

Half year report

AMCOR LIMITED
ABN 62 000 017 372

1. Details of the reporting period and the previous corresponding period

Reporting Period: Half-Year Ended 31 December 2011
Previous Corresponding Period: Half-Year Ended 31 December 2010

2. Results for announcement to the market

| | | | | | <i>\$A million</i> |
|--|------|-------|----|--|--------------------|
| 2.1 Revenues from ordinary activities | | | | | |
| • From Continuing Operations | down | 1.5% | to | | 6,085.3 |
| • From Discontinued Operations | n/a | | | | |
| 2.2 Net profit from ordinary activities after tax but before significant items, attributable to members ¹ | up | 13.9% | to | | 304.7 |
| 2.3 Net profit for the period after significant items, attributable to members | down | 9.4% | to | | 204.9 |

¹ For the six months to 31 December 2011 significant items, after tax, totalled \$99.8 million. Refer the attached Interim Financial Report, Note 5 Significant Items.

| Dividends | Amount per security | Franked amount per security |
|--|---------------------------------|------------------------------------|
| <i>Current period</i> | | |
| 2.4 Interim dividend payable 29 March 2012 | 18.0 cents | Nil |
| 2.4 Final dividend (in respect of prior year) paid 28 September 2011 | 18.0 cents | Nil |
| <i>Previous corresponding period</i> | | |
| 2.4 Interim dividend | 17.0 cents | Nil |
| 2.5 Record date for determining entitlements to the dividend | Interim dividend – 2 March 2012 | |

2.6 Brief explanation of figures in 2.1 to 2.4 –:

- i) Dividends in the current period and previous corresponding period are unfranked.
- ii) Dividends to foreign holders are subject to with-holding tax and the declaration that 100% of the dividend is sourced from the Conduit Foreign Income Account.
- iii) Refer to attached press release for further details relating to 2.1 to 2.4.

3. Net tangible assets

| | 31 December 2011 | 30 June 2011 | 31 December 2010 |
|--|------------------|--------------|------------------|
| Net tangible asset backing per ordinary security | \$1.20 | \$1.37 | \$1.48 |

4. Control gained or lost over entities during the period having a material effect – refer the attached Interim Financial Report, Note 3 Business Combinations and Note 4 Business Disposals

5. Details of individual dividends and payment dates – refer the attached Interim Financial Report, Note 7 Dividends

6. Details of dividend reinvestment plan

The Dividend Reinvestment Plan (DRP) is in operation. No discount is available under the DRP. Issue price will be calculated on the arithmetic average of the volume weighted average price for the nine ASX Business Days from 6 to 19 March 2012 inclusive. The last date for receipt of election notices for the DRP is 2 March 2012.

7. Details of associates and joint venture entities

At 31 December 2011 the group held a 47.9% interest in AMVIG Holdings Ltd ('AMVIG') a tobacco packaging company listed on the Hong Kong Stock Exchange. In the six months to 31 December 2011 the group recognised a share of associates profit of \$17.5 million (six months to 31 December 2010: \$18.7 million profit) relating to this associate investment.

At 31 December 2011 the group also has a 40.0% interest in Amcor Chengdu Co. Limited a flexible packaging company incorporated in China. In the six months to 31 December 2011 the group recognised a \$0.6 million profit (six months to 31 December 2010: \$0.7 million profit) relating to this associate investment.

During the six months to 31 December 2011 the consolidated entity disposed its 37.0% interest in the equity accounted investment Silgan White Cap de Venezuela S.A., a metal and plastics closures company incorporated in Venezuela. A loss of \$0.6 million on sale of the investment was recognised in the six months to 31 December 2011. During the six months to 31 December 2010 \$0.7 million profit was recognised relating to this associate investment. No share of associate profit was recognised in the six months to 31 December 2011.

8. For foreign entities, which set of accounting standards is used in compiling the report.

Not applicable

9. The Interim Financial Report is not subject to a review report that is subject to a modified opinion, emphasis of matter or other matter paragraph (a copy of the review report is included in the half-year accounts attached).



.....
Julie McPherson
Company Secretary

Date: 20 February 2012
.....

A M C O R L I M I T E D
A.B.N. 62 000 017 372

INTERIM FINANCIAL REPORT

31 DECEMBER 2011

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This condensed consolidated Interim Financial Report was approved by the Directors on 20 February 2012. The Directors have the power to amend and reissue the condensed consolidated Interim Financial Report.

Amcor Limited and its controlled entities

Directors' Report

The Directors present their report on the consolidated entity consisting of Amcor Limited and the entities it controlled at the end of, or during, the half year ended 31 December 2011.

Directors

The following persons were Directors of Amcor Limited during the half year and up to the date of this report:

| Name | Period of directorship |
|--------------------------------|---|
| Non-executive | |
| C I (Chris) Roberts – Chairman | Director since 1999 – appointed Chairman 2000 |
| G J (John) Pizzey | Director since 2003 |
| E J J (Ern) Pope | Director since 2005 – retired 20 October 2011 |
| J G (John) Thorn | Director since 2004 |
| J L (Jeremy) Sutcliffe | Director since 2009 |
| K J (Karen) Guerra | Director since 2010 |
| A (Armin) Meyer | Director since 2010 |
| J A (Jenny) Seabrook | Appointed 1 December 2011 |
| Executive | |
| K N (Ken) MacKenzie | Director since 2005 |

Review of Operations

A review of the operations of the consolidated entity during the half year, and the results of those operations is contained in Amcor's Statement to the Australian Stock Exchange and Media Release dated 20 February 2012.

