Preliminary results, subject to audit

#### **Consolidated Statement of Operations**

in millions	Q2			Q			Year-t	to-date		
	J	une 30, 2014	Sep	tember 30, 2014	Sep	tember 30, 2013	Sept	tember 30, 2014		ember 30, 2013
Net Sales	\$	1,964	\$	1,915	\$	1,857	\$	5,615	\$	5,486
Cost of products sold		1,499		1,504		1,479		4,364		4,304
Gross margin		465		411		378		1,251		1,182
Selling expenses		27		28		32		83		96
General and administrative expenses		88		73		98		249		299
Research and development expenses		7		5		8		19		23
Charges for restructuring, closures and impairments		8		10		1		37		7
Other operating income, net		(65)		(23)		(4)		(163)		(32)
Operating income		400		318		243		1,026		789
Interest income and other		11		7		21		27		39
Interest expense, net of capitalized interest		(83)		(88)		(94)		(254)		(256)
Earnings from continuing operations before income taxes		328		237		170		799		572
Income taxes		(59)		(39)		(24)		(148)		(99)
Earnings from continuing operations		269		198		146		651		473
Earnings from discontinued operations, net of income taxes		22		966		21		998		36
Net earnings		291		1,164		167		1,649		509
Dividends on preference shares		(11)		(11)		(10)		(33)		(12)
Net earnings attributable to Weyerhaeuser common shareholders	\$	280	\$	1,153	\$	157	\$	1,616	\$	497

#### **Per Share Information**

		Q2		Q	3			Year-	to-date			
		ine 30, 2014		ember 30, 2014	September 30, 2013		Sept	tember 30, 2014	Sept	ember 30, 2013		
Earnings per share attributable to Weyerhaeuser common shareholders, basic:												
Continuing operations	\$	0.44	\$	0.35	\$	0.23	\$	1.09	\$	0.83		
Discontinued operations		0.04		1.82		0.04		1.76		0.06		
Net earnings per share	\$	0.48	\$	2.17	\$	0.27	\$	2.85	\$	0.89		
Earnings per share attributable to Weyerhaeuser common shareholders, diluted:												
Continuing operations	\$	0.43	\$	0.35	\$	0.23	\$	1.08	\$	0.82		
Discontinued operations		0.04		1.80		0.04		1.75		0.06		
Net earnings per share	\$	0.47	\$	2.15	\$	0.27	\$	2.83	\$	0.88		
Dividends paid per common share	\$	0.22	\$	0.29	\$	0.22	\$	0.73	\$	0.59		
Weighted average shares outstanding (in thousands):												
Basic	58	36,061	53	31,913	5	82,828	5	67,436	50	60,505		
Diluted	589,766		536,012		536,012		536,012 587,1		7,179 571,503		50	65,383
Common shares outstanding at end of period (in thousands)	586,698		525,485		525,485		5 582,578		78 525,485		5	82,578

#### Adjusted Earnings before Interest, Tax, Depreciation, Depletion and Amortization\*

in millions	Q2	Q	23	Year-1	to-date
	ine 30, 2014	September 30, 2014	September 30, 2013	September 30, 2014	September 30, 2013
Net earnings	\$ 291	\$ 1,164	\$ 167	\$ 1,649	\$ 509
Earnings from discontinued operations, net of income taxes	(22)	(966)	(21)	(998)	(36)
Interest income and other	(11)	(7)	(21)	(27)	(39)
Interest expense, net of capitalized interest	83	88	94	254	256
Income taxes	 59	39	24	148	99
Operating income	400	318	243	1,026	789
Depreciation, depletion and amortization	122	123	116	368	333
Non-operating pension and postretirement costs (credits)	(11)	(12)	11	(33)	31
Special items	 (39)	(15)		(103)	
Adjusted EBITDA*	\$ 472	\$ 414	\$ 370	\$ 1,258	\$ 1,153
* N C.A.A.D	 				

<sup>\*</sup> Non-GAAP measure - see page 8 for definition.

