.3%	2.8%

KapStone: 2003 Society of Actuaries Small Plan Age Table, multiplied by 0.25.

Disability:

Longview Non-Union: None.

Longview Union: Sample rates as follows:

Age	Longview Union
45	0.25%
50	0.75%
55	1.25%
60	1.25%
65	0.00%

KapStone: 1987 Commissioner's Group Disability Table.

Actuarial Assumptions and Methods (continued)

Marital Status: 100% of males and females are assumed married, with females 4 years younger than males based on the assumption used by the prior actuary and checked for reasonability each year.

Maximum Benefit: \$215,000 for 2017. For determining limitations under funding amounts, no future increases in the IRC Section 415 limit have been reflected.

Maximum Salary: N/A.

Form of Payment:

The assumed form of payment varies by legacy plan and is summarized below. To the extent optional forms of payment are elected and conversions are determined under an actuarial basis, which differs from the basis funded in the valuation, gains or losses will occur. These gains or losses will be recognized through the routine application of the actuarial cost method.

Longview Non-Union: All employees are assumed to take their 2001 Cash Account immediately upon termination. For the Cash Account, employees who terminate prior to satisfying both age 55 and 15 years of service are assumed to take their benefit immediately as a lump sum. For those who satisfy both age 55 and 15 years of service, 40% are assumed to take an immediate lump sum and 60% are assumed to elect a monthly single life annuity. All employees are assumed to take their Frozen Formula benefit in the form of a single life annuity.

Longview Union: Employees are assumed to take all Cash Accounts immediately as a lump sum. Frozen monthly benefits are assumed to be taken in the single life annuity form.

KapStone: Employees are assumed to be paid in the normal annuity form applicable to the particular benefit.

Data Assumptions:

None

Actuarial Assumptions and Methods (continued)

Actuarial Value of Plan Assets for Funding Purposes: The actuarial value of assets is equal to:

- a) the market value of assets, including discounted receivables, on the valuation date, less
- b) the following percentages of prior years' investment gains (losses):
 - i) 67% of the prior year, and
 - ii) 33% of the second prior year,

Investment gains and losses are defined as the excess or deficiency of the expected return on the market value (at an assumed rate of 6.50%, not to exceed the third segment rate for that year) over the actual return on the market value of assets, including discounted receivables, for any given year.

- c) The actuarial value of assets can be neither less than 90% nor greater than 110% of the market value of assets, including discounted receivables.

Actuarial Assumptions and Methods (continued)

Actuarial Cost Method: The unit credit cost method is used for ERISA funding target (FT) purposes. Under this method, accrued pension benefits are determined for all eligible active participants. These benefits reflect service, salary and negotiated benefit increases to date. The liability is then equal to the present value of all benefits (PVAB) for inactive participants plus the PVAB for active participants.

The normal cost is determined on an individual basis for all active participants who have not attained the assumed retirement age and is equal to the present value of the difference between the current accrued benefit and the anticipated accrued benefit one year later, with the accrued benefit based upon earnings, or negotiated benefit increases, to date in both cases. The total normal cost is based upon the sum of the individual normal costs. The target normal cost for funding is equal to the total normal cost plus assumed administrative expenses expected to be paid from the trust.

The projected unit credit method is used for IRS maximum deductible limit cushion amount purposes. Under this method, accrued pension benefits are determined for all eligible active participants. These benefits reflect service to date and anticipated salary and negotiated benefit increases to the assumed retirement age. The liability is then equal to the present value of all benefits for inactive participants plus the PVAB for active participants.

The normal cost is determined on an individual basis for all active participants who have not attained the assumed retirement age and is equal to the present value of the difference between the current accrued benefit and the anticipated accrued benefit one year later, with the accrued benefit based upon earnings and negotiated benefit increases projected to assumed retirement age in both cases. The total normal cost is based upon the sum of the individual normal costs.

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 2017 This Form is Open to Public Inspection
--	--	---

For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

▶ **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 KAPSTONE PAPER AND PACKAGING CORPORATION DEFINED BENEFIT RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF KAPSTONE PAPER AND PACKAGING CORPORATION	D Employer Identification Number (EIN) 20-2699372
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2017			
2 Assets:			
a Market value.....	2a	572439775	
b Actuarial value	2b	591493196	
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	2669	351091264	351091264
b For terminated vested participants	1102	45968268	45968268
c For active participants	1871	116275212	122529340
d Total	5642	513334744	519588872
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	5.83%	
6 Target normal cost	6	6451021	

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		09/18/2018
Matt Avery	Signature of actuary	Date
Fidelity Investments	Type or print name of actuary	1707246
233 S. Wacker Drive, Suite 4850	Firm name	Most recent enrollment number
Chicago IL 60606	Address of the firm	312-239-9101
		Telephone number (including area code)

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 ☐

For Paperwork Reduction Act Notice, see the Instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2017

(b) Prefunding balance

Frequency of occurrence of events of each quarter of the 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: 4.16 %	2nd segment: 5.72 %	3rd segment: 6.48 %	☐ 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	6451021	
b Excess assets, if applicable, but not greater than line 31a	31b	6451021	
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		
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	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
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		
43 Excess installment acceleration amount to be carried over to future plan years	43		



KAPSTONE PAPER AND PACKAGING CORPORATION

1101 Skokie Blvd. - Suite 300 Northbrook, IL 60062-4124
847-239-8800

September 14, 2018

Fidelity Workplace Investing LLC
233 S Wacker Drive, Suite 4850
Chicago, IL 60606

I, as plan administrator, verify that the explanation that is reproduced below is the explanation concerning your termination reported on the Schedule C (Form 5500) attached to the 2017 Form 5500, Annual Return/Report of Employee Benefit Plan, for the **Kapstone Paper and Packaging Corporation Defined Benefit Retirement Plan.**

This Form 5500 is identified in line 2b by the nine-digit EIN – 20 - 2699372, and in line 1b by the three-digit PN 002.

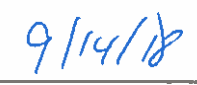
Explanation: This filing reflects a change in the Enrolled Actuary for the plan. The change in actuary is due to an internal change in responsibilities within Fidelity Investments.

You have the opportunity to comment to the Department of Labor concerning any aspect of this explanation. Comments should include the name, EIN, and PN of the plan and be submitted to:

Office of Enforcement,
Employee Benefits Security Administration
U.S. Department of Labor,
200 Constitution Avenue, N.W.
Washington, DC 20210



Signature of Plan Administrator



Date

Description of Weighted Average Retirement Age

Age	Legacy Longview Union (491 Actives)	Legacy Longview Non-Union (519 Actives)	Legacy Kapstone (861 Actives)	Weighted Average Retirement Rates	Probability of Not Retiring Before Age	Weighted Retirement Age
55.5	0.05	0.07		0.032539	1.000000	1.805901
56.5	0.05	0.07		0.032539	0.967461	1.778619
57.5	0.03	0.07		0.027290	0.935981	1.468730
58.5	0.04	0.07		0.029914	0.910438	1.593264
59.5	0.04	0.07		0.029914	0.883203	1.572023
60.5	0.05	0.20		0.068600	0.856782	3.555887
61.5	0.05	0.25		0.082469	0.798007	4.047381
62.5	0.35	0.50	1.00	0.690727	0.732196	31.609226
63.5	0.30	0.35	1.00	0.635997	0.226449	9.145307
64.5	0.35	0.35	1.00	0.649118	0.082428	3.451106
65.5	1.00	0.35	1.00	0.819695	0.028922	1.552850
66.5	1.00	0.35	1.00	0.819695	0.005215	0.284261
67.5	1.00	0.35	1.00	0.819695	0.000940	0.052024
68.5	1.00	0.35	1.00	0.819695	0.000170	0.009519
69.5	1.00	0.35	1.00	0.819695	0.000031	0.001741
70	1.00	1.00	1.00	1.000000	0.000006	0.000386

Weighted Average Retirement Age 61.92823

Rounded Weighted Average Retirement Age 62

The weighted average retirement rate was calculated by multiplying the retirement rate for each legacy group by the percentage of active participants in that group.

The weighted average retirement age was calculated by multiplying each possible retirement age by the probability of surviving to that age and then retiring. These products were then summed to produce the weighted average retirement age.

Plan Provisions

Plan History

Effective December 31, 2014, the Employees' Pension Plan of Longview Fibre Paper and Packaging, Inc. and the Union Hourly Retirement Plan of Longview Fibre Paper and Packaging, Inc. merged into the KapStone Paper and Packaging Corporation Defined Benefit Retirement Plan. The most recent amendment of the plan is as of September 11, 2017.

Longview Non-Union Employees

Effective Date: January 1, 1971.

Covered Employees: All regular (non-union) employees of Longview Fibre Paper and Packaging, Inc. and its participating affiliated companies. Employees who are covered by a collective bargaining agreement, leased employees, or nonresident aliens without income in the United States are not considered Covered Employees.

Eligibility: Covered Employees become participants in the plan on the first day of the first pay period coincident with or next following 30 days of employment. Closed to new entrants effective December 31, 2014.

Definitions:

Vesting Service: The sum of service prior to 2009 calculated as the greater of (a) and (b) plus service for 2009 and beyond using the elapsed time method.

(a) Starting with the anniversary of the date of hire a participant is credited with a year of service if they have 870 or more hours of service.

(b) Period of service during which a Covered Employee is in full-time, continuous employment status. Measured in complete 12 month periods and includes sick leave, vacations, holidays, military leave, leave of absence and time off due to industrial illness or injury.

Normal retirement date (NRD): The first day of the month coincident with or next following a participant's 65th birthday.

Frozen Formula Benefit: Age 65 monthly accrued benefit frozen as of December 31, 2008.

2001 Cash Account: Cash balance benefit frozen in regards to pay credits effective June 1, 2006. Current balance continues to accrue interest credits monthly based upon yield rate of the 10 year US Treasury rate with constant maturity for the November of the prior year. Actuarial equivalence for annuity conversion is based on IRC Section 417(e)(3) applicable interest and mortality.