Dividend

Since 31 December 2011 the Directors have determined an interim dividend on ordinary shares, expected to be paid on 29 March 2012 of approximately \$217.2 million. This represents a dividend of 18 cents per share unfranked on tax paid at 30%, of which 100% is to be sourced from the Conduit Foreign Income Account. The financial effect of this dividend has not been brought into account in the consolidated financial statements for the six months ending 31 December 2011 and will be recognised in subsequent financial reports.

Auditor's Independence Declaration

A copy of the auditor's independence declaration as required under Section 307C of the *Corporations Act 2001* is set out on page 2.

Rounding Off

The consolidated entity is of a kind referred to in the Australian Securities and Investments Commission Class Order 98/0100 dated 10 July 1998 and in accordance with that Class Order, amounts in the financial report and Directors' report have been rounded off to the nearest \$100,000 or, where the amount is \$50,000 or less, zero, unless specifically otherwise stated.

Signed in accordance with a resolution of the Directors, dated at Melbourne, this 20th day of February 2012.



C I Roberts
Chairman



Auditor's Independence Declaration

As lead auditor for the review of Amcor Limited for the half year ended 31 December 2011, I declare that, to the best of my knowledge and belief, there have been:

- (a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (b) no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Amcor Limited and the entities it controlled during the period.

A handwritten signature in black ink, appearing to read 'Dale McKee', written in a cursive style.

Dale McKee
Partner
PricewaterhouseCoopers

Melbourne
20 February 2012

Amcor Limited and its controlled entities

Consolidated Income Statements For the six months ended 31 December 2011

| \$ million | Note | 2011 | 2010 |
|---|------|------------------|-----------|
| Sales revenue | 2 | 6,085.3 | 6,175.3 |
| Cost of sales | | (5,056.7) | (5,112.2) |
| Gross profit | | 1,028.6 | 1,063.1 |
| Other income | 2 | 69.2 | 69.5 |
| Sales and marketing expenses | | (168.7) | (185.0) |
| General and administration expenses | | (513.2) | (492.5) |
| Research costs | | (35.4) | (42.4) |
| Share of net profit of equity accounted investments | 2 | 18.1 | 20.1 |
| Profit from operations | | 398.6 | 432.8 |
| Finance income | | 10.5 | 6.5 |
| Finance expenses | | (112.9) | (111.5) |
| Net finance costs | 2 | (102.4) | (105.0) |
| Profit before related income tax expense | 2 | 296.2 | 327.8 |
| Income tax expense | | (80.6) | (91.5) |
| Profit for the financial period | | 215.6 | 236.3 |
| Profit attributable to: | | | |
| Owners of Amcor Limited | | 204.9 | 226.1 |
| Non-controlling interest | | 10.7 | 10.2 |
| | | 215.6 | 236.3 |
| | | Cents | Cents |
| Earnings per share for profit attributable to the ordinary equity holders of Amcor Limited | | | |
| Basic earnings per share | | 16.8 | 18.5 |
| Diluted earnings per share | | 16.5 | 18.2 |

The above consolidated income statements should be read in conjunction with the accompanying condensed notes to the consolidated interim financial report.

Amcor Limited and its controlled entities

Consolidated Statements of Comprehensive Income For the six months ended 31 December 2011

| \$ million | 2011 | 2010 |
|---|---------------|---------|
| Profit for the financial period | 215.6 | 236.3 |
| Other comprehensive income/(loss) | | |
| Items that may be reclassified subsequently to profit or loss: | | |
| <i>Cash flow hedges</i> | | |
| Effective portion of changes in fair value of cash flow hedges | 2.3 | (2.8) |
| Net change in fair value of cash flow hedges reclassified to profit or loss | 1.8 | 2.3 |
| Net change in fair value of cash flow hedges reclassified to non-financial assets | (0.3) | 0.1 |
| Tax on cash flow hedges | (1.2) | 1.7 |
| <i>Exchange differences on translating foreign operations</i> | | |
| Exchange differences on translation of foreign operations | (60.4) | (551.4) |
| Net investment hedge of foreign operations | 31.5 | 210.6 |
| Exchange differences on translating foreign operations reclassified to profit or loss | - | 1.8 |
| Share of associates exchange fluctuation reserve | 3.5 | (3.0) |
| Tax on exchange differences on translating foreign operations | 1.0 | (29.7) |
| Items that will not be reclassified to profit or loss: | | |
| <i>Retained earnings</i> | | |
| Actuarial (loss)/gain on defined benefit plans | (15.4) | 32.0 |
| Tax on actuarial (losses)/gains on defined benefit plans | 6.5 | (10.0) |
| Other comprehensive loss for the financial period, net of tax | (30.7) | (348.4) |
| Total comprehensive income/(loss) for the financial period | 184.9 | (112.1) |
| Total comprehensive income/(loss) attributable to: | | |
| Owners of Amcor Limited | 171.5 | (113.4) |
| Non-controlling interest | 13.4 | 1.3 |
| | 184.9 | (112.1) |

The above consolidated statements of comprehensive income should be read in conjunction with the accompanying condensed notes to the consolidated interim financial report.

