

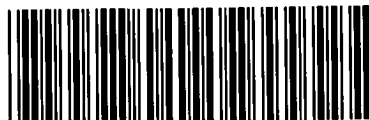
Registered number: 06386659

## **AMCOR HOLDCO 3**

### **ANNUAL REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 30 JUNE 2018**

MONDAY



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**COMPANY INFORMATION**

**Directors**

R Dixon  
M Watts (resigned 28 September 2018)  
M Burrows (appointed 28 September 2018)

**Registered number**

06386659

**Registered office**

Ancor Central Services Bristol  
83 Tower Road North  
Warmley  
Bristol  
BS30 8XP

**STRATEGIC REPORT  
FOR THE YEAR ENDED 30 JUNE 2018**

**Business review and future developments**

The Company acts as an intermediate holding company for investments in group undertakings.

The Company is a wholly owned indirect subsidiary of Amcor Limited ("the group") and the directors of the group manage operations at a group level. Due to the non-complex nature of the Company's activities the Company's directors believe that analysis using key performance indicators is not necessary or appropriate for an understanding of the development, performance or position of the business of the Company. Accordingly the development, performance and position of the group, which includes the Company, are set out in the group's annual report which does not form part of this report, but is available at [www.amcor.com](http://www.amcor.com).

The current level of activity is expected to continue in the future.

**Financial risk management**

Due to the non-complex nature of the Company's activities, its exposure to financial risks is limited. In addition, the directors of the group manage the group's risk at a group level, rather than at an individual entity level. For this reason, the Company's directors believe that a discussion of the group's risks would not be appropriate for an understanding of the development, performance or position of the business of the Company.

**Principal risks and uncertainties**

The principal risks and uncertainties of the group, which include those of the Company are discussed in the group's annual report (which does not form part of this report).

**Financial and non financial key performance indicators**

The financial and non-financial key performance indicators of the group, which include those of the Company are discussed in the group's annual report (which does not form part of this report).

This report was approved by the board on 23 November 2018 and signed on its behalf.



**R Dixon**  
Director

**DIRECTORS' REPORT  
FOR THE YEAR ENDED 30 JUNE 2018**

The directors present their report and the audited financial statements for the year ended 30 June 2018.

**Results and dividends**

The profit for the financial year, after taxation, amounted to \$79,000 (2017 - loss \$8,353,000).

The Company did not recommend the payment of a dividend during the year (2017 - \$NIL).

**Directors**

The directors who served during the year were:

R Dixon

M Watts (resigned 28 September 2018)

**Directors' responsibilities statement**

The directors are responsible for preparing the Annual report and audited financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare audited financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these audited financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the audited financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the audited financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**DIRECTORS' REPORT (CONTINUED)  
FOR THE YEAR ENDED 30 JUNE 2018**

**Disclosure of information to auditors**

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

**Future developments and financial risk management**

See details of future developments and financial risk management within the Strategic report.

**Subsequent events**

There have been no significant events affecting the Company since the year end.

On 6 August 2018, Amcor Limited, the Company's ultimate parent, announced that it had entered into a definitive agreement under which it will acquire Bemis Company, Inc. in an all-stock combination.

**Independent auditors**

The auditors, PricewaterhouseCoopers LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 23 November 2018 and signed on its behalf.



R Dixon  
Director

# ***Independent auditors' report to the members of Amcor Holdco 3***

## **Report on the audit of the financial statements**

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### **Opinion**

In our opinion, Amcor Holdco 3's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the statement of financial position as at 30 June 2018; the statement of comprehensive income, the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

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### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Independence**

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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### **Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

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### **Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

## ***Strategic Report and Directors' Report***

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 30 June 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

## **Responsibilities for the financial statements and the audit**

### ***Responsibilities of the directors for the financial statements***

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### ***Auditors' responsibilities for the audit of the financial statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

### ***Use of this report***

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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## **Other required reporting**


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### **Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Duncan Stratford (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Bristol

23 November 2018



**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 30 JUNE 2018**

	Note	2018 \$000	2017 \$000
Interest receivable and similar income	5	79	49
Amounts written off investments		-	(8,402)
<b>Profit/(loss) before tax</b>		<u>79</u>	<u>(8,353)</u>
Tax on profit/(loss)	6	-	-
<b>Profit/(loss) for the financial year</b>		<u>79</u>	<u>(8,353)</u>
 <b>Total comprehensive income/(expense) for the year</b>		 <u>79</u>	 <u>(8,353)</u>


There were no recognised gains and losses for 2018 or 2017 other than those included in the statement of comprehensive income.

