INTERNATIONAL PAPER CO /NEW/
Form 424B5
August 04, 2016
Table of Contents

Filed Pursuant to Rule 424(b)(5)
Registration No. 333-202334

CALCULATION OF REGISTRATION FEE

Title of each Class of Securities to be Offered	Maximum Aggregate Offering Price	Amount of Registration Fee(1)
3.000% Notes due 2027	$1,100,000,000	$110,770
4.400% Notes due 2047	$1,200,000,000	$120,840
Total	$2,300,000,000	$231,610

(1) The registration fee is calculated in accordance with Rule 457(r) of the Securities Act of 1933, as amended.

Table of Contents

PROSPECTUS SUPPLEMENT

(TO PROSPECTUS DATED FEBRUARY 27, 2015)

$2,300,000,000

International Paper Company

$1,100,000,000 3.000% Notes due 2027

$1,200,000,000 4.400% Notes due 2047

The 3.000% Notes due 2027 (the 2027 notes) will bear interest at the rate of 3.000% per year. The 4.400% Notes due 2047 (the 2047 notes and, together with the 2027 notes, the notes) will bear interest at the rate of 4.400% per year. Interest on the notes will be payable on February 15 and August 15 of each year, beginning February 15, 2017. The 2027 notes will mature on February 15, 2027, and the 2047 notes will mature on August 15, 2047. We may redeem some or all of the notes at any time at the redemption prices discussed under the caption Description of the Notes Optional Redemption. We must redeem all of the 2027 notes under the circumstances and at the redemption price discussed under the caption Description of the Notes Special Mandatory Redemption. If we experience a Change of Control Triggering Event with respect to the notes of a series, we will be required to offer to repurchase such notes from holders at 101% of the principal amount thereof. See Description of the Notes Change of Control Triggering Event.

The notes will be our unsecured senior obligations and will rank equally with all of our other unsecured senior indebtedness from time to time outstanding.

Investing in the notes involves risks. See Risk Factors beginning on page S-11 of this prospectus supplement.

	Per 2027 Note	**Total**	**Per 2047 Note**	**Total**
Public Offering Price	99.624%	$ 1,095,864,000	99.899%	$ 1,198,788,000

Underwriting Discount	0.650%	$ 7,150,000	0.875%	$ 10,500,000
Proceeds to International Paper (before expenses)	98.974%	$ 1,088,714,000	99.024%	$ 1,188,288,000

Interest on the notes will accrue from August 11, 2016.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or passed upon the accuracy or adequacy of this prospectus supplement or the accompanying prospectus. Any representation to the contrary is a criminal offense.

The notes will not be listed on any securities exchange. Currently, there is no public market for the notes.

The underwriters expect that the notes will be ready for delivery in book-entry form only through The Depository Trust Company, including Euroclear and Clearstream Luxembourg, as participants, on or about August 11, 2016.

Joint Book-Running Managers

Deutsche Bank Securities **J.P. Morgan**

SMBC Nikko **BBVA** **Credit Agricole CIB** **Regions Securities LLC**

BNP PARIBAS **BofA Merrill Lynch** **Citigroup** **DNB Markets**

Co-Managers

BNY Mellon Capital Markets, LLC **Mizuho Securities** **PNC Capital Markets LLC** **US Bancorp**

MUFG **Rabo Securities**

August 2, 2016

Table of Contents

TABLE OF CONTENTS

PROSPECTUS SUPPLEMENT

PROSPECTUS

Table of Contents

You should rely only on the information contained or incorporated by reference in this prospectus supplement, the accompanying prospectus and any free writing prospectus with respect to this offering filed by us with the Securities and Exchange Commission, or the SEC. We have not, and the underwriters have not, authorized any other person to provide you with different information. We take no responsibility for, and can provide no assurance as to the reliability of, any other information that others may give to you. We are not, and the underwriters are not, making an offer to sell these securities in any jurisdiction where the offer or sale is not permitted. You should assume that the information appearing in this prospectus supplement, the accompanying prospectus and any free writing prospectus with respect to this offering filed by us with the SEC, as well as information we previously filed with the SEC and incorporated by reference, is accurate as of its respective date. Our business, financial condition, results of operations and prospects may have changed since that date.