Amcor Limited and its controlled entities

Consolidated Statements of Financial Position As at 31 December 2011

| \$ million | December 2011 | June 2011 |
|---|------------------|-----------------|
| Current assets | | |
| Cash and cash equivalents | 289.7 | 224.4 |
| Trade and other receivables | 1,546.8 | 1,739.9 |
| Inventories | 1,574.2 | 1,583.7 |
| Other financial assets | 12.6 | 6.2 |
| Other current assets | 100.3 | 106.1 |
| Total current assets | 3,523.6 | 3,660.3 |
| Non-current assets | | |
| Investments accounted for using the equity method | 473.9 | 442.2 |
| Other financial assets | 43.1 | 46.2 |
| Property, plant and equipment | 4,505.5 | 4,497.3 |
| Deferred tax assets | 144.7 | 132.8 |
| Intangible assets | 1,878.5 | 1,881.5 |
| Retirement benefit assets | 70.9 | 64.2 |
| Other non-current assets | 191.8 | 199.8 |
| Total non-current assets | 7,308.4 | 7,264.0 |
| Total assets | 10,832.0 | 10,924.3 |
| Current liabilities | | |
| Trade and other payables | 2,342.2 | 2,560.0 |
| Interest-bearing liabilities | 730.2 | 356.2 |
| Other financial liabilities | 31.4 | 22.8 |
| Current tax liabilities | 122.8 | 87.0 |
| Provisions | 285.3 | 324.5 |
| Total current liabilities | 3,511.9 | 3,350.5 |
| Non-current liabilities | | |
| Trade and other payables | 19.7 | 15.9 |
| Interest-bearing liabilities | 3,041.9 | 3,063.6 |
| Other financial liabilities | 13.8 | 0.1 |
| Deferred tax liabilities | 236.1 | 244.3 |
| Provisions | 196.6 | 211.6 |
| Retirement benefit obligations | 271.9 | 289.7 |
| Total non-current liabilities | 3,780.0 | 3,825.2 |
| Total liabilities | 7,291.9 | 7,175.7 |
| NET ASSETS | 3,540.1 | 3,748.6 |
| Equity | | |
| Contributed equity | 3,893.2 | 4,070.4 |
| Reserves | (1,030.9) | (1,015.2) |
| Retained profits | 608.1 | 633.2 |
| Total equity attributable to the owners of Amcor Limited | 3,470.4 | 3,688.4 |
| Non-controlling interest | 69.7 | 60.2 |
| TOTAL EQUITY | 3,540.1 | 3,748.6 |

The above consolidated statements of financial position should be read in conjunction with the accompanying condensed notes to the consolidated interim financial report.

Amcor Limited and its controlled entities

Consolidated Statements of Changes in Equity For the six months ended 31 December 2011

| \$ million | Contributed equity | Reserves | Retained profits | Total attributable to owners of Amcor | Non controlling interest | Total equity |
|--|-----------------------|------------------|---------------------|--|--------------------------------|-----------------|
| Balance at 1 July 2011 | 4,070.4 | (1,015.2) | 633.2 | 3,688.4 | 60.2 | 3,748.6 |
| Profit for the financial period | - | - | 204.9 | 204.9 | 10.7 | 215.6 |
| Other comprehensive income/(loss) | - | (24.5) | (8.9) | (33.4) | 2.7 | (30.7) |
| Total comprehensive income/(loss) for the financial period | - | (24.5) | 196.0 | 171.5 | 13.4 | 184.9 |
| Transactions with owners in their capacity as owners: | | | | | | |
| Contributions of equity, net of transaction costs | 32.2 | - | - | 32.2 | 1.8 | 34.0 |
| Shares purchased on-market to satisfy exercise of options and rights under share-based payment plans | (34.0) | - | - | (34.0) | - | (34.0) |
| Share buy-back | (150.0) | - | - | (150.0) | - | (150.0) |
| Dividends paid | - | - | (221.1) | (221.1) | - | (221.1) |
| Dividends paid to non-controlling interests | - | - | - | - | (5.1) | (5.1) |
| Forward contract to purchase own equity to meet share plan obligations | (25.4) | - | - | (25.4) | - | (25.4) |
| Settlement of performance rights | - | (17.2) | - | (17.2) | - | (17.2) |
| Share-based payments expense | - | 26.0 | - | 26.0 | - | 26.0 |
| Non-controlling interest buy-out | - | - | - | - | (0.6) | (0.6) |
| Balance at 31 December 2011 | 3,893.2 | (1,030.9) | 608.1 | 3,470.4 | 69.7 | 3,540.1 |
| Balance at 1 July 2010 | 4,029.8 | (657.1) | 695.2 | 4,067.9 | 56.0 | 4,123.9 |
| Profit for the financial period | - | - | 226.1 | 226.1 | 10.2 | 236.3 |
| Other comprehensive income/(loss) | - | (361.5) | 22.0 | (339.5) | (8.9) | (348.4) |
| Total comprehensive income/(loss) for the financial period | - | (361.5) | 248.1 | (113.4) | 1.3 | (112.1) |
| Transactions with owners in their capacity as owners: | | | | | | |
| Contributions of equity, net of transaction costs | 32.8 | - | - | 32.8 | 3.3 | 36.1 |
| Shares purchased on-market to satisfy exercise of options and rights under share-based payment plans | (11.8) | - | - | (11.8) | - | (11.8) |
| Dividends paid | - | - | (208.0) | (208.0) | - | (208.0) |
| Dividends paid to non-controlling interests | - | - | - | - | (8.9) | (8.9) |
| Settlement of performance rights | - | (11.8) | - | (11.8) | - | (11.8) |
| Share-based payments expense | - | 19.7 | - | 19.7 | - | 19.7 |
| Balance at 31 December 2010 | 4,050.8 | (1,010.7) | 735.3 | 3,775.4 | 51.7 | 3,827.1 |

The above consolidated statements of changes in equity should be read in conjunction with the accompanying condensed notes to the consolidated interim financial report.