The notes on pages 10 to 17 form part of these financial statements.

STATEMENT OF FINANCIAL POSITION  
AS AT 30 JUNE 2018

	Note	2018 \$000	2017 \$000
<b>Fixed assets</b>			
Investments	7	22,686	22,686
		<u>22,686</u>	<u>22,686</u>
<b>Current assets</b>			
Debtors	8	5,650	5,571
		<u>5,650</u>	<u>5,571</u>
<b>Total assets less current liabilities</b>		<b>28,336</b>	<b>28,257</b>
<b>Net assets</b>		<b>28,336</b>	<b>28,257</b>
<b>Capital and reserves</b>			
Called up share capital	10	1	1
Retained earnings		28,335	28,256
<b>Total shareholders' funds</b>		<b>28,336</b>	<b>28,257</b>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 23 November 2018.

  
.....  
**R Dixon**  
Director

The notes on pages 10 to 17 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 30 JUNE 2018**

	<b>Called up share capital</b>	<b>Retained earnings</b>	<b>Total shareholders' funds</b>
	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>
At 1 July 2017	1	28,256	28,257
<b>Comprehensive income for the financial year</b>			
Profit for the financial year	-	79	79
<b>At 30 June 2018</b>	<b>1</b>	<b>28,335</b>	<b>28,336</b>

The notes on pages 10 to 17 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 30 JUNE 2017**

	<b>Called up share capital</b>	<b>Retained earnings</b>	<b>Total shareholders' funds</b>
	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>
At 1 July 2016	1	36,609	36,610
<b>Comprehensive expense for the financial year</b>			
Loss for the financial year	-	(8,353)	(8,353)
<b>At 30 June 2017</b>	<b>1</b>	<b>28,256</b>	<b>28,257</b>

The notes on pages 10 to 17 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2018**

**1. General information**

Amcor Holdco 3 is an unlimited company incorporated in the United Kingdom. The address of the registered office is 83 Tower Road North, Warmley, Bristol, BS30 8XP.

The Company acts as an intermediate holding company for investments in group companies.

**2. Accounting policies****2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company accounting policies (see note 3).

The Company has taken advantage of the exemption under s401 of the Companies Act 2006 not to prepare group financial statements as it is a wholly owned subsidiary of Amcor Limited.

The principle accounting policies applied in the preparation of the financial statements are set out below. These have been consistently applied to all the years presented unless otherwise stated.

**2.2 Financial reporting standard 101 - reduced disclosure exemptions**

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
  - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2018****2. Accounting policies (continued)****2.3 New standards and interpretations, and interpretations not yet applied**

There were a number of amendments to existing standards and interpretations that were effective for the current period, but none of these has a material impact on the company.

IFRS 9 'Financial Instruments' will be effective for the year ended 30 June 2019 onwards, the main impact being the impairment assessment methodology used to value trade receivables. The Company is currently in the process of finalising the assessment of the impact on the Financial Statements, however, this is not expected to be significant.

**2.4 Going concern**

The financial statements have been prepared on the going concern basis in accordance with the Companies Act 2006.

**2.5 Valuation of investments**

Investments in subsidiaries and associates are measured at cost less accumulated impairment.

The directors perform an annual impairment assessment and where a potential exposure is identified a full impairment review in compliance with IAS 36 'Impairment of assets' is undertaken. To assess the carrying value of the investments the directors have considered the underlying net asset values and future earnings where appropriate. Any impairment recognised is taken to the Statement of comprehensive income. Where the directors become aware that the circumstances that gave rise to a previous impairment are no longer applicable the impairment is reversed. The credit is recognised in the Statement of comprehensive income.

**2.6 Debtors**

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

**2.7 Financial instruments**

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below:

**Financial assets**

The Company classifies all of its financial assets as loans and receivables.

**Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services to customers (e.g. trade receivables), but also incorporate other types of contractual monetary asset. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment.