Preliminary results, subject to audit

#### **Consolidated Balance Sheet**

in millions	J	une 30, 2014	Sep	tember 30, 2014	Dec	ember 31, 2013
ASSETS						
Current assets:						
Cash and cash equivalents	\$	845	\$	1,620	\$	830
Receivables, less allowances		590		583		518
Receivables for taxes		37		23		101
Inventories		596		578		542
Prepaid expenses		106		97		117
Deferred tax assets		128		111		130
Current assets of discontinued operations		988		_		88
Total current assets		3,290		3,012		2,326
Property and equipment, net		2,599		2,534		2,689
Construction in progress		157		215		112
Timber and timberlands at cost, less depletion charged to disposals		6,571		6,546		6,580
Investments in and advances to equity affiliates		188		186		190
Goodwill		40		40		42
Deferred tax assets		_		_		5
Other assets		419		292		324
Restricted financial investments held by variable interest entities		615		615		615
Noncurrent assets of discontinued operations		1,827		_		1,694
Total assets	\$	15,706	\$	13,440	\$	14,577
			<u> </u>		_	
LIABILITIES AND EQUITY						
Current liabilities:						
Notes payable	\$	_	\$	_	\$	2
Accounts payable	Ψ	335	Ψ	351	Ψ	343
Accrued liabilities		597		606		629
Current liabilities of discontinued operations		137		_		154
Total current liabilities		1,069		957		1,128
Long-term debt		4,891		4,891		4,891
Long-term debt (nonrecourse to the company) held by variable interest entities		511		511		511
Deferred income taxes		410		338		285
Deferred pension and other postretirement benefits		422		569		516
Other liabilities		334		318		382
Noncurrent liabilities of discontinued operations		926				32
Total liabilities	_	8,563		7,584		7,745
Equity:		0,500	_	7,501		7,710
Total Weyerhaeuser shareholders' interest		7,092		5,856		6,795
Noncontrolling interests		2				3
Noncontrolling interests in discontinued operations		49				34
Total equity	_	7,143		5,856		6,832
Total liabilities and equity	\$	15,706	\$	13,440	\$	14,577
I com maximum equity	Ψ	10,700	Ψ		Ψ	11,011