Amcor Limited and its controlled entities

Consolidated Cash Flow Statements For the six months ended 31 December 2011

| \$ million | 2011 | 2010 |
|--|----------------|----------------|
| Cash flows from operating activities | | |
| Profit for the financial period | 215.6 | 236.3 |
| Depreciation | 234.8 | 244.3 |
| Amortisation of intangible assets | 20.4 | 19.8 |
| Impairment losses on property, plant and equipment, receivables and inventory | 38.1 | 3.9 |
| Reversal of impairment losses on property, plant and equipment, receivables and inventory | (4.4) | (2.3) |
| Non-cash retirement benefit expense, net of curtailment gains | (5.0) | (13.9) |
| Net finance costs | 102.4 | 105.0 |
| Grant income recognised | (0.4) | (0.5) |
| Net gain on disposal of non-current assets | (18.1) | (27.2) |
| Net loss on disposal of equity accounted investments | 0.6 | - |
| Fair value (gain)/loss on other financial assets at fair value through income statement | (0.8) | 0.5 |
| Share of net profits of associates | (18.1) | (20.1) |
| Net foreign exchange (gain)/loss | (4.6) | 12.4 |
| Dividends from other entities | (0.1) | (0.2) |
| Other sundry items | 33.6 | 18.5 |
| Income tax expense | 80.6 | 91.5 |
| Operating cash flows before changes in working capital and provisions | 674.6 | 668.0 |
| - (Increase) in prepayments and other operating assets | (6.4) | (29.1) |
| - (Decrease) in employee benefits and other operating liabilities | (24.6) | (23.7) |
| - (Decrease)/Increase in provisions | (15.4) | 48.8 |
| - Decrease/(Increase) in trade and other receivables | 52.4 | (31.5) |
| - (Increase) in inventories | (6.5) | (123.4) |
| - (Decrease) in trade and other payables | (236.2) | (139.4) |
| | 437.9 | 369.7 |
| Dividends received | 13.5 | 15.9 |
| Interest received | 5.8 | 3.0 |
| Borrowing costs paid | (98.0) | (95.6) |
| Income tax paid | (49.6) | (83.2) |
| Net cash from operating activities | 309.6 | 209.8 |
| Cash flows from investing activities | | |
| Granting of loans by associated companies and other persons | (4.7) | (2.6) |
| Payments for acquisition of controlled entities, businesses and associates, net of cash acquired | (13.5) | (427.4) |
| Payments for property, plant and equipment and intangible assets | (349.5) | (254.5) |
| Proceeds on disposal of associates, controlled entities and businesses | 131.1 | 139.9 |
| Proceeds on disposal of property, plant and equipment | 31.9 | 13.6 |
| Net cash from investing activities | (204.7) | (531.0) |

The above consolidated cash flow statements should be read in conjunction with the accompanying condensed notes to the consolidated interim financial report.

Amcor Limited and its controlled entities

Consolidated Cash Flow Statements (continued) For the six months ended 31 December 2011

| \$ million | 2011 | 2010 |
|---|---------------|--------------|
| Cash flows from financing activities | | |
| Proceeds from share issues and calls on partly-paid shares | 15.0 | 21.0 |
| Share buy-back | (150.0) | - |
| Shares purchased on-market to satisfy exercises of options and rights under share-based payment plans | (34.0) | (11.8) |
| Proceeds on capital contribution from non-controlling interest | 1.8 | 3.3 |
| Proceeds from borrowings | 3,677.9 | 3,177.4 |
| Repayment of borrowings | (3,350.1) | (2,568.1) |
| Principal lease repayments | (1.0) | (0.3) |
| Dividends and other equity distributions paid | (226.2) | (217.3) |
| Net cash from financing activities | (66.6) | 404.2 |
| Net increase in cash held | | |
| Cash and cash equivalents at the beginning of the financial period | 197.3 | 202.4 |
| Effects of exchange rate changes on cash and cash equivalents | 2.0 | (59.7) |
| Cash and cash equivalents at the end of the financial period | 237.6 | 225.7 |

Reconciliation of cash and cash equivalents

For purposes of the Cash Flow Statements, cash and cash equivalents includes cash on hand and at bank and short term money market investments, net of outstanding bank overdrafts. Cash and cash equivalents as at the end of the period as shown in the Cash Flow Statements is reconciled to the related items in the Statements of Financial Position as follows:

| | | |
|----------------------------------|--------------|--------------|
| Cash assets and cash equivalents | 289.7 | 255.0 |
| Bank overdrafts | (52.1) | (29.3) |
| | 237.6 | 225.7 |

The consolidated entity operates in over forty countries around the world some of which may impose restrictions over cash. The consolidated entity has controls and processes in place to manage these restrictions.