Impairment provisions are recognised when there is objective evidence (such as significant financial difficulties on the part of the counterparty or default or significant delay in payment) that the Company will be unable to collect all of the amounts due under the terms receivable, the amount of such a provision being the difference between the net carrying amount and the present value of the

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2018****2. Accounting policies (continued)****2.7 Financial instruments (continued)**

future expected cash flows associated with the impaired receivable. For trade receivables, which are reported net, such provisions are recorded in a separate allowance account with the loss being recognised within administrative expenses in the Statement of comprehensive income. On confirmation that the trade receivable will not be collected, the gross carrying value of the asset is written off against the associated provision.

**Financial liabilities**

The Company classifies all of its financial liabilities as liabilities at amortised cost.

**At amortised cost**

Financial liabilities at amortised cost including bank borrowings are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried into the Statement of financial position.

**2.8 Foreign currency translation****Functional and presentation currency**

The Company's functional and presentational currency is US dollars.

**Transactions and balances**

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of comprehensive income except when deferred in other comprehensive income as qualifying cash flow hedges.

The local currency of the Company is determined to be USD and the exchange rate at the year end date was \$1 = £0.7651 (2017 - £0.8745).

**2.9 Interest income**

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2018**

**2. Accounting policies (continued)**

**2.10 Taxation**

Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

**3. Critical accounting estimates and judgments**

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

**1. Critical accounting estimates and assumptions**

Management does not believe that there are any critical accounting estimates or assumptions made when applying the Company accounting policies.

**2. Critical judgments in applying the entity's accounting policies**

The Company follows the guidance of IAS 36 to determine whether an investment is impaired. The carrying value of investments in subsidiaries is tested annually for impairment and carried at cost less accumulated impairment losses. The impairment review calculations require the use of estimates related to the future profitability and cash-generating ability of the acquired businesses and the pre-tax discount rate used in discounting these projected cash flows, where applicable. In assessing any potential impairment, the carrying value of the investment is compared to its recoverable amount, being the higher of its value in use and its fair value less costs to sell (see note 7).

**4. Profit before taxation**

The emoluments of the directors are paid by a fellow group company which makes no recharge to the Company. All directors are directors of a number of fellow subsidiaries and it is not possible to make an accurate apportionment of their emoluments in respect of each of the subsidiaries.

During the current and prior year there were no employees.

Auditors' remuneration of \$7,200 (2017 - \$4,000) in respect of the audit of the Company was borne by a fellow subsidiary in both the current and prior year and has not been recharged to the Company.

**5. Interest receivable and similar income**

	<b>2018 \$000</b>	<b>2017 \$000</b>
Interest receivable from group companies	<b>79</b>	<b>49</b>
	<b>79</b>	<b>49</b>

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2018**

**6. Taxation**

	<b>2018 \$000</b>	<b>2017 \$000</b>
<b>Total current tax</b>	<u>-</u>	<u>-</u>
<b>Deferred tax</b>		
<b>Total deferred tax</b>	<u>-</u>	<u>-</u>
<b>Tax on profit/(loss)</b>	<u>-</u>	<u>-</u>

**Factors affecting tax charge for the year**

The tax assessed for the year is lower than (2017 - higher than) the standard rate of corporation tax in the UK of 19.00% (2017 - 19.75%). The differences are explained below:

	<b>2018 \$000</b>	<b>2017 \$000</b>
Profit/(loss) before taxation	<u>79</u>	<u>(8,353)</u>
Profit/(loss) before taxation multiplied by standard rate of corporation tax in the UK of 19.00% (2017 - 19.75%)	<b>15</b>	<b>(1,650)</b>
<b>Effects of:</b>		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	-	1,659
Group relief	<b>(15)</b>	<b>(9)</b>
<b>Total tax charge for the year</b>	<u>-</u>	<u>-</u>

The corporation tax payable for the year has been reduced by \$15,000 (2017: decreased by \$9,000) because of group relief surrendered by a fellow subsidiary for which no payment will be made (2017: \$Nil).

**Factors that may affect future tax charges**

The main rate of corporation tax was reduced from 20% to 19% on 1 April 2017. A further reduction to 17% was legislated by Finance Bill 2016, which was substantially enacted on 6 September 2016.