2009 Cash Account: Cash balance benefit frozen in regards to pay credits effective December 31, 2014. Current balance continues to accrue interest credits quarterly based upon the maximum of four percent and the third segment rate as defined in IRC Section 430 (using 24-month averaging) for the November of the prior year. Actuarial equivalence for annuity conversion is based on IRC Section 417(e)(3) applicable interest and mortality.

Eligibility for Benefits:

NRD: Retirement on NRD.

Early retirement: Optional retirement upon termination and being vested (3 years of Vesting Service).

Deferred vested: Terminations for reasons other than death or retirement after three years of Vesting Service.

Pre-retirement spouse benefit: Death while eligible for Normal, Early, or Deferred vested retirement benefits, with a surviving spouse.

Bridge benefit: Active participant on January 1, 2009 who was at least 45 years old and had at least 5 years of service, but not satisfying both age 50 and 10 years of service. Participant must satisfy 55 years of age and 15 years of service at time of retirement and retire after 2013 or later.

Benefits Paid Upon the Following Events:

Normal retirement: Monthly Frozen Formula Benefit plus Cash Account and 2001 Cash Account as of NRD.

Early retirement: The monthly Frozen Formula Benefit payable at age 65 reduced 5% per year that benefit commencement precedes age 62 provided that the participant satisfies 55 years of age and 15 years of service. If participant does not satisfy this requirement, then the Frozen Formula Benefit will receive a full actuarial reduction from age 65. Both the Cash Account and 2001 Cash Account may be paid as lump sums or actuarially equivalent annuities.

Termination with deferred vested benefit: Monthly Frozen Formula Benefit will receive a full actuarial reduction from age 65. Both the Cash Account and 2001 Cash Account may be paid as lump sums or actuarially equivalent annuities.

Death with pre-retirement spouse benefit: Both the Cash Account and 2001 Cash Account may be paid as lump sums or actuarially equivalent annuities payable to the spouse. Amount payable is 50% of the benefit payable to the participant assuming termination and retirement at the date of death in the form of a 50% joint and survivor annuity. If a participant does not satisfy 55 years of age and 15 years of service, yet the sum of the participant's age and service is at least 70 then the benefit is alternatively calculated using a 3% reduction factor. An additional ancillary death benefit is available to a beneficiary who does not receive any employer-provided insurance proceeds from the death of the participant. This benefit is a lump sum in the amount of \$1,000, assuming the participant was eligible for early or normal retirement upon death.

Bridge benefit: \$600 per month in 2014 indexed annually based upon the third segment rate under IRC Section 430 for the preceding November. This benefit is paid only as a temporary life annuity until age 65.

Forms of Payment:

Normal form (single participants): Single life annuity.

Normal form (married participants): Actuarially reduced 50% joint and survivor annuity with spouse as beneficiary.

Optional forms: Participants who retire under the plan may elect a life annuity or joint and survivor annuity (50%, 75%, or 100%) for any portion of their benefit (with the exception of the Bridge benefit). A participant may elect to receive their Cash Account or 2001 Cash Account as a lump sum. If the present value of their total benefit is \$1,000 or less, a lump sum will be paid. If the value of the total benefit is at least \$1,000 but not greater than \$5,000, the participant has the option of taking their entire benefit as a lump sum.

Maximum on Benefits and Pay: All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

Future Plan Changes: No future plan changes were recognized in determining pension cost.

Longview Union Employees

Effective Date: January 1, 1948.

Covered Employees: All union employees of Longview Fibre Paper and Packaging, Inc. who are covered by a collective bargaining agreement that allows participation in the plan.

Eligibility: Covered Employees become participants in the plan on the first day of the first pay period coincident with or next following one year of service. Closed to Longview and Seattle employees effective January 1, 2011.

Definitions:

Vesting Service: The greater of (a) and (b):

(a) Starting with the anniversary of the date of hire a participant is credited with a year of service if they have 870 or more hours of service.

(b) Period of service during which a Covered Employee is in continuous employment status. Measured in complete 12 month periods and includes sick leave, leave of absence, holidays, vacations, military leave and time off due to industrial illness or injury.

Normal retirement date (NRD): The first day of the month coincident with or next following a participant's 65th birthday.

Frozen Bargained Pension (Longview and Seattle): Age 65 monthly accrued benefit frozen as of December 31, 2010.

2001 Cash Account (Longview and Seattle): Cash balance benefit frozen in regards to contribution credits effective June 1, 2006. Current balance continues to accrue interest credits monthly based upon yield rate of the 10 year US Treasury rate with constant maturity for the November of the prior year. Actuarial equivalence for annuity conversion is based on IRC Section 417(e)(3) applicable interest and mortality.

2010 Cash Account (Longview and Seattle): Cash balance benefit frozen in regards to contribution credits effective December 31, 2013. Current balance continues to accrue interest credits monthly based upon the yield rate of the 10 year US Treasury rate with constant maturity for the November of the prior year. Actuarial equivalence for annuity conversion is based on IRC Section 417(e)(3) applicable interest and mortality.

Bargained Pension (Oakland): Flat benefit amount based upon service and date of termination. Effective October 1, 2017, the Oakland plant has been closed.

Termination Date on or After	Rate
01/01/2005	\$32.00
01/01/2006	\$33.00
01/01/2007	\$34.00
01/01/2008	\$35.00
01/01/2009	\$36.00
01/01/2011	\$38.00
01/01/2015	\$39.00

Eligibility for Benefits:

NRD: Retirement on NRD.

Early retirement:

Longview/Seattle: Optional retirement upon termination after age 55 with 15 years of service.

Oakland: Optional retirement upon termination after age 55 with 20 years of service.

Disability: Deemed disabled by the Social Security Administration and having 10 years (Longview/Seattle) or 15 years (Oakland) of service (part (b) only of the Vesting Service described above).

Deferred vested: Terminations for reasons other than death or retirement after three years of service (part (a) of the Vesting Service described above) or 10 years of service (part (b) only of the Vesting Service described above).

Pre-retirement spouse benefit: Death while eligible for Normal, Early, or Deferred vested retirement benefits, with a surviving spouse and having three years of service (part (a) of the Vesting Service described above) or 10 years of service (part (b) of the Vesting Service described above).

Benefits Paid Upon the Following Events:

Normal retirement: Monthly Bargained Pension or the monthly Frozen Bargained Pension plus 2001 Cash Account and 2010 Cash Account as of NRD (if applicable).

Early retirement:

Longview/Seattle: The monthly Frozen Bargained Pension payable at age 65 reduced 3% per year benefit commencement precedes age 62 provided that the participant satisfies 55 years of age and 15 years of service. Both the Cash Account and 2001 Cash Account may be paid as lump sums or actuarially equivalent annuities.

Oakland: The monthly Bargained Pension payable at age 65 reduced 6.67% per year from age 65 to age 60, then reduced 3.33% per year from age 60 to age 55 provided that the participant satisfies 55 years of age and 20 years of service. There is no reduction at age 62 if the participant has 30 years of service. Both the Cash Account and 2001 Cash Account may be paid as lump sums or actuarially equivalent annuities.

Disability: Accrued benefit payable immediately without reduction. This does not include any cash account benefits which may be taken at any time as a lump sum or actuarially equivalent annuity.

Termination with deferred vested benefit: Amount payable is the accrued benefit at NRD with the exception of those who satisfy age 55 and 15 years of service (*part (b) of the Vesting Service described above*) (Longview/Seattle) or 20 years of service (*part (b) of the Vesting Service described above*) (Oakland). These participants can receive an actuarially equivalent amount on or after age 55. Any deferred vested participant can take their respective Cash Accounts as lump sums or actuarially equivalent annuities.

Death with pre-retirement spouse benefit: Both the 2001 Cash Account and 2010 Cash Account may be paid as lump sums or actuarially equivalent annuities payable to the spouse. Amount payable is 50% of the benefit payable to the participant assuming termination and retirement at the date of death in the form of a 50% joint and survivor annuity. An additional ancillary death benefit is available to a beneficiary who does not receive any employer-provided insurance proceeds from the death of the participant. This benefit is a lump sum in the amount of \$1,000, assuming the participant was eligible for Early or Normal retirement upon death.

Forms of Payment:

Normal form (single participants): Single life annuity.

Normal form (married participants): Actuarially reduced 50% joint and survivor annuity with spouse as beneficiary.

Optional forms: Participants who retire under the plan may elect a life annuity or joint and survivor annuity (50%, 75%, or 100%) for any portion of their benefit. A participant may elect to receive their 2001 Cash Account or 2010 Cash Account as a lump sum. If the present value of their total benefit is \$1,000 or less, a lump sum will be paid. If the value of the total benefit is at least \$1,000 but not greater than \$5,000, the participant has the option of taking their entire benefit as a lump sum.

Maximum on Benefits and Pay: All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

KapStone Employees

Effective Date: January 1, 2007.

Covered Employees: All employees of the KapStone Paper and Packaging Corporation who are covered by a collective bargaining agreement that allows participation in the plan.

Plan Eligibility:

Roanoke: Covered Employees who are part of the United Steel Workers Local 9-425, Roanoke Rapids, NC and have attained age 21 and 1 year of eligibility service (1,000 hour rule). Participants who, as of September 1, 2017, have not attained age 55, and whose age and years of vesting service is less than 70, will be considered non-grandfathered and have their benefits frozen as of September 1, 2017. Further, the plan is closed to new entrants effective of September 1, 2017. Grandfathered employees were also provided a one-time offer to opt out of grandfathered pension benefits and receive an enhanced benefit in the KapStone 401(k) plan effective September 1, 2017. Any grandfathered participant that chose to opt-out will also be considered non-grandfathered effective September 1, 2017.