Amcor Limited and its controlled entities

Condensed Notes to the Consolidated Interim Financial Report For the six months ended 31 December 2011

1. Summary of Significant Accounting Policies

Amcor Limited (the 'Company') is a company domiciled in Australia. This condensed consolidated interim financial report includes the financial statements of the Company and its subsidiaries (together referred to as 'the consolidated entity') and the consolidated entity's interest in associates, as at and for the half year ended 31 December 2011.

The Annual Report of the consolidated entity as at and for the year ended 30 June 2011 is available upon request from the Company's registered office at 109 Burwood Road, Hawthorn 3122, Victoria, Australia or at www.amcor.com.au.

(a) Basis of preparation of the condensed consolidated interim financial report

The condensed consolidated interim financial report is a general purpose financial report which has been prepared in accordance with the requirements of Accounting Standard AASB 134 *Interim Financial Reporting* (AASB 134) and the *Corporations Act 2001*.

The condensed interim financial report does not include all of the information required for a full financial report, and should be read in conjunction with the Annual Report of the consolidated entity as at and for the year ended 30 June 2011 and any public announcements made by Amcor Limited and its controlled entities during the half year in accordance with continuous disclosure obligations arising under the *Corporations Act 2001*.

The consolidated entity is of a kind referred to in ASIC Class Order 98/0100 dated 10 July 1998 and in accordance with that Class Order, amounts in the condensed consolidated interim financial report have been rounded off to the nearest \$100,000 or, where the amount is \$50,000 or less, zero, unless specifically otherwise stated.

The accounting policies applied by the consolidated entity in this condensed consolidated interim financial report are the same as those applied by the consolidated entity in its Annual Report as at and for the year ended 30 June 2011 and the corresponding interim reporting period.

(b) Adoption of new and revised standards and interpretations

Recently issued accounting standards and interpretations early adopted

- AASB 2011-9 *Amendments to Australian Accounting Standards – Presentation of Items of Other Comprehensive Income* impacts the consolidated entity's application of AASB 101 *Presentation of Financial Statements*, requiring separate disclosure of items of other comprehensive income that would be reclassified to profit or loss in the future if certain conditions are met from those that would never be reclassified to profit or loss. The consolidated entity has elected to early adopt this accounting standard that would have otherwise been applied from 1 July 2012.

Recently issued accounting standards and interpretations not yet adopted

The following new or revised accounting standards have been issued by the Australian Accounting Standards Board (AASB) and have been identified as those which have the potential to impact the accounting policies and disclosures of the consolidated entity. They are available for early adoption at 31 December 2011, but have not been applied in preparing this condensed consolidated interim financial report.

- AASB 9 *Financial Instruments*, AASB 2009-11 *Amendments to Australian Accounting Standards arising from AASB 9* (December 2009) and AASB 2010-7 *Amendments to Australian Accounting Standards arising from AASB 9* (December 2010) address the classification and measurement of financial instruments and may affect the consolidated entity's accounting for its financial instruments. The new accounting standard and amendments are mandatory for adoption for the consolidated entity's 30 June 2014 financial statements. The potential effect of the new and amending standards on the financial results of the consolidated entity upon adoption has yet to be determined.
- AASB 10 *Consolidated Financial Statements*, AASB 11 *Joint Arrangements*, AASB 12 *Disclosure of Interests in Other Entities*, AASB 127 *Separate Financial Statements*, AASB 128 *Investments in Associates and Joint Ventures* and AASB 2011-7 *Amendments to Australian Accounting Standards arising from the Consolidation and Joint Arrangement Standards* (August 2011) together represent a suite of six related standards covering the accounting and disclosure requirements for consolidated financial statements, associates, joint arrangements and off balance sheet vehicles, with mandatory adoption to be applied by the consolidated entity for the financial year ending 30 June 2014. The potential effect of the amending standards on the financial results of the consolidated entity upon adoption has yet to be determined.
- AASB 13 *Fair Value Measurement* and AASB 2011-8 *Amendments to Australian Accounting Standards arising from AASB 13* brings together guidance for all fair value measurements required in other standards. These standards do not require fair value measurements additional to those already required or permitted by other Australian accounting standards, and therefore this standard is not expected to have any impact on the financial results of the consolidated entity from adoption. The new accounting standard and amendments are to be first applied for the consolidated entity's financial statements for the interim reporting period ending 31 December 2013.

Amcor Limited and its controlled entities

Condensed Notes to the Consolidated Interim Financial Report For the six months ended 31 December 2011

1. Summary of Significant Accounting Policies (continued)

(b) Adoption of new and revised standards and interpretations (continued)

Recently issued accounting standards and interpretations not yet adopted (continued)

- AASB 119 *Employee Benefits* (September 2011) has been amended for disclosure, presentational and accounting changes to defined benefit plans and other employee benefits. The accounting change eliminates the option to defer the recognition of actuarial gains and losses (the 'corridor method'), requiring remeasurements to be presented in other comprehensive income. AASB 2011-10 *Amendments to Australian Accounting Standards arising from AASB 119 (September 2011)* makes amendments to other accounting standards and interpretations as a result of the revised Standard. The consolidated entity's accounting policy for defined benefit plans is to recognise actuarial gains and losses in other comprehensive income and therefore the accounting change introduced by this amendment will have no financial impact upon the consolidated entity. The amendments will become mandatory for the consolidated entity's 30 June 2014 financial statements and it will impact the disclosures and presentation of defined benefit plans of the consolidated entity.
- AASB 2011-4 *Amendments to Australian Accounting Standards to Remove Individual Key Management Personnel Disclosure Requirements* makes amendments to AASB 124 *Related Party Disclosures* to remove individual key management personnel (KMP) disclosure requirements on the basis they are not in line with International Financial Reporting Standards, with the current requirements considered to be more in the nature of governance disclosures that are better dealt with as part of the *Corporations Act 2001*. The amendment will become mandatory for the consolidated entity's 30 June 2014 financial statements and as it relates to disclosures only, the amendment will not have any financial impact on the consolidated entity.