We are offering to sell, and are seeking offers to buy, the notes only in jurisdictions where offers and sales are permitted. The distribution of this prospectus supplement and the accompanying prospectus and the offering of the notes in certain jurisdictions may be restricted by law. Persons outside the United States who come into possession of this prospectus supplement and the accompanying prospectus must inform themselves about and observe any restrictions relating to the offering of the notes and the distribution of this prospectus supplement and the accompanying prospectus outside the United States. This prospectus supplement and the accompanying prospectus do not constitute, and may not be used in connection with, an offer to sell, or a solicitation of an offer to buy, any notes offered by this prospectus supplement and the accompanying prospectus by any person in any jurisdiction in which it is unlawful for such person to make such an offer or solicitation.

PRESENTATION OF INFORMATION

These offering materials consist of two documents: (A) this prospectus supplement, which describes the terms of the notes that we are currently offering, and (B) the accompanying prospectus, which provides, among other things, general information about our debt securities, some of which may not apply to the notes that we are currently offering. The information contained in this prospectus supplement supersedes any inconsistent information included or incorporated by reference in the accompanying prospectus.

In various places in this prospectus supplement and the accompanying prospectus, we refer you to other sections of such documents for additional information by indicating the caption heading of such other sections. The page on which each principal caption included in this prospectus supplement and the accompanying prospectus can be found is listed in the table of contents above. All such cross references in this prospectus supplement are to captions contained in this prospectus supplement and not in the accompanying prospectus, unless otherwise stated.

As used in this prospectus supplement, the terms International Paper, IP, the Company, we, us and our refer t International Paper Company and its subsidiaries, unless the context requires otherwise, such as in Summary The Offering and Description of the Notes.

FORWARD-LOOKING STATEMENTS

This prospectus supplement, the accompanying prospectus and the documents incorporated by reference herein and therein contain certain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act, as amended. These include statements concerning our financial condition, results of operations and business. These statements are often identified by the words will, may, should, continue, anticipate, believe, expect, plan, appear, project, estimate, intend, and words of

Table of Contents

These forward-looking statements reflect our current views with respect to future events and are subject to risks and uncertainties. A number of factors, including those discussed under Risk Factors, could cause our actual results to differ materially from those expressed or implied in these statements. Factors that could cause actual results to differ include, among other things, the following:

- our ability to finance and complete the proposed acquisition of Weyerhaeuser NR Company s pulp business;
- our ability to realize the expected benefits of our proposed acquisition of Weyerhaeuser NR Company s pulp business;
- the level of our indebtedness and increases in interest rates;
- industry conditions, including, but not limited to changes in the cost or availability of raw materials, energy and transportation costs, competition we face, cyclicality and changes in consumer preferences, demand and pricing for our products;
- global economic conditions and political changes, including but not limited to the impairment of financial institutions, changes in currency exchange rates, credit ratings issued by recognized credit rating organizations; the amount of our future pension funding obligation; changes in tax laws and pension and health care costs;
- unanticipated expenditures related to the cost of compliance with existing and new environmental and other governmental regulations and to actual or potential litigation;
- whether we experience a material disruption at one of our manufacturing facilities;
- risks inherent in conducting business through a joint venture; and
- our ability to achieve the benefits we expect from strategic acquisitions, including the proposed acquisition of Weyerhaeuser NR Company s pulp business, divestitures and restructurings.

In view of such uncertainties, investors are cautioned not to place undue reliance on these forward-looking statements. We note these factors for investors as permitted by the Private Securities Litigation Reform Act of 1995. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise. Additional information concerning these and other factors is contained in our filings with the SEC, including, but not limited to, (i) our Annual Report on Form 10-K for the year ended December 31, 2015 and (ii) our Quarterly Report on Form 10-Q for the quarter ended March 31, 2016.

Table of Contents

SUMMARY

International Paper Company

We are a global paper and packaging company with primary markets and manufacturing operations in North America, Europe, Latin America, Russia, Asia, Africa and the Middle East. We are a New York corporation, incorporated in 1941 as the successor to the New York corporation of the same name organized in 1898.

In the United States at March 31, 2016, we operated 24 pulp, paper and packaging mills, 169 converting and packaging plants, 16 recycling plants and three bag facilities. Production facilities at March 31, 2016 in Europe, Asia, Africa, India, Latin America and South America included 14 pulp, paper and packaging mills, 67 converting and packaging plants and two recycling plants. We operate a printing and packaging products distribution business principally through 12 branches in Asia. At March 31, 2016, we owned or managed approximately 335,000 acres of forestland in Brazil and had, through licenses and forest management agreements, harvesting rights on government-owned forestlands in Russia. Substantially all of our businesses have experienced, and are likely to continue to experience, cycles relating to industry capacity and general economic conditions.