#### **Consolidated Statement of Cash Flows**

in millions	Q2					Year-to-date				
	J	une 30, 2014	September 30, 2014	Q3 Se	eptember 30, 2013	Sep	tember 30, 2014	Sept	ember 30, 2013	
Cash flows from operations:		2014	2014		2013		2014		2013	
Net earnings	\$	291	\$ 1,164	\$	167	\$	1,649	\$	509	
Noncash charges (credits) to income:										
Depreciation, depletion and amortization		126	123		120		375		343	
Deferred income taxes, net		89	45		24		170		73	
Pension and other postretirement benefits		(44)	(13)	)	27		(104)		79	
Share-based compensation expense		11	9		12		29		34	
Charges for impairment of assets		1			2		1		5	
Net gains on dispositions of assets and operations		(21)	(1,002)	)	(21)		(1,048)		(42)	
Foreign exchange transaction (gains) losses		(12)	13		(2)		15		6	
Change in:										
Receivables less allowances		(47)	20		8		(28)		(112)	
Receivable for taxes		(3)	13		12		77		64	
Inventories		34	8		36		(46)			
Real estate and land		(35)	(26)		(58)		(133)		(179)	
Prepaid expenses		(3)	6		(2)		6		(16)	
Accounts payable and accrued liabilities		(17)	21		77		(76)		45	
Deposits on land positions and other assets		(4)	7		(1)		15		(11)	
Pension and postretirement contributions		(30)	(22)		(35)		(85)		(104)	
Other		(14)	(13)	<u> </u>	(23)		(33)		(38)	
Net cash from operations		322	353		343		784		656	
Cash flows from investing activities:										
Property and equipment		(83)	(105)	)	(69)		(239)		(151)	
Timberlands reforestation		(11)	(7)		(7)		(32)		(28)	
Acquisition of Longview Timber LLC, net of cash acquired		(11) —		,	(1,581)				(1,581)	
Net proceeds from Real Estate Divestiture, net of cash divested			707		(1,501)		707		(1,501)	
Proceeds from sale of assets		1	4		1		24		15	
Net proceeds of investments held by special purpose entities									22	
Other			25		9		25		5	
Cash from investing activities		(93)	624	_	(1,647)		485		(1,718)	
		()0)		_	(1,017)	_	105	_	(1,710)	
Cash flows from financing activities:					116				005	
Net proceeds from issuance of common shares			_		116				897	
Net proceeds from issuance of preference shares		_	_		_		_		669	
Net proceeds from issuance of debt					494				494	
Net proceeds from issuance of Weyerhaeuser Real Estate		887			_		887			
Company (WRECO) debt		(887)					(887)			
Deposit of WRECO debt proceeds into escrow  Cash dividends on common shares		/	(15.4)	`	(120)		/		(220)	
		(128)	(154)		(128)		(411)		(330)	
Cash dividends on preference shares		(11)	(11)				(22)			
Change in book overdrafts			(11)	)	1 (1(2)		(17)		8	
Payments on debt		20	20		(163)		0.4		(340)	
Exercises of stock options		39	30		9		84		141	
Repurchase of common stock		(1)	(123)	)			(123)			
Other		(1)	4		10		5		22	
Cash from financing activities		(101)	(265	<u> </u>	339		(484)		1,561	
Net change in cash and cash equivalents		128	712		(965)		785		499	
Cash and cash equivalents at beginning of period		780	908		2,362		835		898	
Cash and cash equivalents at end of period	\$	908	\$ 1,620	\$	1,397	\$	1,620	\$	1,397	
Cash paid (received) during the year for:										
Interest, net of amount capitalized	\$	52	\$ 100	\$	109	\$	253	\$	275	
Income taxes	\$	5	\$ 5		2	\$	(40)		(4)	
Noncash investing and financing activity:							( -)			
Acquisition of Longview Timber LLC, debt assumed	\$	_	\$ —	\$	1,070	\$	_	\$	1,070	
Common shares tendered in WRECO divestiture	\$	_	\$ 1,954			\$	1,954	\$	_	
	-		. , •	-		-	<i>,</i>	*		

(0.06)

0.82

# Weyerhaeuser Company Q3.2014 Analyst Package

items

Preliminary results, subject to audit

#### **Special Items Included in Net Earnings**

in millions	Q2			Q	3			Year-t	to-dat	date	
	J	une 30, 2014	Sep	tember 30, 2014	Sept	ember 30, 2013	Sep	tember 30, 2014	Sept	ember 30, 2013	
Net earnings attributable to Weyerhaeuser common shareholders	\$	280	\$	1,153	\$	157	\$	1,616	\$	497	
Restructuring, impairments and other charges		5		6				24			
Gain on sale of non-strategic asset		_	_			_		(14)			
Gain on postretirement plan amendment		(29)		(15)				(73)			
Net earnings attributable to Weyerhaeuser common shareholders before special items		256		1,144		157		1,553		497	
Earnings from discontinued operations, net of income taxes		(22)		(966)		(21)		(998)		(36)	
Net earnings from continuing operations attributable to Weyerhaeuser common shareholders before special items	\$	234	\$	178	\$	136	\$	555	\$	461	
		Q2		Q	3			Year-t	to-dat	te	
	J	une 30, 2014	Sep	tember 30, 2014	September 30, 2013		, September 30, 2014			ember 30, 2013	
Net earnings per diluted share attributable to Weyerhaeuser common shareholders	\$	0.47	\$	2.15	\$	0.27	\$	2.83	\$	0.88	
Restructuring, impairments and other charges		0.01		0.01				0.04		_	
Gain on sale of non-strategic asset		_		_		_		(0.02)		_	
Gain on postretirement plan amendment	(0.04		(0.03)		.03) —			(0.13)			
Net earnings per diluted share attributable to Weyerhaeuser common shareholders before special items		0.44		2.13		0.27		2.72		0.88	

#### **Selected Total Company Items**

(0.04)

0.40 \$

(1.80)

0.33 \$

(0.04)