(c) Critical accounting estimates

The preparation of this condensed consolidated interim financial report requires management to exercise its judgements and make estimates and assumptions in applying the consolidated entity's accounting policies which impact the reported amounts of assets, liabilities, income and expenses.

Estimates and judgements are evaluated on an ongoing basis and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The actual result may differ from these accounting estimates. Revisions to accounting estimates are recognised in the period in which the estimate is revised and any future periods affected.

In preparing this condensed consolidated interim financial report, the significant judgements made by management in applying the consolidated entity's accounting policies and key sources of estimation uncertainty were the same as those applied to the consolidated entity's Annual Report as at and for the year ended 30 June 2011.

2. Segment Information

An operating segment is a component of the consolidated entity that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the consolidated entity's other components.

All operating segment results are regularly reviewed by the consolidated entity's chief operating decision maker which has been identified as the Corporate Executive Team (CET). The CET consists of the Managing Director and Chief Executive Officer, and other Senior Executives of the consolidated entity. The CET provides the strategic direction and management oversight of the day-to-day activities of the consolidated entity in terms of monitoring results, providing approval for capital expenditure decisions and approving strategic planning for the businesses.

(a) Description of reporting segments

The consolidated entity is organised on a global basis into the following reporting segments:

Amcor Rigid Plastics

This segment manufactures rigid plastic containers from various materials for a broad range of predominantly beverage and food products, including carbonated soft drinks, water, juices, sports drinks, milk-based beverages, spirits and beer, sauces, dressings, spreads and personal care items and plastic caps for a wide variety of applications.

Amcor Australasia and Packaging Distribution

This segment manufactures a wide range of products including corrugated boxes, cartons, folding cartons, aluminium beverage cans, plastic and metal closures, glass bottles, multi-wall sacks, cartonboard, paper and recycled paper. The distribution operations of this segment purchases, warehouses, sells and delivers a wide variety of packaging and related products.

Amcor Limited and its controlled entities

Condensed Notes to the Consolidated Interim Financial Report For the six months ended 31 December 2011

2. Segment Information (continued)

(a) Description of reporting segments (continued)

Amcor Flexibles

This reporting segment represents the aggregation of three operating segments of which each manufactures flexible and film packaging for their respective industries. The operating segments are:

- Amcor Flexibles Europe & Americas which provides packaging for the food and beverage industry including confectionery, coffee, fresh food and dairy and also provides packaging for the pharmaceutical sector including high value-added medical applications.
- Amcor Tobacco Packaging which manufactures flexible packaging for specialty folding cartons for tobacco packaging.
- Amcor Flexibles Asia Pacific which provides packaging for the food and beverage industry including confectionery, coffee, fresh food and dairy and also provides packaging for the pharmaceutical sector and home and personal care.

Management believe that it is appropriate to aggregate these three operating segments as one reporting segment due to the similarities in the nature of each operating segment.

Other/Investments

This segment holds the consolidated entity's associate investment in AMVIG Holdings Limited (AMVIG). AMVIG is principally involved in the manufacture of tobacco packaging. In addition to holding the investment in AMVIG this segment also includes the Corporate function of the consolidated entity. In the comparative period the segment also includes the Specialty Packaging operations acquired as part of the Alcan Packaging acquisition, which primarily manufactured glass tubing products. The Glass Tubing business was divested on 23 June 2011 (refer note 4(b)(iii)).

(b) Notes to and forming part of the segment information

The segment information is prepared in conformity with the accounting policies of the consolidated entity and the accounting standard AASB 8 *Operating Segments*.

Segment revenues, expenses and results include transfers between segments. Such transfers between segments are generally priced on an 'arm's length' basis and are eliminated on consolidation.

The segment profit measure reported to the CET for the purposes of resource allocation and assessment is profit before interest, related income tax expense and significant items and therefore excludes the effects of non-recurring income and expenditure from the operating segments.

Furthermore the profit measure includes items directly attributable to a segment as well as those that can be allocated on a reasonable basis but excludes interest income and expenditure and other finance costs as this type of activity is driven by the central Amcor Group Treasury function, which manages the cash position of the consolidated entity.

Comparative information has been presented in conformity with the identified reporting segments of the consolidated entity as at the reporting date in accordance with AASB 8.

