

AMCOR HOLDING
(Registered number 04227446)
(the "Company")

Resolutions of the shareholders of the Company

**PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH
SECTION 291 OF THE COMPANIES ACT 2006**

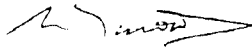
SPECIAL RESOLUTION

THAT, the issued share capital of the Company be reduced from EUR 635,481,521.60 to EUR 465,481,521.60 by cancelling and extinguishing:

- (a) 263,574,674 of the issued A ordinary shares of EUR 0.60 each in the Company (each of which is fully paid up); and
- (b) 19,758,659 of the issued B ordinary shares of EUR 0.60 each in the Company (each of which is fully paid up)

THAT, the amount of total capital reduced be credited to a reserve.

By order of the board



Matthew Burrows - Director

Date: 30 June 2023

INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) OF THE COMPANIES ACT 2006

1. Eligible members are the members who would have been entitled to vote on the resolutions on the circulation date of the written resolutions.
2. The circulation date of the written resolutions is 29 June 2023 (the “**Circulation Date**”)
3. The procedure for signifying agreement by an eligible member to the written resolutions is as follows:
 - (A) A member signifies his agreement to the proposed written resolutions when the company receives from him (or someone acting on his behalf) an authenticated document:
 - (i) identifying the resolutions to which it relates, and
 - (ii) indicating his agreement to the resolutions.
 - (B) The document must be sent to the Company in hard copy form or in electronic form.
 - (C) A member's agreement to the written resolutions, once signified, may not be revoked.
 - (D) The written resolutions are passed when the required majority of eligible members have signified their agreement to it.
4. The period for agreeing to the written resolutions is the period of 28 days beginning with the Circulation Date (see Section 297 Companies Act 2006).

AGREEMENT BY ELIGIBLE MEMBERS TO THE WRITTEN RESOLUTION

We, being together all the eligible members of the Company:

1. confirm that we have received a copy of the above written resolutions in accordance with section 291 of the Companies Act 2006; and
2. hereby resolve and agree that the above resolutions are passed as written resolutions pursuant to Section 288 of the Companies Act 2006 and that such resolution shall take effect as a special resolution.

A handwritten signature in black ink, appearing to be 'JMR', is written above a horizontal line.

Signed for and on behalf of
AMCOR PLC