Charleston: Covered Employees who are part of the USWA Local 9-0508, USWA 9-1435, IAM 183 or IBEW Local 1753, Charleston, SC become eligible immediately. Participants who, as of June 1, 2017, have not attained age 55, and whose age and years of vesting service is less than 70, will be considered non-grandfathered and have their benefits frozen as of June 1, 2017. Further, the plan is closed to new entrants effective June 1, 2017. Grandfathered employees were also provided a one-time offer to opt out of grandfathered pension benefits and receive an enhanced benefit in the KapStone 401(k) plan effective June 1, 2017. Any grandfathered participant that chose to opt-out will also be considered non-grandfathered effective June 1, 2017.

Fordyce: Employees are no longer eligible as a result of the sale of the Fordyce location on 3/20/2009.

Definitions:

Normal retirement date (NRD): The first day of the month coincident with or next following a participant's 65th birthday.

Accrued Benefit: Age 65 monthly accrued benefit payable for life:

Roanoke: Flat benefit amount based upon service and date of termination.

Termination Date on or After	Rate
Before 06/01/2007	\$42.00
06/01/2007	\$45.00
01/01/2011	\$48.00
01/01/2012	\$50.00
01/01/2014	\$51.50
01/01/2018	\$55.00

Additional benefit is provided in the amount of \$3 times service prior to 01/01/2007 under the Retirement Plan of the International Paper Company.

Charleston: Flat benefit amount based upon service (earned after 06/30/2008) and date of termination.

Termination Date on or After	Rate
Before 04/01/2009	\$45.00
04/01/2009	\$46.00
04/01/2010	\$48.00
04/01/2011	\$50.00
04/01/2012	\$51.00
04/01/2013	\$51.50
04/01/2017	\$55.00
04/01/2021	\$56.00
04/01/2022	\$57.00
04/01/2023	\$58.00

Fordyce: Flat benefit amount based upon service and date of termination. All participants are inactive thus amounts are frozen.

Eligibility for Benefits:

NRD: Retirement on NRD.

Early retirement:

Roanoke/Fordyce: Optional retirement upon termination after age 55 with 10 years of vesting service or age 50 with 20 years of vesting service and actively employed on the date of a mill closure.

Charleston: Optional retirement upon termination after age 55 with 5 years of vesting service.

Disability:

Roanoke: Deemed disabled by the Social Security Administration.

Charleston: Deemed disabled by the Social Security Administration and having 10 years of vesting service.

Deferred vested: Terminations for reasons other than death, disability, retirement or mill closure after five years of service.

Pre-retirement spouse benefit: Death while participant is partially or fully vested in their Accrued Benefit.

Benefits Paid Upon the Following Events:

Normal retirement: Accrued Benefit.

Early retirement:

Roanoke/Fordyce: Accrued Benefit multiplied by the applicable percentage in the table below:

Age	Percentage (%)
64	100
63	100
62	100
61	94*
60	87
59	83
58	78
57	73
56	69
55	65
54	61**

Attachment to 2017 Schedule SB

Part V: Summary of Plan Provisions

KapStone Paper and Packaging Corporation Defined Benefit Retirement Plan

EIN: 20-2699372

Plan Number: 002

53	57**
52	53**
51	49**
50	45**

*If a participant is age 61 with at least 20 years of service, then no reduction shall apply.

** Only those participants who retired due to a mill closure are eligible.

Charleston: Accrued Benefit multiplied by the applicable percentage in the table below:

Age	Percentage (%) if Service < 20*	Percentage (%) if Service >= 20
64	97	100
63	94	100
62	91	100
61	85	94
60	79	88
59	73	82
58	67	76
57	61	70
56	55	64
55	49	58

* If a participant has less than 20 years of service when they retire under the MeadWestvaco Corporation Retirement Plan for Bargained Union Employees, yet have at least 20 years of service upon retirement in this plan, then the benefit will be increased to reflect the difference in amounts attributable to the early retirement factors between the plans.

Disability:

Roanoke: Accrued benefit on the date of disability unless a participant has at least 10 years of vesting service in which case the amount payable from date of disability to NRD has a minimum value of \$250, after which the accrued benefit is paid.

Charleston: Accrued benefit on the date of disability without any reduction for any MeadWestvaco benefits until those benefits commence.

Termination with deferred vested benefit: Amount payable is the Accrued Benefit.

Death with pre-retirement spouse benefit: Amount payable is 50% of the benefit payable to the participant assuming termination at the date of death in the form of a 50% joint and survivor annuity based upon the participant surviving to their earliest retirement age.

Forms of Payment:

Normal form (single participants): Single life annuity.

Normal form (married participants): Actuarially reduced 50% joint and survivor annuity with spouse as beneficiary.

Optional forms: Participants who retire under the plan may elect a life annuity, joint and survivor annuity, certain and life annuity or a level income option annuity for their benefit. If the present value of their total benefit is \$1,000 or less, a lump sum will be paid. If the value of the total benefit is at least \$1,000 but not greater than \$5,000, the participant has the option of taking their entire benefit as a lump sum.

Maximum on Benefits and Pay: All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

Future Plan Changes: None

Changes to Plan Provisions since the Prior Valuation: The plan was amended in September 2017 to freeze benefits of non-grandfathered participants for the Roanoke and Charleston plans. Grandfathered employees could opt out of grandfathered pension benefits to receive an enhanced benefit in the KapStone 401(k) plan effective June 1, 2017. New flat benefit amounts were added for termination dates on or after 01/01/2018 for KapStone Employees in Roanoke. New flat benefits amounts were add for termination dates on or after 04/01/2017, 04/01/2021, 04/01/2022, and 04/01/2023 for KapStone Employees in Charleston.

KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2017

* - Party-in-interest

Identity of Issuer	Description	CUSIP	Interest Rate	Maturity Date	Units	Cost	Market	Investment Type
21ST CENTURY FOX AMERICA	21ST CENTURY FOX AME 4.75	90131HCD5	4.75	11/15/2046	315,000.0000	115.76	364,634.55	FIXED INCOME
21ST CENTY FOX AMER INC	21ST CENTY FOX AMER 7.750	90131HBR5	7.75	12/1/2045	1,830,000.0000	158.64	2,903,130.30	FIXED INCOME
ABBOTT LABORATORIES	ABBOTT LABORATORIES 4.750	002824BG4	4.75	11/30/2036	920,000.0000	112.36	1,033,712.00	FIXED INCOME
ABBOTT LABORATORIES	ABBOTT LABORATORIES 4.900	002824BH2	4.90	11/30/2046	1,280,000.0000	114.65	1,467,520.00	FIXED INCOME
ABBVIE INC	ABBVIE INC 4.300% 5/14/36	00287YAV1	4.30	5/14/2036	355,000.0000	107.15	380,393.15	FIXED INCOME
ABBVIE INC	ABBVIE INC 4.450% 5/14/46	00287YAW9	4.45	5/14/2046	450,000.0000	108.70	489,150.00	FIXED INCOME
ACE INA HOLDINGS	ACE INA HOLDINGS 3.350% 5	00440EAR8	3.35	5/15/2024	1,040,000.0000	103.00	1,071,200.00	FIXED INCOME
ACE INA HOLDINGS	ACE INA HOLDINGS 4.350% 1	00440EAW7	4.35	11/3/2045	195,000.0000	112.91	220,174.50	FIXED INCOME
ACTAVIS FUNDING SCS	ACTAVIS FUNDING SCS 4.850	00507UAH4	4.85	6/15/2044	605,000.0000	107.04	647,610.15	FIXED INCOME
AERCAP IRELAND CAP/GLOBA	AERCAP IRELAND CAP/G 3.65	00774MAB1	3.65	7/21/2027	745,000.0000	98.97	737,296.70	FIXED INCOME
AETNA INC	AETNA INC 4.500% 5/15/42	00817YAJ7	4.50	5/15/2042	270,000.0000	107.10	289,167.30	FIXED INCOME
AGRIUM INC	AGRIUM INC 6.125% 1/15/41	008916AJ7	6.13	1/15/2041	854,000.0000	127.21	1,086,373.40	FIXED INCOME
ALCAN INC	ALCAN INC 6.125% 12/15/33	013716AU9	6.13	12/15/2033	550,000.0000	127.43	700,843.00	FIXED INCOME
ALIBABA GROUP HOLDING	ALIBABA GROUP HOLDIN 4.20	01609WAV4	4.20	12/6/2047	925,000.0000	104.12	963,100.75	FIXED INCOME
ALLSTATE CORP	ALLSTATE CORP 4.500% 6/15	020002BA8	4.50	6/15/2043	160,000.0000	113.05	180,878.40	FIXED INCOME
ALTRIA GROUP INC	ALTRIA GROUP INC 5.375% 1	02209SAR4	5.38	1/31/2044	840,000.0000	121.65	1,021,834.80	FIXED INCOME
AMAZON.COM INC	P/P AMAZON.COM INC 3.150%	023135BA3	3.15	8/22/2027	605,000.0000	100.15	605,913.55	FIXED INCOME
AMAZON.COM INC	P/P AMAZON.COM INC 4.250%	023135BK1	4.25	8/22/2057	900,000.0000	109.09	981,801.00	FIXED INCOME
AMGEN INC	AMGEN INC 3.625% 5/22/24	031162BV1	3.63	5/22/2024	1,205,000.0000	103.90	1,251,982.95	FIXED INCOME
AMGEN INC	AMGEN INC 4.400% 5/01/45	031162BZ2	4.40	5/1/2045	895,000.0000	108.80	973,795.80	FIXED INCOME
AMGEN INC	AMGEN INC 4.563% 6/15/48	031162CD0	4.56	6/15/2048	1,090,000.0000	111.50	1,215,360.90	FIXED INCOME
ANADARKO PETROLEUM CORP	ANADARKO PETROLEUM 6.200%	032510AC3	6.20	3/15/2040	310,000.0000	121.26	375,890.50	FIXED INCOME
ANADARKO PETROLEUM CORP	ANADARKO PETROLEUM 6.450%	032511AY3	6.45	9/15/2036	390,000.0000	122.48	477,675.90	FIXED INCOME
ANDEAVOR LOGIS LP/CORP	ANDEAVOR LOGIS LP/CO 5.20	03350WAB5	5.20	12/1/2047	390,000.0000	104.30	406,754.40	FIXED INCOME
ANGLO AMERICAN CAPITAL	P/P ANGLO AMERICAN 4.000%	034863AT7	4.00	9/11/2027	500,000.0000	99.33	496,660.00	FIXED INCOME
ANHEUSER-BUSCH INBEV FIN	ANHEUSER-BUSCH INBEV 4.70	035242AM8	4.70	2/1/2036	785,000.0000	111.82	877,747.75	FIXED INCOME
ANHEUSER-BUSCH INBEV FIN	ANHEUSER-BUSCH INBEV 4.90	035242AN6	4.90	2/1/2046	2,725,000.0000	115.90	3,158,247.75	FIXED INCOME
ANHEUSER-BUSCH INBEV WOR	ANHEUSER-BUSCH INBEV 8.20	03523TBF4	8.20	1/15/2039	825,000.0000	159.04	1,312,063.50	FIXED INCOME
ANTHEM INC	ANTHEM INC 4.375% 12/01/4	036752AD5	4.38	12/1/2047	195,000.0000	106.32	207,331.80	FIXED INCOME
APPALACHIAN POWER CO	APPALACHIAN POWER CO 7.00	037735CM7	7.00	4/1/2038	650,000.0000	142.36	925,359.50	FIXED INCOME
APPLE INC	APPLE INC 3.450% 2/09/45	037833BA7	3.45	2/9/2045	820,000.0000	97.59	800,262.60	FIXED INCOME
APPLE INC	APPLE INC 4.375% 5/13/45	037833BH2	4.38	5/13/2045	785,000.0000	112.66	884,357.45	FIXED INCOME
APPLE INC	APPLE INC 4.650% 2/23/46	037833BX7	4.65	2/23/2046	1,650,000.0000	117.10	1,932,216.00	FIXED INCOME
APPLE INC	APPLE INC 3.850% 8/04/46	037833CD0	3.85	8/4/2046	175,000.0000	104.22	182,379.75	FIXED INCOME
ASCENSION HEALTH	ASCENSION HEALTH 3.945% 1	04351LAB6	3.95	11/15/2046	265,000.0000	105.74	280,205.70	FIXED INCOME
ASTRAZENECA PLC	ASTRAZENECA PLC 4.375% 11	046353AM0	4.38	11/16/2045	425,000.0000	108.78	462,332.00	FIXED INCOME
AT&T INC	AT&T INC 4.500% 5/15/35	00206RCP5	4.50	5/15/2035	1,665,000.0000	99.41	4,546,090.95	FIXED INCOME
AT&T INC	AT&T INC 4.125% 2/17/26	00206RCT7	4.13	2/17/2026	1,020,000.0000	102.29	1,043,317.20	FIXED INCOME
AT&T INC	AT&T INC 5.650% 2/15/47	00206RCU4	5.65	2/15/2047	260,000.0000	109.44	284,549.20	FIXED INCOME
AT&T INC	AT&T INC 4.900% 8/14/37	00206REN8	4.90	8/14/2037	265,000.0000	101.26	268,339.00	FIXED INCOME
AT&T INC	AT&T INC 5.150% 2/14/50	00206REP3	5.15	2/14/2050	1,070,000.0000	101.25	1,083,332.20	FIXED INCOME
AT&T INC	AT&T INC 5.300% 8/14/58	00206REQ1	5.30	8/14/2058	445,000.0000	100.33	446,459.60	FIXED INCOME
AT&T INC	AT&T INC 5.350% 9/01/40	04650NAB0	5.35	9/1/2040	2,815,000.0000	105.53	2,970,641.35	FIXED INCOME
BANK OF AMERICA CORP	VR P/P BANK OF AMERI 3.41	06051GGW3	3.42	12/20/2028	1,459,000.0000	100.02	1,459,320.98	FIXED INCOME
BANK OF AMERICA CORP	BANK OF AMERICA CORP 4.75	06051GFQ7	4.75	4/21/2045	340,000.0000	113.40	385,556.60	FIXED INCOME
BARCLAYS PLC	BARCLAYS PLC 4.950% 1/10/	06738EAV7	4.95	1/10/2047	640,000.0000	110.97	710,188.80	FIXED INCOME
BARCLAYS PLC	BARCLAYS PLC 4.836% 5/09/	06738EAW5	4.84	5/9/2028	730,000.0000	104.08	759,813.20	FIXED INCOME
BARRICK NA FINANCE LLC	BARRICK NA FINANCE 5.750%	06849RAK8	5.75	5/1/2043	410,000.0000	125.58	514,865.70	FIXED INCOME
BAT CAPITAL CORP	P/P BAT CAPITAL CORP 4.54	05526DBE4	4.54	8/15/2047	1,015,000.0000	105.29	1,068,703.65	FIXED INCOME
BECTON DICKINSON AND CO	BECTON DICKINSON AND 3.73	075887BF5	3.73	12/15/2024	185,000.0000	102.42	189,477.00	FIXED INCOME
BECTON DICKINSON AND CO	BECTON DICKINSON AND 3.70	075887BW8	3.70	6/6/2027	560,000.0000	100.77	564,317.60	FIXED INCOME
BERKSHIRE HATHAWAY FIN	BERKSHIRE HATHAWAY 5.750%	084664BL4	5.75	1/15/2040	1,285,000.0000	131.87	1,694,516.65	FIXED INCOME
BNP PARIBAS	P/P BNP PARIBAS 2.950% 5/	09659W2A1	2.95	5/23/2022	775,000.0000	100.22	776,689.50	FIXED INCOME

KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2017

* - Party-in-interest

Identity of Issuer	Description	CUSIP	Interest Rate	Maturity Date	Units	Cost	Market	Investment Type
BOEING CO	BOEING CO 6.875% 3/15/39	097023AX3	6.88	3/15/2039	620,000.0000	147.07	911,809.20	FIXED INCOME
BOEING CO	BOEING CO 3.650% 3/01/47	097023BV6	3.65	3/1/2047	255,000.0000	101.21	258,093.15	FIXED INCOME
BP CAPITAL MARKETS PLC	BP CAPITAL MARKETS 3.224%	05565QDL9	3.22	4/14/2024	895,000.0000	102.46	917,043.85	FIXED INCOME
BROADCOM CRP / CAYMN FI	P/P BROADCOM CRP / 3.875%	11134LAG4	3.88	1/15/2027	335,000.0000	98.41	329,656.75	FIXED INCOME
BURLINGTN NORTH SANTA FE	BURLINGTN NORTH SANT 4.95	12189LAG6	4.95	9/15/2041	1,940,000.0000	118.68	2,302,430.80	FIXED INCOME
BURLINGTN NORTH SANTA FE	BURLINGTN NORTH SANT 4.15	12189LAW1	4.15	4/1/2045	525,000.0000	108.67	570,512.25	FIXED INCOME
CANADIAN NATL RESOURCES	CANADIAN NATL RESOUR 6.25	136385AL5	6.25	3/15/2038	600,000.0000	124.88	749,274.00	FIXED INCOME
CANADIAN NATL RESOURCES	CANADIAN NATL RESOUR 4.95	136385AY7	4.95	6/1/2047	300,000.0000	111.91	335,742.00	FIXED INCOME
CANYON VALUE REALIZATION	CANYON VAL REALIZATION FU	MS6653385	0.00		2,136.0968	9,356.05	19,985,430.00	VENTURE/LMTD PART/CLS HLD
CAPITAL ONE FINANCIAL CO	CAPITAL ONE FINANCIA 3.75	14040HBN4	3.75	3/9/2027	745,000.0000	101.07	752,949.15	FIXED INCOME
CATHOLIC HEALTH INITIATI	CATHOLIC HEALTH INIT 4.35	14916RAD6	4.35	11/1/2042	950,000.0000	96.54	917,111.00	FIXED INCOME
CBS CORP	CBS CORP 2.500% 2/15/23	124857AS2	2.50	2/15/2023	770,000.0000	97.51	750,827.00	FIXED INCOME
CELGENE CORP	CELGENE CORP 5.000% 8/15/	151020AU8	5.00	8/15/2045	460,000.0000	113.46	521,911.40	FIXED INCOME
CELGENE CORP	CELGENE CORP 4.350% 11/15	151020AW4	4.35	11/15/2047	775,000.0000	103.87	805,015.75	FIXED INCOME
CENOVUS ENERGY INC	CENOVUS ENERGY INC 5.250%	15135UAP4	5.25	6/15/2037	175,000.0000	102.99	180,232.50	FIXED INCOME
CENOVUS ENERGY INC	CENOVUS ENERGY INC 5.400%	15135UAR0	5.40	6/15/2047	975,000.0000	105.23	1,026,021.75	FIXED INCOME
CENTERPOINT ENERGY RESOU	CENTERPOINT ENERGY 5.850%	15189WAH3	5.85	1/15/2041	700,000.0000	127.59	893,095.00	FIXED INCOME
CHARTER COMM OPT LLC/CAP	CHARTER COMM OPT LLC 6.48	161175BA1	6.48	10/23/2045	900,000.0000	116.59	1,049,337.00	FIXED INCOME
CITIGROUP INC	CITIGROUP INC 4.400% 6/10	172967JT9	4.40	6/10/2025	1,335,000.0000	105.55	1,409,132.55	FIXED INCOME
CITIGROUP INC	CITIGROUP INC 4.650% 7/30	172967JU6	4.65	7/30/2045	507,000.0000	113.82	577,052.19	FIXED INCOME
CITIGROUP INC	CITIGROUP INC 4.750% 5/18	172967KR1	4.75	5/18/2046	765,000.0000	110.24	843,297.75	FIXED INCOME
CITIGROUP INC	CITIGROUP INC 4.125% 7/25	172967KU4	4.13	7/25/2028	1,795,000.0000	103.07	1,850,034.70	FIXED INCOME
CODELCO INC	P/P CODELCO INC 4.500% 8/	21987BAX6	4.50	8/1/2047	500,000.0000	107.46	537,320.00	FIXED INCOME
COMCAST CORP	COMCAST CORP 3.999% 11/01	20030NCE9	4.00	11/1/2049	2,458,000.0000	102.40	2,517,041.16	FIXED INCOME
COMMONWEALTH EDISON CO	COMMONWEALTH EDISON 3.650	202795JJ0	3.65	6/15/2046	540,000.0000	101.01	545,437.80	FIXED INCOME
CONCHO RESOURCES INC	CONCHO RESOURCES INC 3.75	20605PAH4	3.75	10/1/2027	325,000.0000	101.31	329,244.50	FIXED INCOME
CONOCOPHILLIPS	CONOCOPHILLIPS 6.500% 2/0	20825CAQ7	6.50	2/1/2039	1,085,000.0000	139.94	1,518,381.55	FIXED INCOME
CONS EDISON CO OF NY	CONS EDISON CO OF NY 6.75	209111EU3	6.75	4/1/2038	1,050,000.0000	143.59	1,507,705.50	FIXED INCOME
CORNING INC	CORNING INC 4.375% 11/15/	219350BF1	4.38	11/15/2057	870,000.0000	99.27	863,649.00	FIXED INCOME
COX COMMUNICATIONS INC	P/P COX COMMUNICATIO 4.60	224044CK1	4.60	8/15/2047	455,000.0000	100.93	459,222.40	FIXED INCOME
CRED SUIS GP FUND LTD	CRED SUIS GP FUND LT 3.75	225433AC5	3.75	3/26/2025	785,000.0000	102.04	801,006.15	FIXED INCOME
CSX CORP	CSX CORP 4.750% 5/30/42	126408GW7	4.75	5/30/2042	805,000.0000	112.07	902,179.60	FIXED INCOME
CVS HEALTH CORP	CVS HEALTH CORP 5.125% 7/	126650CN8	5.13	7/20/2045	1,260,000.0000	114.61	1,444,073.40	FIXED INCOME
DEVON FINANCING CORP	DEVON FINANCING CORP 7.87	25179SAD2	7.88	9/30/2031	860,000.0000	137.28	1,180,616.60	FIXED INCOME
DIAMOND 1 FIN/DIAMOND 2	P/P DIAMOND 1 FIN/DI 8.10	25272KAN3	8.10	7/15/2036	435,000.0000	126.28	549,313.65	FIXED INCOME
DIAMOND 1 FIN/DIAMOND 2	P/P DIAMOND 1 FIN/DI 8.35	25272KAR4	8.35	7/15/2046	825,000.0000	128.85	1,063,045.50	FIXED INCOME
DODGE & COX INTERNATIONAL STOCK FUND	DODGE & COX INT'L STOCK F	256206I03	0.00		602,426.9180	46.32	27,904,505.49	EQUITY FUNDS
DOLLAR GENERAL CORP	DOLLAR GENERAL CORP 3.875	256677AE5	3.88	4/15/2027	870,000.0000	104.29	907,331.70	FIXED INCOME
DOMINION RESOURCES INC	DOMINION RESOURCES 5.950%	25746UAV1	5.95	6/15/2035	1,260,000.0000	126.30	1,591,405.20	FIXED INCOME
DOW CHEMICAL COMPANY	DOW CHEMICAL COMPANY 7.37	260543BJ1	7.38	11/1/2029	1,620,000.0000	133.36	2,160,448.20	FIXED INCOME
DTE ENERGY CO	DTE ENERGY CO 3.800% 3/15	233331AZ0	3.80	3/15/2027	750,000.0000	103.13	773,482.50	FIXED INCOME
DUKE REALTY LP	DUKE REALTY LP 3.375% 12/	26441YBA4	3.38	12/15/2027	675,000.0000	100.17	676,120.50	FIXED INCOME
ECOLAB INC	P/P ECOLAB INC 3.950% 12/	278865AZ3	3.95	12/1/2047	1,131,000.0000	102.22	1,156,119.51	FIXED INCOME
ECOLAB INC	ECOLAB INC 5.500% 12/08/4	278865AM2	5.50	12/8/2041	139,000.0000	125.20	174,022.44	FIXED INCOME
EDISON INTERNATIONAL	EDISON INTERNATIONAL 2.95	281020AJ6	2.95	3/15/2023	695,000.0000	100.16	696,084.20	FIXED INCOME
EDP FINANCE BV	P/P EDP FINANCE BV 3.625%	26835PAF7	3.63	7/15/2024	750,000.0000	100.71	755,340.00	FIXED INCOME
EL PASO ENERGY CORP	EL PASO ENERGY CORP 7.750	28368EAE6	7.75	1/15/2032	90,000.0000	129.14	116,221.50	FIXED INCOME
ELI LILLY & CO	ELI LILLY & CO 3.950% 5/1	532457BR8	3.95	5/15/2047	490,000.0000	107.37	526,098.30	FIXED INCOME
ENCANA CORP	ENCANA CORP 6.500% 8/15/3	292505AD6	6.50	8/15/2034	350,000.0000	123.57	432,502.00	FIXED INCOME
ENERGY TRANSFER PARTNERS	ENERGY TRANSFER PART 4.65	29273RAN9	4.65	6/1/2021	615,000.0000	104.97	645,540.90	FIXED INCOME
ENERGY TRANSFER PARTNERS	ENERGY TRANSFER PART 4.90	29273RBE8	4.90	3/15/2035	430,000.0000	98.92	425,351.70	FIXED INCOME
ENERGY TRANSFER PARTNERS	ENERGY TRANSFER PART 6.12	29273RBJ7	6.13	12/15/2045	625,000.0000	108.59	678,700.00	FIXED INCOME
ENTERPRISE PRODUCTS OPER	ENTERPRISE PRODUCTS 5.950	29379VAT0	5.95	2/1/2041	1,630,000.0000	123.43	2,011,827.50	FIXED INCOME

KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2017

* - Party-in-interest

Identity of Issuer	Description	CUSIP	Interest Rate	Maturity Date	Units	Cost	Market	Investment Type
ENTERPRISE PRODUCTS OPER	ENTERPRISE PRODUCTS 3.350	29379VAZ6	3.35	3/15/2023	1,200,000.0000	101.97	1,223,652.00	FIXED INCOME
ENTERPRISE PRODUCTS OPER	VR ENTERPRISE PRODUC 5.25	29379VBN2	5.25	8/16/2077	1,050,000.0000	99.00	1,039,500.00	FIXED INCOME
EPR PROPERTIES	EPR PROPERTIES 4.500% 6/0	26884UAD1	4.50	6/1/2027	770,000.0000	100.57	774,381.30	FIXED INCOME
EQT CORP	EQT CORP 3.900% 10/01/27	26884LAF6	3.90	10/1/2027	1,025,000.0000	99.41	1,018,983.25	FIXED INCOME
ERP OPERATING LP	ERP OPERATING LP 4.000% 8	26884ABH5	4.00	8/1/2047	470,000.0000	102.89	483,583.00	FIXED INCOME
EVERSOURCE ENERGY	EVERSOURCE ENERGY 2.750%	30040WAC2	2.75	3/15/2022	545,000.0000	100.18	545,986.45	FIXED INCOME
EXELON CORP	EXELON CORP 4.450% 4/15/4	30161NAV3	4.45	4/15/2046	1,305,000.0000	108.67	1,418,169.60	FIXED INCOME
EXELON GENERATION CO LLC	EXELON GENERATION CO 6.25	30161MAG8	6.25	10/1/2039	140,000.0000	116.98	163,773.40	FIXED INCOME
FEDERATED RETAIL HLDGS INC	FEDERATED RETAIL HLD 6.37	314275AC2	6.38	3/15/2037	350,000.0000	101.98	356,926.50	FIXED INCOME
FEDEX CORP	FEDEX CORP 4.000% 1/15/24	31428XAY2	4.00	1/15/2024	640,000.0000	106.31	680,352.00	FIXED INCOME
* FIDELITY NATIONAL INFORM	FIDELITY NATIONAL IN 3.00	31620MAT3	3.00	8/15/2026	920,000.0000	96.66	889,244.40	FIXED INCOME
* FIDELITY NATIONAL INFORM	FIDELITY NATIONAL IN 4.50	31620MAU0	4.50	8/15/2046	625,000.0000	104.24	651,487.50	FIXED INCOME
FORD MOTOR COMPANY	FORD MOTOR COMPANY 7.450%	345370CA6	7.45	7/16/2031	285,000.0000	130.72	372,554.85	FIXED INCOME
FORD MOTOR COMPANY	FORD MOTOR COMPANY 5.291%	345370CS7	5.29	12/8/2046	690,000.0000	108.82	750,864.90	FIXED INCOME
FORD MOTOR CREDIT CO LLC	FORD MOTOR CREDIT CO 3.33	345397XW8	3.34	3/18/2021	600,000.0000	101.56	609,384.00	FIXED INCOME
GE CAPITAL INTL FUNDING	GE CAPITAL INTL FUND 4.41	36164QNA2	4.42	11/15/2035	2,504,000.0000	108.23	2,709,979.04	FIXED INCOME
GENERAL ELECTRIC CO	GENERAL ELECTRIC CO 4.125	369604BF9	4.13	10/9/2042	930,000.0000	104.76	974,268.00	FIXED INCOME
GENERAL MOTORS CO	GENERAL MOTORS CO 6.250%	37045VAF7	6.25	10/2/2043	985,000.0000	118.45	1,166,702.95	FIXED INCOME
GENERAL MOTORS FINL CO	GENERAL MOTORS FINL 5.250	37045XBG0	5.25	3/1/2026	215,000.0000	109.96	236,416.15	FIXED INCOME
GEORGIA POWER COMPANY	GEORGIA POWER COMPAN 5.40	373334JR3	5.40	6/1/2040	1,680,000.0000	120.19	2,019,259.20	FIXED INCOME
GILEAD SCIENCES INC	GILEAD SCIENCES INC 4.750	375558BD4	4.75	3/1/2046	820,000.0000	115.67	948,526.80	FIXED INCOME
GLAXOSMITHKLINE CAPITAL	GLAXOSMITHKLINE CAPI 6.37	377372AE7	6.38	5/15/2038	940,000.0000	141.07	1,326,086.20	FIXED INCOME
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP 6.750	38141GFD1	6.75	10/1/2037	1,605,000.0000	133.86	2,148,517.20	FIXED INCOME
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP 6.250	38141GGM0	6.25	2/1/2041	1,400,000.0000	134.76	1,886,640.00	FIXED INCOME
GOLDMAN SACHS GROUP INC	GOLDMAN SACHS GROUP 4.750	38141GVS0	4.75	10/21/2045	195,000.0000	114.55	223,374.45	FIXED INCOME
GOLDMAN SACHS GROUP INC	VR GOLDMAN SACHS GRO 2.87	38148YAC2	2.88	10/31/2022	1,230,000.0000	99.71	1,226,469.90	FIXED INCOME
HALLIBURTON CO	HALLIBURTON CO 5.000% 11/	406216BK6	5.00	11/15/2045	449,000.0000	114.84	515,613.64	FIXED INCOME
HARBOR INTERNATIONAL GROWTH FUND	HARBOR INTL GROWTH FUND #	411511801	0.00		1,530,462.7680	15.81	24,196,616.36	EQUITY FUNDS
HARBOURVEST PARTNERS VI-	HARBVEST PART VI-BUYOUT F	MS6688977	0.00		1,056,184.0000	0.46	487,943.00	VENTURE/LMTD PART/CLS HLD
HARBOURVEST PARTNERS VI-	HARBOURVEST PART VI-PART	MS6688985	0.00		931,454.0000	0.53	489,212.00	VENTURE/LMTD PART/CLS HLD
HARBOURVEST PARTNERS VIII-CAYMAN	HARBOURVEST PTNRS VIII BU	MS6101187	0.00		3,448,527.0000	0.99	3,411,683.00	VENTURE/LMTD PART/CLS HLD
HARBOURVEST PARTNERS VIII-CAYMAN	HARBOURVEST VIII MEZZ & D	MS6101195	0.00		365,781.0000	0.75	274,805.00	VENTURE/LMTD PART/CLS HLD
HARBOURVEST PTNRS VIII-CAYMAN	HARBOURVEST PTNRS VIII VE	MS6422286	0.00		981,076.0000	0.98	959,563.00	VENTURE/LMTD PART/CLS HLD
HEALTHCARE REALTY TRUST	HEALTHCARE REALTY TR 3.62	421946AK0	3.63	1/15/2028	575,000.0000	98.94	568,882.00	FIXED INCOME
HESS CORP	HESS CORP 5.600% 2/15/41	42809HAD9	5.60	2/15/2041	385,000.0000	107.84	415,168.60	FIXED INCOME
HOMEDEPOT INC	HOME DEPOT INC 5.875% 12/	437076AS1	5.88	12/16/2036	1,410,000.0000	135.32	1,908,026.10	FIXED INCOME
HP ENTERPRISE CO	HP ENTERPRISE CO 6.350% 1	42824CAY5	6.35	10/15/2045	825,000.0000	105.87	873,394.50	FIXED INCOME
HSBC HOLDINGS PLC	HSBC HOLDINGS PLC 6.800%	404280AJ8	6.80	6/1/2038	1,595,000.0000	136.35	2,174,702.75	FIXED INCOME
HSBC HOLDINGS PLC	VR HSBC HOLDINGS PLC 3.26	404280BJ7	3.26	3/13/2023	750,000.0000	101.39	760,440.00	FIXED INCOME
INDEPENDENT FRANCHISE PARTNERS	INDEPENDENT FRNCHSE PRTRNR	MS6653161	0.00		37,400,000.0000	1.30	48,470,021.00	VENTURE/LMTD PART/CLS HLD
ING GROEP NV	ING GROEP NV 3.950% 3/29/	456837AH6	3.95	3/29/2027	550,000.0000	104.25	573,391.50	FIXED INCOME
INTERNATIONAL PAPER CO	INTERNATIONAL PAPER 3.650	460146CJ0	3.65	6/15/2024	1,240,000.0000	103.31	1,281,031.60	FIXED INCOME
INVESCO NON-US PARTNERSHIP FUND II,	INVESCO NON-US PARTNERSHI	MS6162551	0.00		191,822.0900	0.50	95,418.00	VENTURE/LMTD PART/CLS HLD
INVESCO US BUYOUT PARTNERSHIP	INVESCO US BUYOUT PARTNER	MS6162569	0.00		210,059.6000	0.34	71,004.00	VENTURE/LMTD PART/CLS HLD
INVESCO VENTURE PARTNERSHIP	INVESCO VENTURE PARTNERSH	MS6162544	0.00		1,185,495.2400	0.01	10,485.00	VENTURE/LMTD PART/CLS HLD
JACKSON NATL LIFE GLOBAL	P/P JACKSON NATL LIF 3.05	46849LSQ5	3.05	4/29/2026	630,000.0000	98.46	620,323.20	FIXED INCOME
JOHNSON & JOHNSON	JOHNSON & JOHNSON 3.750%	478160CG7	3.75	3/3/2047	725,000.0000	106.78	774,162.25	FIXED INCOME
JPMORGAN CHASE & CO	JPMORGAN CHASE & CO 6.400	46625HHF0	6.40	5/15/2038	665,000.0000	137.59	915,000.10	FIXED INCOME
JPMORGAN CHASE & CO	JPMORGAN CHASE & CO 5.625	46625HJM3	5.63	8/16/2043	1,155,000.0000	124.16	1,433,990.25	FIXED INCOME
JPMORGAN CHASE & CO	JPMORGAN CHASE & CO 3.875	46625HJY7	3.88	9/10/2024	285,000.0000	104.31	297,289.20	FIXED INCOME
JPMORGAN CHASE & CO	VR JPMORGAN CHASE & 4.260	46647PAA4	4.26	2/22/2048	365,000.0000	108.24	395,061.40	FIXED INCOME
JPMORGAN CHASE & CO	VR JPMORGAN CHASE & 3.220	46647PAH9	3.22	3/1/2025	770,000.0000	100.78	776,006.00	FIXED INCOME
KINDER MORGAN ENER PART	KINDER MORGAN ENER 6.375%	494550BH8	6.38	3/1/2041	1,920,000.0000	116.24	2,231,731.20	FIXED INCOME

**KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan**

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2017

* - Party-in-interest

Identity of Issuer	Description	CUSIP	Interest Rate	Maturity Date	Units	Cost	Market	Investment Type
KINDER MORGAN ENER PART	KINDER MORGAN ENER 3.950%	494550BL9	3.95	9/1/2022	850,000.0000	103.20	877,217.00	FIXED INCOME
KINDER MORGAN INC/DELAWA	KINDER MORGAN INC/DE 5.55	49456BAH4	5.55	6/1/2045	405,000.0000	109.44	443,227.95	FIXED INCOME
KRAFT FOODS GROUP INC	KRAFT FOODS GROUP IN 6.50	50076QAN6	6.50	2/9/2040	940,000.0000	126.87	1,192,596.80	FIXED INCOME
KRAFT FOODS GROUP INC	KRAFT FOODS GROUP IN 6.87	50076QAR7	6.88	1/26/2039	600,000.0000	131.64	789,834.00	FIXED INCOME
LEGAL & GEN COLLECTIVE INVT TR	LEG & GEN COLLE/RUSSELL 3	52472A511	0.00		468,813.7610	123.49	57,893,811.35	EQUITY FUNDS
LIBERTY MUTUAL GROUP	P/P LIBERTY MUTUAL 6.500%	53079EAZ7	6.50	5/1/2042	460,000.0000	133.44	613,819.40	FIXED INCOME
LLOYDS BANKING GROUP PLC	LLOYDS BANKING GROUP 3.75	53944YAD5	3.75	1/11/2027	765,000.0000	101.55	776,880.45	FIXED INCOME
LOCKHEED MARTIN CORP	LOCKHEED MARTIN CORP 3.60	539830BC2	3.60	3/1/2035	750,000.0000	100.81	756,045.00	FIXED INCOME
LOCKHEED MARTIN CORP	LOCKHEED MARTIN CORP 4.50	539830BK4	4.50	5/15/2036	195,000.0000	112.13	218,653.50	FIXED INCOME
LOCKHEED MARTIN CORP	LOCKHEED MARTIN CORP 4.70	539830BL2	4.70	5/15/2046	780,000.0000	116.67	910,033.80	FIXED INCOME
LYB INTL FINANCE BV	LYB INTL FINANCE BV 4.875	50247VAC3	4.88	3/15/2044	700,000.0000	110.99	776,951.00	FIXED INCOME
MARATHON OIL CORP	MARATHON OIL CORP 4.400%	565849AP1	4.40	7/15/2027	375,000.0000	104.51	391,901.25	FIXED INCOME
MARATHON PETROLEUM CORP	MARATHON PETROLEUM 5.125%	56585AAD4	5.13	3/1/2021	650,000.0000	107.32	697,606.00	FIXED INCOME
MASS MUTUAL LIFE INS CO	P/P MASS MUTUAL LIFE 8.87	575767AG3	8.88	6/1/2039	289,000.0000	165.72	478,922.13	FIXED INCOME
MCKESSON CORP	MCKESSON CORP 6.000% 3/01	58155QAE3	6.00	3/1/2041	720,000.0000	122.16	879,516.00	FIXED INCOME
MEDTRONIC INC	MEDTRONIC INC 4.625% 3/15	585055BU9	4.63	3/15/2045	955,000.0000	116.51	1,112,622.75	FIXED INCOME
MERRILL LYNCH & CO	MERRILL LYNCH & CO 7.750%	59023VAA8	7.75	5/14/2038	1,115,000.0000	149.84	1,670,704.85	FIXED INCOME
METLIFE INC	METLIFE INC 6.400% 12/15/	59156RAP3	6.40	12/15/2036	600,000.0000	115.03	690,186.00	FIXED INCOME
MICROSOFT CORP	MICROSOFT CORP 5.300% 2/0	594918AM6	5.30	2/8/2041	1,195,000.0000	127.72	1,526,301.80	FIXED INCOME
MICROSOFT CORP	MICROSOFT CORP 3.500% 2/1	594918BC7	3.50	2/12/2035	825,000.0000	104.05	858,379.50	FIXED INCOME
MICROSOFT CORP	MICROSOFT CORP 3.450% 8/0	594918BS2	3.45	8/8/2036	830,000.0000	103.10	855,721.70	FIXED INCOME
MICROSOFT CORP	MICROSOFT CORP 3.700% 8/0	594918BT0	3.70	8/8/2046	635,000.0000	104.25	661,993.85	FIXED INCOME
MICROSOFT CORP	MICROSOFT CORP 4.250% 2/0	594918CA0	4.25	2/6/2047	320,000.0000	114.33	365,846.40	FIXED INCOME
MICROSOFT CORP	MICROSOFT CORP 4.500% 2/0	594918CB8	4.50	2/6/2057	300,000.0000	118.41	355,236.00	FIXED INCOME
MORGAN STANLEY	MORGAN STANLEY 4.350% 9/0	6174467Y9	4.35	9/8/2026	260,000.0000	104.79	272,443.60	FIXED INCOME
MORGAN STANLEY	MORGAN STANLEY 4.000% 7/2	6174468C6	4.00	7/23/2025	350,000.0000	104.71	366,467.50	FIXED INCOME
MORGAN STANLEY	MORGAN STANLEY 4.375% 1/2	61746BEG7	4.38	1/22/2047	635,000.0000	109.62	696,074.30	FIXED INCOME
MORGAN STANLEY	MORGAN STANLEY 4.300% 1/2	61747YDY8	4.30	1/27/2045	535,000.0000	107.86	577,040.30	FIXED INCOME
MYLAN N V	MYLAN N V 5.250% 6/15/46	62854AAP9	5.25	6/15/2046	555,000.0000	109.57	608,119.05	FIXED INCOME
NEVADA POWER CO	NEVADA POWER CO 6.750% 7/	641423BU1	6.75	7/1/2037	1,540,000.0000	141.46	2,178,422.40	FIXED INCOME
NEW YORK LIFE GLOBAL FDG	P/P NEW YORK LIFE GL 2.35	64952WCH4	2.35	7/14/2026	630,000.0000	95.44	601,297.20	FIXED INCOME
NEW YORK LIFE INSURANCE	P/P NEW YORK LIFE IN 6.75	64952GAF5	6.75	11/15/2039	730,000.0000	144.57	1,055,353.70	FIXED INCOME
NEWELL BRANDS INC	NEWELL BRANDS INC 4.200%	651229AW6	4.20	4/1/2026	700,000.0000	104.44	731,087.00	FIXED INCOME
NISOURCE FINANCE CORP	NISOURCE FINANCE COR 5.65	65473QBD4	5.65	2/1/2045	261,000.0000	125.22	326,829.42	FIXED INCOME
NISOURCE FINANCE CORP	NISOURCE FINANCE COR 3.49	65473QBE2	3.49	5/15/2027	750,000.0000	101.78	763,380.00	FIXED INCOME
NISOURCE FINANCE CORP	NISOURCE FINANCE COR 4.37	65473QBF9	4.38	5/15/2047	475,000.0000	109.61	520,638.00	FIXED INCOME
NORFOLK SOUTHERN CORP	NORFOLK SOUTHERN COR 4.83	655844BH0	4.84	10/1/2041	1,005,000.0000	116.55	1,171,327.50	FIXED INCOME
NORTHGATE PRIVATE EQUITY PART III, LP	NORTHGATE PEP III LP	MS6097211	0.00		8,895,561.9400	0.60	5,380,217.72	VENTURE/LMTD PART/CLS HLD
NORTHROP GRUMMAN CORP	NORTHROP GRUMMAN COR 3.25	666807BN1	3.25	1/15/2028	925,000.0000	100.15	926,350.50	FIXED INCOME
ORACLE CORP	ORACLE CORP 6.125% 7/08/3	68389XAH8	6.13	7/8/2039	615,000.0000	137.33	844,591.80	FIXED INCOME
ORACLE CORP	ORACLE CORP 3.850% 7/15/3	68389XBH7	3.85	7/15/2036	385,000.0000	105.68	406,848.75	FIXED INCOME
ORACLE CORP	ORACLE CORP 4.000% 7/15/4	68389XBJ3	4.00	7/15/2046	1,000,000.0000	106.40	1,064,010.00	FIXED INCOME
PACIFIC GAS & ELECTRIC	PACIFIC GAS & ELECTRIC 6.05	694308GE1	6.05	3/1/2034	1,480,000.0000	126.04	1,865,451.20	FIXED INCOME
PACIFIC LIFE INSURANCE C	VR P/P PACIFIC LIFE 4.300	69448FAA9	4.30	10/24/2067	1,280,000.0000	100.31	1,283,968.00	FIXED INCOME
PACIFICORP	PACIFICORP 4.100% 2/01/42	695114CN6	4.10	2/1/2042	1,570,000.0000	108.36	1,701,283.40	FIXED INCOME
PENTWATER EVENT FUND LTD	PENTWATER EVENT FUND LTD	MS6653419	0.00		10,173.0344	2,422.12	24,640,325.00	VENTURE/LMTD PART/CLS HLD
PERNOD-RICARD SA	P/P PERNOD-RICARD SA 4.45	714264AD0	4.45	1/15/2022	800,000.0000	106.22	849,784.00	FIXED INCOME
PETRO-CANADA	PETRO-CANADA 6.800% 5/15/	71644EAJ1	6.80	5/15/2038	465,000.0000	137.82	640,876.95	FIXED INCOME
PHILIP MORRIS INTL INC	PHILIP MORRIS INTL 6.375%	718172AC3	6.38	5/16/2038	495,000.0000	135.33	669,863.70	FIXED INCOME
PHILLIPS 66	PHILLIPS 66 5.875% 5/01/4	718546AH7	5.88	5/1/2042	475,000.0000	127.27	604,532.50	FIXED INCOME
POTASH CORP-SASKATCHEWAN	POTASH CORP-SASKATCHEWAN 3.62	73755LAL1	3.63	3/15/2024	850,000.0000	102.50	871,224.50	FIXED INCOME
PPL ELECTRIC UTILITIES	PPL ELECTRIC UTILITI 4.12	69351UAS2	4.13	6/15/2044	1,000,000.0000	109.16	1,091,590.00	FIXED INCOME
PROCTER & GAMBLE CO/THE	PROCTER & GAMBLE CO/ 3.50	742718FB0	3.50	10/25/2047	1,000,000.0000	100.98	1,009,750.00	FIXED INCOME

**KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan**

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2017

* - Party-in-interest

Identity of Issuer	Description	CUSIP	Interest Rate	Maturity Date	Units	Cost	Market	Investment Type
PROGRESS ENERGY INC	PROGRESS ENERGY INC 6.000	743263AP0	6.00	12/1/2039	2,300,000.0000	129.15	2,970,358.00	FIXED INCOME
PRUDENTIAL FINANCIAL INC	VR PRUDENTIAL FINA 5.375%	744320AV4	5.38	5/15/2045	710,000.0000	107.15	760,765.00	FIXED INCOME
PRUDENTIAL FINANCIAL, INC.	P/P PRUDENTIAL FINAN 3.93	744320AZ5	3.94	12/7/2049	594,000.0000	102.24	607,311.54	FIXED INCOME
PUBLIC SERVICE ELECTRIC	PUBLIC SERVICE ELECT 3.60	74456QBT2	3.60	12/1/2047	575,000.0000	102.39	588,765.50	FIXED INCOME
QUALCOMM INC	QUALCOMM INC 3.250% 5/20/	747525AU7	3.25	5/20/2027	930,000.0000	97.64	908,042.70	FIXED INCOME
RABOBANK NEDERLAND	RABOBANK NEDERLAND 5.750%	21684AAB2	5.75	12/1/2043	800,000.0000	127.24	1,017,896.00	FIXED INCOME
RIMROCK HIGH INCOME	RIMROCK HIGH INC PLUS FUN	MS6653427	0.00		63,825.8184	281.87	17,990,780.00	VENTURE/LMTD PART/CLS HLD
ROGERS COMMUNICATIONS IN	ROGERS COMMUNICATION 5.45	775109AZ4	5.45	10/1/2043	1,105,000.0000	121.24	1,339,702.00	FIXED INCOME
ROYAL BK SCOTLND GRP PLC	VR ROYAL BK SCOTLND 3.498	780097BE0	3.50	5/15/2023	1,550,000.0000	100.22	1,553,379.00	FIXED INCOME
SANTANDER UK GROUP HLDGS	VR SANTANDER UK GROU 3.82	80281LAG0	3.82	11/3/2028	1,075,000.0000	100.23	1,077,494.00	FIXED INCOME
SHELL INTERNATIONAL FIN	SHELL INTERNATIONAL 5.500	822582AN2	5.50	3/25/2040	870,000.0000	127.16	1,106,326.80	FIXED INCOME
SIMON PROPERTY GROUP LP	SIMON PROPERTY GROUP 6.75	828807CE5	6.75	2/1/2040	750,000.0000	139.47	1,046,055.00	FIXED INCOME
SINOPEC GRP OVERSEAS DEV	P/P SINOPEC GRP OVER 4.00	82938NAJ3	4.00	9/13/2047	800,000.0000	98.93	791,456.00	FIXED INCOME
SL GREEN OPERATING PARTN	SL GREEN OPERATING 3.250%	78444FAF3	3.25	10/15/2022	600,000.0000	99.62	597,702.00	FIXED INCOME
SL GREEN REALTY CORP	SL GREEN REALTY CORP 4.50	75625AAD6	4.50	12/1/2022	460,000.0000	104.73	481,735.00	FIXED INCOME
SOUTHERN CAL EDISON	SOUTHERN CAL EDISON 6.050	842400FL2	6.05	3/15/2039	470,000.0000	133.94	629,518.00	FIXED INCOME
SPECTRA ENERGY PARTNERS	SPECTRA ENERGY PARTN 5.95	84756NAE9	5.95	9/25/2043	1,160,000.0000	121.61	1,410,676.00	FIXED INCOME
SPIRIT REALTY LP	SPIRIT REALTY LP 4.450% 9	84861TAC2	4.45	9/15/2026	565,000.0000	99.58	562,598.75	FIXED INCOME
SUNOCO LOGISTICS PARTNER	SUNOCO LOGISTICS PAR 3.90	86765BAT6	3.90	7/15/2026	560,000.0000	97.86	547,999.20	FIXED INCOME
TARGET CORP	TARGET CORP 3.900% 11/15/	87612EBG0	3.90	11/15/2047	750,000.0000	101.79	763,410.00	FIXED INCOME
TEACHERS INSUR & ANNUITY	P/P TEACHERS INSUR 6.850%	878091BC0	6.85	12/16/2039	43,000.0000	141.28	60,752.12	FIXED INCOME
TEACHERS INSUR & ANNUITY	P/P TEACHERS INSUR 4.270%	878091BF3	4.27	5/15/2047	955,000.0000	105.75	1,009,950.70	FIXED INCOME
TELEFONICA EMISIONES SAU	TELEFONICA EMISIONES 5.21	87938WAU7	5.21	3/8/2047	905,000.0000	113.49	1,027,039.25	FIXED INCOME
THERMO FISHER SCIENTIFIC	THERMO FISHER SCIENT 4.10	883556BY7	4.10	8/15/2047	935,000.0000	103.02	963,227.65	FIXED INCOME
THUNDERBIRD RESOURCES EQUITY INC	THUNDERBIRD RESOURCES EQU	638998468	0.00		1.6800	57,589.27	100,327.00	COMMON STOCK
TIME WARNER CABLE INC	TIME WARNER CABLE IN 5.87	88732JAY4	5.88	11/15/2040	585,000.0000	108.50	634,719.15	FIXED INCOME
TIME WARNER CABLE INC	TIME WARNER CABLE IN 5.50	88732JBB3	5.50	9/1/2041	1,065,000.0000	104.23	1,110,038.85	FIXED INCOME
TIME WARNER INC	TIME WARNER INC 4.650% 6/	887317AU9	4.65	6/1/2044	870,000.0000	101.69	884,711.70	FIXED INCOME
TIME WARNER INC	TIME WARNER INC 3.800% 2/	887317BB0	3.80	2/15/2027	570,000.0000	99.91	569,464.20	FIXED INCOME
TRANS-CANADA PIPELINES	TRANS-CANADA PIPELIN 4.62	89352HAM1	4.63	3/1/2034	1,600,000.0000	111.66	1,786,528.00	FIXED INCOME
TRAVELERS COS INC	TRAVELERS COS INC 6.250%	89417EAD1	6.25	6/15/2037	555,000.0000	136.26	756,231.90	FIXED INCOME
UNITED TECHNOLOGIES CORP	UNITED TECHNOLOGIES 6.125	913017BP3	6.13	7/15/2038	1,100,000.0000	132.57	1,458,281.00	FIXED INCOME
UNITEDHEALTH GROUP INC	UNITEDHEALTH GROUP 4.625%	91324PBU5	4.63	11/15/2041	795,000.0000	114.10	907,071.15	FIXED INCOME
UNITEDHEALTH GROUP INC	UNITEDHEALTH GROUP 3.750%	91324PDF6	3.75	10/15/2047	485,000.0000	102.03	494,830.95	FIXED INCOME
US TREASURY BOND	US TREASURY BOND 4.750% 2	912810PT9	4.75	2/15/2037	3,195,000.0000	133.22	4,256,474.85	FIXED INCOME
US TREASURY BOND	US TREASURY BOND 3.750% 1	912810RD2	3.75	11/15/2043	785,000.0000	119.15	935,343.20	FIXED INCOME
US TREASURY BOND	US TREASURY BOND 3.125% 8	912810RH3	3.13	8/15/2044	9,595,000.0000	107.48	10,312,801.95	FIXED INCOME
US TREASURY BOND	US TREASURY BOND 2.750% 1	912810RZ3	2.75	11/15/2047	5,840,000.0000	100.16	5,849,577.60	FIXED INCOME
US TREASURY NOTE	US TREASURY NOTE 2.250% 1	9128283D0	2.25	10/31/2024	23,590,000.0000	99.54	23,481,250.10	FIXED INCOME
US TREASURY NOTE	US TREASURY NOTE 2.250% 1	9128283F5	2.25	11/15/2027	28,455,000.0000	98.59	28,053,784.50	FIXED INCOME
US TREASURY NOTE	US TREASURY NOTE 1.125% 2	912828W30	1.13	2/28/2019	3,415,000.0000	99.18	3,386,997.00	FIXED INCOME
VANGUARD EMERGING MARKETS STOCK	VANGUARD EMRG MK STK INDE	922042601	0.00		432,637.5730	29.03	12,559,468.74	EQUITY FUNDS
VENTAS REALTY LP/CAP CRP	VENTAS REALTY LP/CAP 5.70	92277GAB3	5.70	9/30/2043	530,000.0000	121.71	645,073.60	FIXED INCOME
VERIZON COMMUNICATIONS	VERIZON COMMUNICATIO 5.01	92343VCM4	5.01	8/21/2054	309,000.0000	102.40	316,412.91	FIXED INCOME
VERIZON COMMUNICATIONS	VERIZON COMMUNICATIO 4.27	92343VCV4	4.27	1/15/2036	2,262,000.0000	99.48	2,250,237.60	FIXED INCOME
VERIZON COMMUNICATIONS	VERIZON COMMUNICATIO 4.67	92343VCZ5	4.67	3/15/2055	327,000.0000	96.54	315,698.88	FIXED INCOME
VERIZON COMMUNICATIONS	VERIZON COMMUNICATIO 5.50	92343VDV3	5.50	3/16/2047	2,910,000.0000	113.94	3,315,683.10	FIXED INCOME
VIACOM INC	VIACOM INC 4.375% 3/15/43	92553PAP7	4.38	3/15/2043	715,000.0000	86.57	618,968.35	FIXED INCOME
VIRGINIA ELEC & POWER CO	VIRGINIA ELEC & POWE 4.45	927804FR0	4.45	2/15/2044	205,000.0000	112.82	231,285.10	FIXED INCOME
VMWARE INC	VMWARE INC 2.950% 8/21/22	928563AB1	2.95	8/21/2022	860,000.0000	99.72	857,600.60	FIXED INCOME
VOYA FINANCIAL INC	VOYA FINANCIAL INC 3.125%	929089AD2	3.13	7/15/2024	1,480,000.0000	99.10	1,466,680.00	FIXED INCOME
WALGREENS BOOTS ALLIANCE	WALGREENS BOOTS ALLI 4.80	931427AC2	4.80	11/18/2044	350,000.0000	107.67	376,827.50	FIXED INCOME
WAL-MART STORES INC	WAL-MART STORES INC 3.625	931142DW0	3.63	12/15/2047	800,000.0000	104.77	838,120.00	FIXED INCOME

KapStone Paper and Packaging Corporation
Defined Benefit Retirement Plan

SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2017

* - Party-in-interest

Identity of Issuer	Description	CUSIP	Interest Rate	Maturity Date	Units	Cost	Market	Investment Type
WELLPOINT INC	WELLPOINT INC 4.650% 1/15	94973VBB2	4.65	1/15/2043	555,000.0000	109.65	608,568.60	FIXED INCOME
* WELLS FARGO & COMPANY	WELLS FARGO & COMPAN 3.50	94974BFC9	3.50	3/8/2022	1,405,000.0000	103.26	1,450,746.80	FIXED INCOME
* WELLS FARGO & COMPANY	WELLS FARGO & COMPAN 5.37	94974BFP0	5.38	11/2/2043	1,935,000.0000	119.08	2,304,178.65	FIXED INCOME
* WELLS FARGO GOVERNMENT	WF GOVT MM FD-INSTL #1751	VP4560000	1.14		4,761,688.3300	1.00	4,761,688.33	CASH EQUIVALENTS
* WELLS FARGO GOVERNMENT	WF GOVT MM FD-INSTL #1751	VP4560000	1.14		62,540.0000	1.00	62,540.00	CASH EQUIVALENTS
* WELLS FARGO GOVERNMENT	WF GOVT MM FD-INSTL #1751	VP4560000	1.14		0.0000	-	-	CASH EQUIVALENTS
* WELLS FARGO GOVERNMENT	WF GOVT MM FD-INSTL #1751	VP4560000	1.14		2,738,931.3700	1.00	2,738,931.37	CASH EQUIVALENTS
WESTERN GAS PARTNERS LP	WESTERN GAS PARTNERS 5.45	958254AD6	5.45	4/1/2044	615,000.0000	106.26	653,505.15	FIXED INCOME
WILLIAMS PARTNERS LP	WILLIAMS PARTNERS LP 5.10	96949LAC9	5.10	9/15/2045	940,000.0000	109.98	1,033,783.80	FIXED INCOME
WILLIS NORTH AMERICA INC	WILLIS NORTH AMERICA 3.60	970648AF8	3.60	5/15/2024	550,000.0000	101.66	559,130.00	FIXED INCOME
WTC-CTF GLOBAL SELECT	WTC-CTF GLOBAL SELECT CAP	728993585	0.00		2,559,498.9460	21.30	54,517,327.55	EQUITY FUNDS
XCEL ENERGY INC	XCEL ENERGY INC 3.300% 6/	98389BAR1	3.30	6/1/2025	1,390,000.0000	101.36	1,408,876.20	FIXED INCOME
CASH	CASH	CASH	0.00		127,643.0000	100.00	128,180.02	CASH
							613,066,975.49	