Amcor Limited and its controlled entities

Condensed Notes to the Consolidated Interim Financial Report For the six months ended 31 December 2011

2. Segment Information (continued)

(c) Segment information provided to the CET

The following segment information was provided to the CET for the reportable segments for the six months ended 31 December 2011 and 31 December 2010:

| \$ million | Amcor Rigid Plastics | | Amcor Australasia and Packaging Distribution | | Amcor Flexibles | | Other/Investments | | Consolidated | |
|---|----------------------|---------|--|---------|-----------------|---------|-------------------|--------|----------------|----------------|
| | 2011 | 2010 | 2011 | 2010 | 2011 | 2010 | 2011 | 2010 | 2011 | 2010 |
| Reportable segment revenue | | | | | | | | | | |
| Revenue from external customers | 1,575.4 | 1,495.8 | 1,476.7 | 1,467.1 | 3,033.2 | 3,137.8 | - | 74.6 | 6,085.3 | 6,175.3 |
| Inter-segment revenue | - | - | 2.2 | 3.3 | 8.8 | 8.5 | - | - | 11.0 | 11.8 |
| Total reportable segment revenue | 1,575.4 | 1,495.8 | 1,478.9 | 1,470.4 | 3,042.0 | 3,146.3 | - | 74.6 | 6,096.3 | 6,187.1 |
| <i>Reconciliation to total revenue from continuing operations</i> | | | | | | | | | | |
| Elimination of inter-segment revenue | | | | | | | | | (11.0) | (11.8) |
| Other income | | | | | | | | | 69.2 | 69.5 |
| Finance income | | | | | | | | | 10.5 | 6.5 |
| Consolidated revenue and other income from continuing operations | | | | | | | | | 6,165.0 | 6,251.3 |
| Reportable segment profit/(loss) | | | | | | | | | | |
| Profit/(loss) before depreciation, amortisation, interest, related income tax expense and significant items | 194.4 | 195.3 | 152.7 | 159.8 | 438.7 | 391.8 | (14.9) | (4.9) | 770.9 | 742.0 |
| Depreciation and amortisation | (81.4) | (88.2) | (62.9) | (60.0) | (109.7) | (114.8) | (1.2) | (1.1) | (255.2) | (264.1) |
| Profit/(loss) before interest, related income tax expense and significant items | 113.0 | 107.1 | 89.8 | 99.8 | 329.0 | 277.0 | (16.1) | (6.0) | 515.7 | 477.9 |
| Significant items before related income tax expense | (56.1) | (2.6) | (17.3) | (1.7) | (36.0) | (21.8) | (7.7) | (19.0) | (117.1) | (45.1) |
| Profit/(loss) before interest and related income tax expense | 56.9 | 104.5 | 72.5 | 98.1 | 293.0 | 255.2 | (23.8) | (25.0) | 398.6 | 432.8 |
| <i>Reconciliation to profit from continuing operations</i> | | | | | | | | | | |
| Net finance costs | | | | | | | | | (102.4) | (105.0) |
| Consolidated profit before related income tax expense | | | | | | | | | 296.2 | 327.8 |
| Share of net profits of associates | - | 0.7 | - | - | 0.6 | 0.7 | 17.5 | 18.7 | 18.1 | 20.1 |

Amcor Limited and its controlled entities

Condensed Notes to the Consolidated Interim Financial Report For the six months ended 31 December 2011

3. Business Combinations

(a) Acquisitions during the six months to 31 December 2011

On 21 September 2011 the consolidated entity acquired certain assets of Marfred Industries, a corrugated and folding carton manufacturer and packaging distributor in six locations in California, for total consideration of \$9.8 million (US\$9.6 million of which US\$3.6 million is deferred). This business is included in the Australasia and Packaging Distribution reporting segment.

(b) Acquisitions during the year ended 30 June 2011 where acquisition accounting was finalised

During the 12 months to 30 June 2011 the consolidated entity finalised the acquisition accounting for a number of business combinations including:

- the acquisition of certain parts of the Alcan Packaging operations on 2 February 2010 for total consideration of \$2,662.0 million;
- the Alcan Medical Flexibles operations acquired on 1 July 2010, as part of the Alcan Packaging acquisition completed on 2 February 2010, for consideration of \$77.3 million (US\$65.2million);
- the assets of Ball Plastics Packaging Americas from Ball Corporation on 3 August 2010, for total consideration of \$307.0 million (US\$280.0 million);
- the acquisition of Techni-Chem Australia, a distribution business for flexible packaging based in Sydney, Australia on 23 December 2010 for total consideration of \$6.8 million; and
- the operations of a cartons converting operation in New South Wales, Australia, for \$2.4 million on 1 March 2011.

(c) Acquisitions during the year ended 30 June 2011 where acquisition accounting was provisionally determined

On 1 October 2010 the consolidated entity acquired B-Pack Due, a cast polypropylene film manufacturer based in Italy for consideration of \$60.3 million (€43.0 million). This business is included in the Amcor Flexibles reporting segment. As at 30 June 2011 the acquisition accounting for this business combination had only been provisionally determined. During the six months to 31 December 2011, the acquisition accounting was finalised with no changes being made to the amounts disclosed at 30 June 2011.

Refer to note 3 of the consolidated entity's 2011 Annual Report for further detail regarding the net assets acquired and goodwill recognised at 30 June 2011 in relation to each of the acquisitions in note 3(b) and 3(c) above.

4. Business Disposals

(a) Disposals during the six months to 31 December 2011

(i) Disposal of equity accounted investment

During the period the consolidated entity disposed its 37.0% interest in the equity accounted investment Silgan White Cap de Venezuela S.A., a metal and plastics closures company incorporated in Venezuela, which resided in the Amcor Rigid Plastics reporting segment. A loss of \$0.6 million on sale of the investment was recognised in the six months to 31 December 2011.