0.23 \$

(1.75)

0.97 \$

in millions	Q2			Q	Q3			Year-t	to-dat	te
		ine 30, 2014	September 30, 2014		September 30, 2013					tember 30, 2013
Depreciation, depletion and amortization:										
Cost of products sold	\$	117	\$	117	\$	110	\$	351	\$	315
Selling, general and administrative expenses		5		6		6		17		18
Total depreciation, depletion and amortization	\$	122	\$	123	\$	116	\$	368	\$	333
	-									
Pension and postretirement costs:										
Pension and postretirement costs allocated to business segments	\$	12	\$	11	\$	15	\$	33	\$	42
Pension and postretirement costs (credits) not allocated		(11)		(12)		11		(33)		31
Total company pension and postretirement costs	\$	1	\$	(1)	\$	26	\$		\$	73
Total decrease (increase) in working capital <sup>(1)</sup>	\$	49	\$	106	\$	138	\$	(15)	\$	(35)
Cash spent for capital expenditures	\$	(92)	\$	(112)	\$	(71)	\$	(267)	\$	(170)

<sup>(1)</sup> Working capital does not include cash balances.

Earnings from discontinued operations, net of income taxes

Net earnings from continuing operations per diluted share attributable to Weyerhaeuser common shareholders before special

Preliminary results, subject to audit

#### **Segment Statement of Operations**

in millions	Q2	Q2.2014		Q2.2014		Q2.2014		.2014	Q3	.2013	YTI	0.2014	YTD	.2013
Sales to unaffiliated customers	\$	397	\$	364	\$	353	\$	1,138	\$	979				
Intersegment sales		186		218		194		642		584				
Total net sales		583		582		547		1,780	1	1,563				
Cost of products sold		399		432		407		1,262	1	1,167				
Gross margin		184		150		140		518		396				
Selling expenses		2		2		3		6		8				
General and administrative expenses		23		23		27		72		77				
Research and development expenses		3		4		4		11		13				
Charges for restructuring, closures and impairments				1		_		1		2				
Other operating income, net		(14)		(16)		(11)		(42)		(37)				
Operating income		170		136		117		470		333				
Interest income and other						1				3				
Net contribution to earnings	\$	170	\$	136	\$	118	\$	470	\$	336				

#### Adjusted Earnings before Interest, Tax, Depreciation, Depletion and Amortization\*

in millions	Q2.2014		Q2.2014 Q3.201		Q3.2014		Q3.2014		Q3.2014		Q3.2014		Q3.2013		YTD.2014		YT	D.2013
Operating income	\$	170	\$	136	\$	117	\$	470	\$	333								
Depreciation, depletion and amortization		51		51		45		154		115								
Adjusted EBITDA*	\$	221	\$	187	\$	162	\$	624	\$	448								

<sup>\*</sup> Non-GAAP measure - see page 8 for definition.

#### **Selected Segment Items**

	Q2.2014		Q3.2014		Q3.2014		Q3.2014		Q3.2014		Q3	.2013	YT	D.2014	YTD	.2013
Total decrease (increase) in working capital <sup>(1)</sup>	\$	(15)	\$	25	\$	31	\$	(19)	\$							
Cash spent for capital expenditures	\$	(18)	\$	(19)	\$	(16)	\$	(56)	\$	(52)						

<sup>(1)</sup> Working capital does not include cash balances.

