

No. 4406435

The Companies Act 1985
An Unlimited Company Limited having a Share capital
Resolutions in Writing of Amcor UK

The following resolutions were passed as special resolutions of the Company on 20 May 2002 in accordance with the Articles of Association of the Company.

Special Resolutions

IT IS HEREBY RESOLVED:-

- 1** **THAT** the capital of the Company be increased from AUS\$600,000,000 to AUS\$700,000,000 by the creation of a further 100,000,000 ordinary shares of AUS\$1.00 each to rank pari passu in all respects with the existing ordinary shares of AUS\$1.00 each in the capital of the Company.
- 2** **THAT:-**
 - 2.1** the Directors be generally and unconditionally authorised pursuant to and in accordance with Section 80 of the Companies Act 1985 to exercise for the period of five years from the date of the passing of this resolution all the powers of the Company to allot relevant securities up to the aggregate nominal amount of \$699,999,998;
 - 2.2** by such authority the Directors may make offers or agreements which would or might require the allotment of relevant securities after the expiry of such period; and
 - 2.3** words and expressions defined in or for the purposes of the said Section 80 shall have the same meanings in this resolution.
- 3** **THAT** the Articles of Association of the Company be and are hereby altered as follows:-

by deleting the existing Article 2 and substituting therefore the following new Article 2:-

 - "2** The share capital of the Company as at 20 May 2002 is AUS\$700,000,000 divided into AUS\$700,000,000 ordinary shares of AUS\$1.00 each."



For and on behalf of
Director/Secretary

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