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2018**

**7. Investments**

	<b>Investments in subsidiary companies \$000</b>
<b>Cost or valuation</b>	
At 1 July 2017	31,088
At 30 June 2018	<u>31,088</u>
<b>Impairment</b>	
At 1 July 2017	8,402
At 30 June 2018	<u>8,402</u>
<b>Net book value</b>	
At 30 June 2018	<u><u>22,686</u></u>
At 30 June 2017	<u><u>22,686</u></u>

During the prior year the company impaired fully its investment in PT Amcor Flexibles Indonesia by \$8,402,000. The recoverable amount of the investment has been assessed using its the fair value less costs to sell. The impairment calculations applied an earnings multiple for the sector, adjusted for the specific investment, to the EBITDA of the subsidiary company.

The directors consider the value of the other investments to be supported by their underlying assets.

**Direct subsidiary undertakings**

The following were direct subsidiary undertakings of the Company:

<b>Name</b>	<b>Class of shares</b>	<b>Holding</b>	<b>Principal activity</b>
Amcor Flexibles Bangkok Public Company Limited	Ordinary	46 %	Packaging
Amcor Subtanee Holding Company Limited	Ordinary	49 %	Packaging
PT Amcor Flexibles Indonesia	Ordinary	99 %	Packaging
Amcor Speciality Cartons Rizal Corp.	Ordinary	100 %	Packaging

The registered office of Amcor Flexibles Bangkok Public Company Limited and Amcor Subtanee Holding Company Limited is 91 Moo 13, Kingkaew Road, Rachadhewa, Bangplee, Samutprakarn, 10540, Thailand.

The registered office of PT Amcor Flexibles Indonesia is Jalan Gatot Subroto KM. 5.4 Jatiuwung, Cibodas, Tangerang, Banten, 15134, Indonesia.

The registered office of Amcor Speciality Cartons Rizal Corp. is KM 22 Ortigas Avenue Extension, Bo. Mapandan, Cainta Rizal, Philippines.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2018**

**7. Investments (continued)****Indirect Associate undertakings**

The following were indirect associate undertakings of the Company:

<b>Name</b>	<b>Class of shares</b>	<b>Holding</b>	<b>Principal activity</b>
SPC Reality Corporation	Common	40 %	Real estate
Amcors Flexibles Phetchaburi Company Limited	Common	49 %	Packaging
Amcors Flexibles Chonburi Company Limited	Common	46 %	Packaging

The registered office of SPC Reality Corporation is KM 22 Ortigas Avenue Extension, Bo. Mapandan, Cainta Rizal, Philippines.

The registered office of Amcor Flexibles Phetchaburi Company Limited and Amcor Flexibles Chonburi Company Limited is 91 Moo 13, Kingkaew Road, Rachadhewa, Bangplee, Samutprakarn 10540, Thailand.

**8. Debtors**

	<b>2018 \$000</b>	<b>2017 \$000</b>
<b>Due within one year</b>		
Amounts owed by group undertakings	<b>5,650</b>	5,571
	<b>5,650</b>	<b>5,571</b>

Amounts owed by group undertakings are unsecured, have no fixed repayment date, bear interest at various rates and are repayable on demand.

**9. Financial instruments**

	<b>2018 \$000</b>	<b>2017 \$000</b>
<b>Financial assets</b>		
Financial assets that are debt instruments measured at amortised cost	<b>5,650</b>	5,571

Financial assets measured at amortised cost comprise amounts owed by group undertakings

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 JUNE 2018**

**10. Share capital**

	<b>2018</b>	<b>2017</b>
	<b>\$000</b>	<b>\$000</b>
<b>Allotted, called up and fully paid</b>		
1,000 (2017: 1,000) ordinary shares of \$1 each	<b>1</b>	<b>1</b>
	<u>1</u>	<u>1</u>

**11. Ultimate Payment Undertaking and Controlling Party**

The immediate parent undertaking is Amcor Packaging Investments USA Inc., registered in the United States.

The ultimate parent undertaking and controlling party is Amcor Limited, incorporated in Australia, which is the parent undertaking of the largest and smallest group to consolidate these financial statements. Copies of Amcor Limited consolidated financial statements can be obtained from the Company Secretary at 109 Burwood Road, Hawthorn, Victoria 3122, Australia.

On 6 August 2018, Amcor Limited, the Company's ultimate parent, announced that it had entered into a definitive agreement under which it will acquire Bemis Company, Inc. in an all-stock combination.