#### **Segment Statistics**

		_(	Q2.2014		23.2014		Q3.2013	Y	TD.2014	Y	TD.2013
Third Party Net Sales (millions)	Logs: West South Canada Total logs Chip sales Timberlands exchanges Higher and better use land sales Minerals, oil and gas Products from international operations Other products Total	\$	261 60 1 322 2 28 7 8 26 4 397	\$ 	227 69 5 301 4 17 4 10 22 6 364	\$	213 66 6 285 2 28 2 29 24 3 353	\$	745 191 12 948 9 49 14 25 72 21	\$	598 192 15 805 7 44 10 26 68 19
Logs Third Party Sales Realizations (per cubic meter)	West South Canada International	\$ \$ \$ \$	109.13 45.16 38.04 16.27	\$ \$ \$ \$	102.23 45.30 37.75 19.95	\$ \$ \$ \$	104.73 43.32 38.77 25.07	\$ \$ \$ \$	108.64 45.12 36.65 17.88	\$ \$ \$ \$	108.33 43.42 37.38 24.75
Logs Third Party Sales Volumes (cubic meters, thousands)	West South Canada International Total	_	2,390 1,339 30 139 3,898	_	2,223 1,500 152 170 4,045		2,037 1,514 141 100 3,792		6,859 4,224 338 456 11.877	_	5,523 4,420 383 245 10,571
Logs Fee Harvest Volumes (cubic meters, thousands)	West South International Total		2,888 2,715 249 5,852		2,656 2,950 232 5,838		2,305 2,928 211 5,444		8,419 8,531 730 17,680		6,221 8,589 575 15,385

Preliminary results, subject to audit

#### **Segment Statement of Operations**

in millions			Q	3.2014	Q	3.2013	YTI	D.2014	YTI	0.2013
Sales to unaffiliated customers	\$	1,077	\$	1,048	\$	1,030	\$	3,023	\$	3,083
Intersegment sales		21		20		19		60		55
Total net sales		1,098		1,068		1,049		3,083		3,138
Cost of products sold		939		910		905		2,640		2,559
Gross margin		159		158		144		443		579
Selling expenses		23		22		24		70		74
General and administrative expenses		30		31		37		98		109
Research and development expenses		2				2		3		4
Charges for restructuring, closures and impairments		2		_		1		2		2
Other operating costs (income), net						1		(1)		(3)
Operating income		102		105		79		271		393
Interest income and other										
Net contribution to earnings	\$	102	\$	105	\$	79	\$	271	\$	393

#### Adjusted Earnings before Interest, Tax, Depreciation, Depletion and Amortization\*

in millions	Q2.2014		Q3.2014		Q3.2014		Q3.2014		Q.	Q3.2013		D.2014	YT	D.2013
Operating income	\$	102	\$	105	\$	79	\$	271	\$	393				
Depreciation, depletion and amortization		30		30		31		89		93				
Adjusted EBITDA*	\$	132	\$	135	\$	110	\$	360	\$	486				

<sup>\*</sup> Non-GAAP measure - see page 8 for definition.

#### **Selected Segment Items**

	Q2.	2014	Q3	.2014	Q.	3.2013	YT	TD.2014	YT	D.2013
Total decrease (increase) in working capital <sup>(1)</sup>	\$	29	\$	41	\$	74	\$	(67)	\$	(45)
Cash spent for capital expenditures	\$	(38)	\$	(56)	\$	(26)	\$	(112)	\$	(52)

<sup>(1)</sup> Working capital does not include cash balances.

#### **Segment Statistics**

in millions, except for third-party sales rea	alizations	Q	2.2014	Q	3.2014	Q	3.2013	Y	ГД.2014	Y	ГD.2013
Structural Lumber	Third party net sales Third party sales realizations	\$ \$	515 427	\$ \$	500 431	\$ \$	480	\$ \$	1,442 430	\$ \$	1,433 425
(board feet)	Third party sales volumes <sup>(1)</sup> Production volumes Outside purchase volumes		1,206 1,081 82		1,162 1,049 91		1,189 1,040 92		3,357 3,139 251		3,370 3,114 271
Engineered Solid Section	Third party net sales Third party sales realizations Third party sales volumes <sup>(1)</sup>	\$ \$	114 1,976 5.8	\$ \$	104 2,031 5.1	\$ \$	97 1,963 4.9	\$ \$	308 1,989 15.5	\$ \$	263 1,913 13.7
(cubic feet)	Production volumes Outside purchase volumes		5.7 0.5		5.2		4.6 0.3		15.8 2.3		13.8 1.6
Engineered I-joists	Third party net sales Third party sales realizations Third party sales volumes <sup>(1)</sup>	\$ \$	81 1,470 55	<b>\$</b>	74 1,540 49	\$ \$	68 1,428 48	\$ \$	214 1,489 144	\$ \$	184 1,364 135
(lineal feet)	Production volumes Outside purchase volumes		55 3		50 1		44 2		149 5		130 6
Oriented Strand Board	Third party net sales Third party sales realizations Third party sales volumes <sup>(1)</sup>	\$ \$	159 226 706	<b>\$</b> <b>\$</b>	157 215 732	\$ \$	188 246 762	\$ \$	464 223 2,079	\$ \$	648 309 2,094
(square feet 3/8')	Production volumes Outside purchase volumes		681 51		717 52		725 49		2,055 156		2,050 173
Softwood Plywood (square feet 3/8')	Third party net sales Third party sales realizations Third party sales volumes <sup>(1)</sup>	\$ \$	35 348 102	<b>\$</b> <b>\$</b>	42 381 110	\$ \$	38 344 108	\$ \$	107 355 302	\$ \$	115 364 315
(beautiful for some	Production volumes Outside purchase volumes		60 36		72 31		62 40		191 100		186 115