For management and financial reporting purposes, our businesses are separated into three segments: Industrial Packaging, Printing Papers and Consumer Packaging. The Company s 50% equity interest in Ilim Holding S.A. (Ilim) is also a separate reportable industry segment.

For the year ended December 31, 2015, our net sales were $22.4 billion and the net earnings attributable to us were $938 million. For the three months ended March 31, 2016, our net sales were $5.1 billion and the net earnings attributable to us were $334 million.

The address of our principal executive offices is 6400 Poplar Avenue, Memphis, Tennessee 38197 and our main telephone number is 901-419-9000.

Proposed Acquisition of Weyerhaeuser NR Company s Pulp Business

On May 1, 2016, we entered into a purchase agreement (the Purchase Agreement) with Weyerhaeuser NR Company (Weyerhaeuser) to purchase the assets that comprise Weyerhaeuser s pulp business (excluding Weyerhaeuser s liquid packaging business and its 50% interest in North Pacific Paper Corporation) (the Pulp Business), which we refer to as the Acquisition. The purchase price is $2.2 billion in cash, subject to specified adjustments, including a reduction for the amount of debt being assumed, which was approximately $88 million as of June 30, 2016. Because the transaction is a purchase of assets, we expect to realize a tax benefit with an estimated net present value of approximately $300 million.

Under the terms of the Purchase Agreement, we will acquire five pulp mills and two modified fiber mills located in the United States, Canada and Poland. The closing of the Acquisition is subject to customary closing conditions, including the absence of any material adverse effect on the Pulp Business and receipt of required regulatory approvals, including expiration or termination of the waiting period required pursuant to the provisions of the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended (the HSR Act), and other, non-United States antitrust and regulatory clearances. Although no assurances can be given that these conditions will be timely satisfied or waived, we currently expect the Acquisition to close in the fourth quarter of 2016.

The Pulp Business is one of the world s largest producers of absorbent fluff pulp used in products such as diapers. As of December 31, 2015, Weyerhaeuser s five pulp mills had a combined annual production capacity of approximately

1.9 million air-dry metric tons, under normal operating conditions and producing a normal product

Table of Contents

mix for each individual facility. In 2015, the net sales for the pulp portion of Weyerhaeuser s cellulose fibers segment were approximately $1.5 billion. In 2015, the sales volume for the pulp portion of Weyerhaeuser s cellulose fibers segment was approximately 1.8 million air-dry metric tons.

The Pulp Business complements our existing production portfolio by adding low-cost, efficient and well-maintained mills that also produce high-value specialty products that International Paper does not offer. We believe that the Acquisition offers us the opportunity to acquire high-quality assets and achieve meaningful synergies by the end of 2018. We plan to fund the purchase price of the Acquisition with net proceeds from this offering, borrowings under credit facilities and available cash.

Recent Developments

The following is a discussion of our preliminary results for the quarter ended June 30, 2016. The information is subject to completion and the filing of our Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2016.

Consolidated Results. On July 28, 2016, we reported preliminary 2016 second quarter net earnings attributable to International Paper of $40 million compared with net earnings attributable to International Paper of $334 million in the first quarter of 2016 and net earnings attributable to International Paper of $227 million in the second quarter of 2015. Such net earnings in these periods include the impact of special items, non-operating pension expense and discontinued operations, discussed below. Loss from continuing operations before income taxes and equity earnings in the second quarter of 2016 was $14 million, compared with earnings from continuing operations before income taxes and equity earnings of $266 million for the second quarter of 2015. Earnings from continuing operations before income taxes and equity earnings for the six months ended June 30, 2016 totaled $303 million, compared with earnings of $672 million for the six months ended June 30, 2015.

Net sales were $5.3 billion in the second quarter of 2016 compared with $5.1 billion in the first quarter of 2016 and $5.7 billion in the second quarter of 2015. The year-over-year revenue decline was primarily due to the sale of the IP-Sun joint venture and the sale of the Carolina® Coated Bristols business. Cash provided by operations was $605 million in the second quarter of 2016. During the six months ended June 30, 2016, we invested $637 million of cash in capital projects.

Business Segment Results. Our Industrial Packaging segment s operating profits in the second quarter of 2016 were $487 million ($459 million including special items) compared with $433 million ($396 million including special items) in the first quarter of 2016. In North America, earnings increased $58 million driven by improved operations and higher box shipments due to seasonally stronger market demand and one more shipping day. This was partly offset by modestly lower average sales prices for North America boxes and export containerboard.

