

THE COMPANIES ACTS 1985 and 1989

Private Company Limited by Shares

**Ordinary Resolutions of
Amcor UK European Holdings Limited (the "Company")**

At an Extraordinary General Meeting of the Company duly convened and held on 25 June 2004 the following Resolutions were duly passed as Ordinary Resolutions of the Company:

Ordinary Resolution

- 1 The authorised share capital of the Company be increased from €100 to €100million by the creation of 99,999,900 new ordinary shares of €1.00 each in the capital of the Company, each new ordinary share ranking *pari passu* in all respects with the existing ordinary shares.

Ordinary Resolution

- 2 The Directors be generally and unconditionally authorised pursuant to and in accordance with Section 80 of the Companies Act 1985 (the "Act") to exercise all the powers of the Company to allot relevant securities in the Company, provided that:
- (a) the maximum amount of securities which may be allotted under this authority is €99,999,999, which is equal to the authorised but unissued share capital of the Company;
 - (b) this authority shall expire, unless it is duly revoked or varied or is renewed prior to such expiry, on the fifth anniversary of the date hereof;
 - (c) by this authority the Directors may during such period make offers or agreements which would or might require securities to be allotted after the expiry of such period; and
 - (d) for the purposes of this resolution words and expressions defined in or for the purposes of Part IV of the Act shall have the same meanings herein.


Chairman