<sup>(1)</sup> Volumes include sales of internally produced products and products purchased for resale primarily through our distribution business.

Preliminary results, subject to audit

#### **Segment Statement of Operations**

in millions			Q3.2014				3 YTD.2014		YT	D.2013
Total net sales	\$	490	\$	503	\$	474	\$	1,454	\$	1,424
Cost of products sold		381		427		406		1,198		1,224
Gross margin		109		76		68		256		200
Selling expenses		4		3		5		11		14
General and administrative expenses		20		18		21		58		62
Research and development expenses		2		1		2		5		6
Other operating income, net		(8)		(6)		(6)		(23)		(18)
Operating income		91		60		46		205		136
Interest income and other				(1)		1		(1)		(1)
Net contribution to earnings	\$	91	\$	59	\$	47	\$	204	\$	135

#### Adjusted Earnings before Interest, Tax, Depreciation, Depletion and Amortization\*

in millions	Q2.2014		Q3.2014		Q3.2014		14 Q3.2013		YT	D.2014	YT	D.2013
Operating income	\$	91	\$	60	\$	46	\$	205	\$	136		
Depreciation, depletion and amortization		39		39		38		116		116		
Adjusted EBITDA*	\$	130	\$	99	\$	84	\$	321	\$	252		

<sup>\*</sup> Non-GAAP measure - see page 8 for definition.

#### **Selected Segment Items**

	Q2	.2014	Q3.	2014	Q.	3.2013	YT	D.2014	YT	D.2013
Total decrease (increase) in working capital <sup>(1)</sup>	\$	(37)	\$	39	\$	19	\$	33	\$	24
Cash spent for capital expenditures	\$	(35)	\$	(36)	\$	(28)	\$	(97)	\$	(62)

<sup>(1)</sup> Working capital does not include cash balances.

#### **Segment Statistics**

			Q	2.2014	 3.2014	Q	3.2013	Y	ГД.2014	YT	TD.2013
		Third party net sales (millions)	\$	383	\$ 408	\$	371	\$	1,154	\$	1,111
	Pulp	Third party sales realizations	\$	845	\$ 858	\$	805	\$	843	\$	799
(	(air-dry metric tons)	Third party sales volumes (thousands)		454	474		460		1,368		1,389
		Production volumes (thousands)		467	465		457		1,391		1,365
	Liquid	Third party net sales (millions)	\$	87	\$ 80	\$	83	\$	247	\$	254
	Packaging	Third party sales realizations	\$	1,165	\$ 1,185	\$	1,082	\$	1,157	\$	1,080
	Board	Third party sales volumes (thousands)		75	68		76		214		235
	(tons)	Production volumes (thousands)		79	57		67		214		222

Preliminary results, subject to audit

Unallocated items are gains or charges not related to or allocated to an individual operating segment. They include a portion of items such as: share-based compensation, pension and postretirement costs, foreign exchange transaction gains and losses associated with outstanding borrowings and the elimination of intersegment profit in inventory and the LIFO reserve.

