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

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**FORM 8-K**

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

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

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**Packaging Corporation of America**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-15399**  
(Commission  
File Number)

**36-4277050**  
(IRS Employer  
Identification No.)

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

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

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

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

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

Emerging growth company

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

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

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

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**Item 5.07. Submission of Matters to a Vote of Security Holders**

On May 4, 2021, Packaging Corporation of America held its 2021 Annual Meeting of Stockholders, at which the following proposals were voted upon and approved by PCA's stockholders:

(a) *Election of Directors*. Voting results are summarized as follows, with fractional shares rounded to the nearest whole share:

<b>Nominee</b>	<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non Vote</b>
Cheryl K. Beebe	77,527,737	3,957,020	42,402	4,872,279
Duane C. Farrington	81,253,840	198,227	75,092	4,872,279
Donna A. Harman	81,221,807	260,420	44,932	4,872,279
Mark W. Kowlzan	76,544,235	4,608,537	374,387	4,872,279
Robert C. Lyons	81,181,079	271,484	74,596	4,872,279
Thomas P. Maurer	81,242,021	210,121	75,017	4,872,279
Samuel M. Mencoff	69,483,256	12,004,016	39,887	4,872,279
Roger B. Porter	72,774,297	7,488,202	1,264,660	4,872,279
Thomas S. Souleles	79,147,245	2,332,366	47,548	4,872,279
Paul T. Stecko	79,445,052	2,013,713	68,394	4,872,279
James D. Woodrum	77,714,564	3,743,805	68,790	4,872,279

(b) *Ratification of Independent Registered Public Accounting Firm*. The audit committee's appointment of KPMG LLP as PCA's independent registered public accounting firm was ratified by the following vote: 86,227,021 votes for, 120,879 votes against and 51,583 abstentions.

(c) *Approval of PCA's Executive Compensation*. 78,186,432 votes for, 3,163,960 votes against, 176,766 abstentions and 4,872,279 broker non-votes.

**SIGNATURES**

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

PACKAGING CORPORATION OF AMERICA

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

Date: May 6, 2021