Operating profits in our Printing Papers segment were $101 million ($96 million including special items) in the second quarter of 2016 versus $85 million in the first quarter of 2016. Earnings in North America were mixed, as the papers business declined primarily due to increased planned maintenance outages. However, pulp improved due to lower conversion and outage costs associated with the Riegelwood mill conversion, partially offset by a less favorable product mix and lower pulp prices. In Brazil, earnings were essentially flat quarter over quarter, as higher planned maintenance outage costs offset higher export sales volumes and improved domestic prices. Earnings in Europe were impacted by higher planned maintenance outage costs.

Our Consumer Packaging segment s operating profits were $73 million in the second quarter of 2016 compared with $25 million ($16 million including special items) in the first quarter of 2016. The earnings

increase was primarily due to no planned maintenance outages in North America, good operational performance and lower overall manufacturing costs. Earnings in our foodservice business increased $7 million, primarily driven by seasonally higher sales volume and cost improvements.

We recorded Ilim joint venture equity earnings of $46 million in the second quarter of 2016 compared with $62 million in the first quarter of 2016. Primarily due to Ilim s U.S. dollar denominated net debt, we recognized a non-cash after-tax foreign exchange gain of $6 million in the second quarter of 2016, compared with an after-tax gain of $11 million in the first quarter of 2016.

Corporate Expenses. Net corporate expenses, excluding non-operating pension expense, were $26 million for the second quarter of 2016, compared with $21 million in the first quarter of 2016.

Effects of Special Items. Special items in the second quarter of 2016 included a pre-tax charge of $28 million ($20 million after taxes) for costs associated with the sale of our Asia corrugated packaging business, a pre-tax charge of $5 million ($3 million after taxes) for costs associated with the announced agreement to purchase the Pulp Business, a tax expense of $23 million associated with 2016 cash pension contributions and a tax benefit of $6 million related to an international legal entity restructuring.

Special items in the first quarter of 2016 included a loss of $1 million (before and after taxes) for Restructuring and other charges. Included within Restructuring and other charges were a pre-tax charge of $9 million ($6 million after taxes) related to costs associated with the conversion of the Riegelwood, North Carolina mill to 100% pulp production and a pre-tax gain of $8 million ($5 million after taxes) for the sale of our remaining investment in Arizona Chemical. Special items also included a pretax charge of $37 million ($34 million after taxes) for an impairment of the assets of our Asia corrugated packaging business and costs associated with the sale of the business, a tax benefit of $57 million associated with the legal restructuring of our Brazil Packaging business and a tax benefit of $14 million related to the closure of a U.S. federal income tax audit.

Special items in the second quarter of 2015 included a net pre-tax loss of $194 million ($125 million after taxes) for Restructuring and other charges. Included within Restructuring and other charges were a pre-tax charge of $207 million ($133 million after taxes) for premiums paid on a cash tender offer on outstanding debt, a net pre-tax gain of $14 million ($9 million after taxes) related to the sale of the Carolina® Coated Bristols brand and costs associated with the conversion of the Riegelwood, North Carolina facility to 100% pulp production, and a charge of $1 million (before and after taxes) for other items. Special items also included a pre-tax gain of $4 million ($2 million after taxes) related to state tax credits, a tax expense of $23 million for the tax impact of the 2015 cash pension contribution of $750 million and a tax expense of $5 million for other items.

Non-Operating Pension Expense. Non-operating pension expense in the second quarter of 2016 included a pre-tax charge of $439 million ($270 million after taxes) for a settlement accounting charge associated with payments under International Paper s previously announced term-vested lump sum buyout.

Discontinued Operations. Discontinued operations in the first quarter of 2016 included a pre-tax charge of $8 million ($5 million after taxes) for a legal settlement related to the xpedx business, which was spun off in the third quarter of 2014.

Acquisition of Holmen Paper Newsprint Mill. On June 30, 2016, we completed the previously announced acquisition of Holmen Paper s newsprint mill in Madrid, Spain. Under the terms of the agreement, we purchased the Madrid newsprint mill, as well as associated recycling operations and a 50% ownership interest in a cogeneration facility. We intend to convert the facility during the second half of 2017 to produce recycled containerboard with an expected capacity of 380,000 metric tonnes. Once completed, the converted mill will

Table of Contents

support our corrugated packaging business in EMEA. Our aggregated purchase price for the mill, recycling operations and 50% ownership of the cogeneration facility was 54 million (approximately $61 million using June 30, 2016 exchange rate). Approximately 85% of the purchase price was allocated to property, plant and equipment and the remaining 15% to equity method investments.