#### **Contribution to Earnings**

in millions	Q2.2014	Q3.2014	Q3.2013	YTD.2014	YTD.2013
Unallocated corporate function expenses	\$ (7)	\$ (3)	\$ (8)	\$ (17)	\$ (26)
Unallocated share-based compensation	(6)	1	(1)	(2)	(3)
Unallocated pension & postretirement credits (costs)	56	35	(11)	146	(31)
Foreign exchange gains (losses)	13	(14)	2	(16)	(6)
Elimination of intersegment profit in inventory and LIFO	(1)	12	25	(8)	9
Other	(18)	(14)	(5)	(23)	(16)
Operating income (loss)	37	17	2	80	(73)
Interest income and other	11	8	18	28	37
Net contribution to earnings from continuing operations <sup>(1)</sup>	\$ 48	\$ 25	\$ 20	\$ 108	\$ (36)

<sup>(1)</sup> We have reclassified certain results from the prior periods to present the results of operations discontinued in 2014 separately. Our reclassifications had no effect on net earnings or Weyerhaeuser shareholders' interest.

#### Adjusted Earnings before Interest, Tax, Depreciation, Depletion and Amortization\*

in millions	Q2	.2014	Q3.	2014	Q3.	2013	YTI	0.2014	YTI	D.2013
Operating income (loss)	\$	37	\$	17	\$	2	\$	80	\$	(73)
Depreciation, depletion and amortization		2		3		2		9		9
Non-operating pension and postretirement costs (credits)		(11)		(12)		11		(33)		31
Special items		(39)		(15)		—		(103)		_
Adjusted EBITDA*	\$	(11)	\$	(7)	\$	15	\$	(47)	\$	(33)

<sup>\*</sup> Non-GAAP measure - see below for definition.

#### Unallocated Special Items Included in Net Contribution to Earnings (Pre-Tax)

	Q2.2	2014	Q3.2	2014	Q3	.2013	YT	D.2014	YTI	0.2013
Gain on postretirement plan amendment	\$	45	\$	23	\$		\$	113	\$	_
Restructuring, impairments and other charges		(6)		(8)		_		(32)		_
Gain on sale of non-strategic asset		_		_		_		22		_
Total	\$	39	\$	15	\$		\$	103	\$	

#### **Unallocated Selected Items**

	Q2.2	2014	Q3.	2014	Q.	3.2013	ΥT	D.2014	YT	D.2013
Total decrease (increase) in working capital <sup>(1)</sup>	\$	72	\$	1	\$	14	\$	38	\$	(14)
Cash spent for capital expenditures	\$	(1)	\$	(1)	\$	(1)	\$	(2)	\$	(4)

<sup>(1)</sup> Working capital does not include cash balances.

<sup>\*</sup>Adjusted EBITDA is a non-GAAP measure that management uses to evaluate the performance of the company. Adjusted EBITDA, as we define it, is operating income from continuing operations adjusted for depreciation, depletion, amortization, pension and postretirement costs not allocated to business segments (primarily interest cost, expected return on plan assets, amortization of actuarial loss and amortization of prior service cost/credit), special items and discontinued operations. Adjusted EBITDA should not be considered in isolation from and is not intended to represent an alternative to our GAAP results.

Preliminary results, subject to audit

Discontinued operations relate to WRECO, which was combined with TRI Pointe Homes, Inc. through a Reverse Morris Trust transaction on July 7, 2014. It was previously reported under the Real Estate segment and Unallocated Items.

#### **Discontinued Operations Statement of Operations**

in millions	Q	2.2014	Q	3.2014	Q	3.2013	YT	TD.2014	YT	TD.2013
Total net sales	\$	317	\$	8	\$	324	\$	573	\$	787
Income (loss) from operations	\$	27	\$	(1)	\$	33	\$	42	\$	56
Income taxes		(5)		(5)		(12)		(16)		(20)
Net earnings (loss) from operations		22		(6)		21		26		36
Net gain on divestiture		_		972		_		972		_
Net earnings from discontinued operations	\$	22	\$	966	\$	21	\$	998	\$	36