

Company no. 03051255

**The Companies Act 2006 (UK)**  
**Private unlimited company**  
**Written resolution**  
**of**  
**Containers Packaging (Europe)**

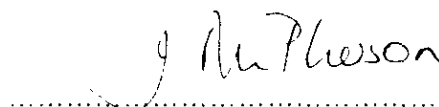
12 April 2019 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (England and Wales), the directors of Containers Packaging (Europe) (the "**Company**") propose that the resolution below is passed as a special resolution (the "**Special Resolution**").

**Special Resolution:**

1. That the capital of the Company be and is reduced by repaying €0.98 of the amount paid up or credited as paid up on all of the EUR Redeemable Preference shares of €1 in the capital of the Company and reducing the nominal value of each issued EUR Redeemable Preference share in the capital of the Company to €0.02.

The undersigned, being the sole shareholder of the Company (Amcors European Holdings Pty Ltd), entitled to vote on the Special Resolution following a meeting of Directors of Amcors European Holdings Pty Ltd, prior to the Circulation Date on 9<sup>th</sup> April 2019, hereby irrevocably agrees to such Special Resolution of Containers Packaging (Europe) set out above.

  
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Julie McPherson  
Legal Representative/Company Secretary/Director  
for and on behalf of

**Amcors European Holdings Pty**

Number of EUR Ordinary shares: 1,779,812,302

Number of EUR Redeemable Preference shares: 265,000,000

Number of USD Ordinary shares: 1,383,444,415

Number of GBP Ordinary shares: 2

Date: 12 April 2019

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