

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶
See attached statement

18 Can any resulting loss be recognized? ▶ See attached statement

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶
See attached statement

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶  Date ▶ 7/25/19
Print your name ▶ Jerry S. Krempa Title ▶ Chief Accounting Officer

Paid Preparer Use Only

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|----------------------------|----------------------|------|---|------|
| Print/Type preparer's name | Preparer's signature | Date | Check <input type="checkbox"/> if self-employed | PTIN |
| Firm's name ▶ | | | Firm's EIN ▶ | |
| Firm's address ▶ | | | Phone no. | |

Bemis Company, Inc.
EIN 43-0178130

Form 8937 Attachment

Part II, Question 14: Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action

On June 11, 2019, pursuant to a Transaction Agreement dated August 6, 2018, Amcor plc completed its acquisition of Bemis Company, Inc (Bemis). At the effective time, each Bemis share issued and outstanding immediately prior to the effective time was canceled and converted into the right to receive 5.1 validly issued, fully-paid and non-assessable shares of Amcor plc. From and after the effective time, the holders of Bemis shares ceased to have any rights with respect to the Bemis shares except the right to receive the transaction consideration, including cash in lieu of fractional Amcor plc share, if any, which were issuable upon surrender of such Bemis shares. Following the transaction Bemis was delisted from the NYSE.

Part II, Question 15: Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis.

The quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer is explained in the attached statement for Question 16.

Part II Question 16: Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates.

The information contained herein does not constitute tax advice and does not purport to be complete or to describe the consequences that may apply to particular categories of shareholders. Further discussion of material U.S. federal income tax consequences of the merger and scheme can be found in the Form 14A as filed by Bemis with the Securities and Exchange Commission on March 27, 2019, under the heading "Material U.S., U.K. and Jersey Income Tax Considerations" (available at: <https://www.sec.gov/Archives/edgar/data/11199/000104746919001684/a2238139zdefm14a.htm>) (the "Proxy"). Consistent with the Intended Tax Treatment (as defined in the Proxy), the merger and scheme (as referenced in the Proxy) will result in the consequences described below. No ruling from the Internal Revenue Service has been requested or is intended to be obtained as to the U.S. federal income tax consequences of the merger and scheme. Assuming that the merger and scheme constitutes a reorganization, with respect to holders of Bemis common stock that are U.S. taxpayers not in a special class of holders subject to special rules as described further in the Proxy:

- The exchange of Bemis shares by U.S. holders for Amcor plc shares does not result in the recognition of any gain or loss with respect to Bemis Shares (except with respect to cash received in lieu of fractional shares, as discussed below).
- If a holder has differing bases or holding periods in respect of Bemis shares, the holder must determine the bases and holding periods in the Amcor plc shares received in the merger, separately for each identifiable block (that is, stock of the same class acquired at the same time for the same price) of Bemis Shares exchanged.
- The aggregate tax basis of any Amcor plc shares received in exchange for all of the holder's Bemis shares in the merger, including fractional New Amcor Shares deemed received and redeemed or sold, as discussed below, is the same as the aggregate tax basis of the holder's Bemis shares.
- The holding period of any Amcor plc shares (including fractional Amcor plc shares deemed received and redeemed or sold as discussed below) received in the merger generally includes the holding period of the Bemis shares exchanged for such Amcor plc shares.
- Because Amcor plc did not issue any fractional Amcor plc shares in the merger, if a holder exchanged Bemis shares in the merger, and would otherwise have received a fraction of an Amcor plc share, the holder received cash. In such a case, the holder is treated as having received a fractional share and having received such cash either (i) in redemption of the fractional share or (ii) as consideration for the sale of such share. The amount of any capital gain or loss recognized will equal the amount of cash received with respect to the fractional share less the ratable portion of the tax basis of the Bemis shares surrendered that is allocated to the fractional share. Capital gain or loss will generally be long-term capital gain or loss if the holding period in the Bemis shares is more than one year on the date of closing of the merger. The deductibility of capital losses is subject to limitations.

Part II, Question 17: List the applicable Internal Revenue Code section(s) upon which the tax treatment is based.

The applicable Internal Revenue Code sections upon which the tax treatment is based are as follows: 351, 367, 368(a), and 1001.

Part II, Question 18: Can any resulting loss be recognized?

Loss is not recognizable on the exchange of shares. Capital loss is only recognizable with respect to the cash received for the fractional share, if applicable.

Part II, Question 19: Provide any other information necessary to implement the adjustment, such as the reportable tax year.

The transaction was effective on June 11, 2019. Therefore, the reportable tax year is the year of the shareholder that includes such date.