Sale of Corrugated Packaging Business. On June 30, 2016, we completed the previously announced sale of our corrugated packaging business in China and Southeast Asia to Xiamen Bridge Hexing Equity Investment Partnership Enterprise. Under the terms of the transaction, we received a total of approximately RMB 1 billion (approximately $149 million at the June 30, 2016 exchange rate), subject to post-closing adjustments and other payments, including the buyer s assumption of the liability for loans of approximately $55 million. All payments are to be made within six months of closing the sale. A determination was made that the current book value of the asset group exceeded its estimated fair value of $149 million which is the agreed upon selling price. As a result, a pre-tax charge of $41 million was recorded during the six months ended June 30, 2016 in our Industrial Packaging segment to write down the long-lived assets of this business to their estimated fair value. The amount of pre-tax losses related to the IP Asia Packaging business included in our consolidated statement of operations were $32 million and $73 million for the three months and six months ended June 30, 2016, respectively, and $3 million and $5 million for the three months and six months ended June 30, 2015, respectively.

Table of Contents

The Offering

The following is a brief summary of some of the terms of this offering. For a more complete description of the terms of the notes, see Description of the Notes. As used in this Summary The Offering, the terms International Paper Company, the Company, we, our, us and other similar references refer only to International Paper Company and not to any of its subsidiaries.

Issuer	International Paper Company.
Notes Offered	$1,100,000,000 aggregate principal amount of 3.000% Notes due 2027 (referred to as the 2027 notes). $1,200,000,000 aggregate principal amount of 4.400% Notes due 2047 (referred to as the 2047 notes). We refer to the 2027 notes and the 2047 notes collectively as the notes.
Maturity Date	The 2027 notes will mature on February 15, 2027. The 2047 notes will mature on August 15, 2047.
Interest Rate	3.000% per year in the case of the 2027 notes and 4.400% per year in the case of the 2047 notes.
Interest Payment Dates	February 15 and August 15 of each year, beginning February 15, 2017.
Ranking	The notes will be our senior unsecured debt and will rank equally with all of our existing and future senior unsecured debt. The notes will be effectively subordinated to all of our existing and future secured debt to the extent of the value of the assets securing that debt. The notes will be structurally subordinated to all indebtedness and other obligations of our subsidiaries.
Optional Redemption	If the 2027 notes are redeemed prior to November 15, 2026, or if the 2047 notes are redeemed prior to February 15, 2047, respectively, we may redeem all or a portion of the notes of the applicable series, at our option, at any time or from time to time at a redemption price equal to the greater of (1) 100% of the aggregate principal amount of the notes being redeemed, plus accrued and unpaid interest to the redemption date, and (2) the sum of the present values of the remaining scheduled payments of principal and interest thereon that would be due if the notes of such series matured on the applicable Par Call Date (as defined in Description of the Notes Optional Redemption) discounted to the redemption date, on a semi-annual basis, at the Treasury Rate (as defined

in Description of the Notes Optional Redemption) plus 25 basis points with respect to the 2027 notes and 35 basis points with respect to the 2047 notes, plus, in each case, accrued and unpaid interest on the principal amount of the notes being redeemed to the redemption date. If the 2027 notes are redeemed on or after November 15, 2026, or if the 2047 notes are redeemed on or after February 15, 2047, respectively, the redemption price for the notes to be redeemed will equal 100% of the principal amount of such notes, plus accrued and unpaid interest to the redemption date. See Description of the Notes Optional Redemption.

Special Mandatory Redemption

If we do not consummate the Acquisition in accordance with the Purchase Agreement on or prior to August 1, 2017, or if the Purchase Agreement is terminated at any time on or prior to such date, we must redeem all of the 2027 notes at a redemption price equal to 101% of the aggregate principal amount of the notes, plus accrued and unpaid interest to the special mandatory redemption date, as described under Description of the Notes Special Mandatory Redemption. The 2047 notes are not subject to mandatory redemption in such circumstances.

Offer to Repurchase Upon a Change of Control Triggering Event

Upon the occurrence of a Change of Control Triggering Event (as defined herein) with respect to the notes of a series, we will be required to make an offer to purchase the notes of such series at a price equal to 101% of their principal amount plus accrued and unpaid interest to the date of repurchase. See Description of the Notes Change of Control Triggering Event.

Sinking Fund

None.

Covenants

The indenture that will govern the notes contains covenants that, among other things, will limit our ability and the ability of our subsidiaries to:

- create certain liens;
- enter into certain sale and leaseback transactions; and
- consolidate, merge or transfer all or substantially all of our assets.

These covenants are subject to important exceptions and qualifications, which are described under Description of the Notes Certain Covenants.

Use of Proceeds

The net proceeds, after deducting underwriters discounts and commissions and estimated offering expenses payable by us, from the sale of the notes offered hereby will be approximately $2,274 million. We intend to use the net proceeds from this offering, together with available cash, in management s discretion, to pay the purchase price of the Acquisition, to fund contributions to our pension plan, to repay or repurchase certain of our outstanding debt securities through open market repurchases, redemption or otherwise or for general corporate purposes. We also intend to use borrowings under credit facilities to fund a portion of the purchase price of the Acquisition. See Use of Proceeds.

	If the Acquisition is not consummated in accordance with the Purchase Agreement or if the Purchase Agreement is terminated, we intend to use a portion of the net proceeds from this offering, together with available cash, if necessary, to redeem all of the 2027 notes.
	See Use of Proceeds.
Form of Notes	Global notes, held in the name of The Depository Trust Company.
Governing Law	State of New York.
Risk Factors	Investing in the notes involves substantial risks. See Risk Factors beginning on page S-11 in this prospectus supplement for a description of certain of the risks you should consider before investing in the notes.

Table of Contents

Summary Historical Financial Data

Our summary historical financial information presented below as of and for the three years ended December 31, 2015 has been derived from our audited consolidated financial statements. The summary historical financial information as of and for the three months ended March 31, 2016 and March 31, 2015 has been derived from our unaudited condensed consolidated financial statements and includes all adjustments (consisting of normal recurring items) which are, in our opinion, necessary for a fair presentation of our financial position as of such dates and results of operations for such periods. The results of operations for the three months ended March 31, 2016 are not necessarily indicative of the results for our full fiscal year ending December 31, 2016.

The summary historical financial information should be read in conjunction with our filings with the SEC. Our summary historical financial information set forth below should be read in conjunction with the following, each of which is incorporated by reference herein:

- our Annual Report on Form 10-K for the year ended December 31, 2015; and

- our Quarterly Report on Form 10-Q for the quarter ended March 31, 2016.

	For the Three Months Ended March 31,		For the Year Ended December 31,					
	2016	2015	2015		2014		2013	
	(Dollar amounts in millions)							
Statement of operations data:								
Net sales	$ 5,110	$ 5,517	$ 22,365		23,617		$ 23,483	
Costs and expenses								
Cost of products sold	3,611	3,844	15,468		16,254		16,282	
Selling and administrative expenses	376	406	1,645		1,793		1,796	
Depreciation, amortization and cost of timber harvested	284	323	1,294		1,406		1,531	
Distribution expenses	320	357	1,406		1,521		1,583	
Taxes other than payroll and income taxes	41	44	168		180		178	
Restructuring and other charges	1		252		846		156	
Impairment of goodwill and other intangibles			137		100		127	
Net (gains) losses on sales and impairments of businesses	37		174		38		3	
Net bargain purchase gain on acquisition of business							(13)	
Interest expense, net	123	137	555		607		612	
Earnings (loss) from continuing operations before income taxes and equity earnings	317	406	1,266	(b)	872	(d)	1,228	(g)

Income tax provision (benefit)		41		130		466			123			(498)	
Equity earnings (loss), net of taxes		63		35		117			(200)			(39)	
Earnings (loss) from continuing operations		334		311		917			549			1,687	
Discontinued operations, net of taxes		(5)							(13)	(e)		(309)	(h)
Net earnings (loss)		334		311		917	(b-c)		536	(d-f)		1,378	(g-i)
Less: Net earnings attributable to noncontrolling interests				(2)		(21)			(19)			(17)	
Net earnings (loss) attributable to International Paper Company	$	334	$	313	$	938	(b-c)	$	555	(d-f)	$	1,395	(g-i)

Table of Contents

	For the Three Months Ended March 31,		For the Year Ended December 31,		
	2016	2015	2015	2014	2013
	(Dollar amounts in millions)				
Balance sheet data (at period end):					
Working capital(a)	2,694		$ 2,553	$ 3,050	$ 3,898
Plants, properties and equipment, net	12,037		11,980	12,728	13,672
Forestlands	399		366	507	557
Total assets	31,043		&nb		