(b) Disposals during the year to 30 June 2011

(i) Disposal of Tobepal operations

On 30 May 2010, the consolidated entity entered into an agreement to sell the Amcor Tobepal operations and certain assets of Grupo Amcor Flexibles Hispania S.L. to Constantia Packaging AG for \$130.5 million (€92.0 million). The transaction was completed on 10 September 2010 and a profit of \$10.4 million before tax was recognised upon disposal.

(ii) Disposal of Marshall

In September 2010, the consolidated entity completed the disposal of the Marshall operations to Printpack, Inc. for sale proceeds of \$20.1 million (US\$19.5 million). In January 2011, as part of the post close completion process, the consolidated entity paid Printpack, Inc. \$0.4 million (US\$0.4 million). There was no profit or loss recognised on the disposal of the Marshall operations.

Amcor Limited and its controlled entities

Condensed Notes to the Consolidated Interim Financial Report For the six months ended 31 December 2011

4. Business Disposals (continued)

(b) Disposals during the year to 30 June 2011 (continued)

(iii) Disposal of Glass Tubing business

On 23 June 2011 the consolidated entity entered into an unconditional sale agreement to dispose of the Glass Tubing business, which resided in the Other/investments reporting segment, for \$150.9 million (US\$161.0 million). A profit of \$89.6 million before tax (US\$95.6 million) was recognised for the year ended 30 June 2011 with proceeds from the disposal received on 25 July 2011. Final sale adjustments of \$5.3 million (US\$5.5 million), reducing the profit on sale before tax to \$84.3 million (US\$90.1 million), were recognised as a significant item in the six months to 31 December 2011 (refer note 5).

5. Significant Items

| \$ million | 2011 | | | 2010 | | |
|---|----------------|------------------------------|---------------|---------------|------------------------------|---------------|
| | Before tax | Tax (expense)/ benefit | Net of tax | Before tax | Tax (expense)/ benefit | Net of tax |
| <i>Income</i> | | | | | | |
| Retirement benefit curtailments ⁽¹⁾ | - | - | - | 23.7 | (6.9) | 16.8 |
| Gain on disposal of controlled entities and businesses | - | - | - | 12.4 | (5.1) | 7.3 |
| | - | - | - | 36.1 | (12.0) | 24.1 |
| <i>Expense</i> | | | | | | |
| Rigid Plastics North American footprint restructure ⁽²⁾ | (47.4) | 6.3 | (41.1) | - | - | - |
| Australasia Paper restructuring ⁽²⁾ | (17.3) | 0.1 | (17.2) | (0.7) | 0.2 | (0.5) |
| Legal costs ⁽³⁾ | (1.3) | 0.4 | (0.9) | (8.7) | 2.6 | (6.1) |
| Transaction and integration costs relating to business acquisitions | - | - | - | (15.1) | 3.4 | (11.7) |
| Costs to achieve synergies relating to Alcan Packaging acquisition | (45.8) | 8.8 | (37.0) | (56.7) | 9.6 | (47.1) |
| Disposal of Glass Tubing business (refer note 4(b)(iii)) | (5.3) | 1.7 | (3.6) | - | - | - |
| | (117.1) | 17.3 | (99.8) | (81.2) | 15.8 | (65.4) |
| Total significant items | (117.1) | 17.3 | (99.8) | (45.1) | 3.8 | (41.3) |

⁽¹⁾ Curtailment gain, net of costs, recognised upon the closure of a pension plan acquired as part of the Alcan Packaging acquisition.

⁽²⁾ No tax benefit has been recognised for certain significant item expense where the resultant tax loss is not considered probable of recovery.

⁽³⁾ Legal costs include costs of the consolidated entity and others associated with the defence of various ACCC matters.

Amcor Limited and its controlled entities

Condensed Notes to the Consolidated Interim Financial Report For the six months ended 31 December 2011

6. Issuances, Repurchases and Repayments of Securities

(a) Reconciliation of fully paid ordinary shares

| | Six months 31 December 2011 | | Twelve months 30 June 2011 | |
|--|--------------------------------|----------------|-------------------------------|------------|
| | No. '000 | \$ million | No. '000 | \$ million |
| Balance at beginning of period | 1,227,470 | 4,070.4 | 1,221,647 | 4,029.8 |
| Calls on partly-paid shares | 20 | 0.1 | 30 | 0.2 |
| Issue of shares under the Employee Share Purchase Plan | 95 | 0.7 | 204 | 0.7 |
| Issue of shares under the Medium Term Incentive Plan | - | - | 155 | - |
| Loan repayments under the Employee Share Option Plan | - | 0.8 | - | 1.6 |
| Exercise of options under the Long Term Incentive Plan | 2,140 | 16.3 | 3,059 | 22.4 |
| Exercise of performance rights under the Long Term Incentive Plan | 1,171 | 5.1 | 534 | 2.6 |
| Exercise of performance rights under the Equity Management Incentive Plan | 1,825 | 9.2 | 1,840 | 12.0 |
| Exercise of options under the Employee Share Option Plan | - | - | 1,760 | 12.9 |
| Forward contract to purchase own equity to meet share plan obligations | - | (25.4) | - | - |
| Shares purchased on-market to satisfy exercise of options and rights under share-based payment plans | (4,904) | (34.0) | (1,759) | (11.8) |
| Share buy-back | (21,131) | (150.0) | - | - |
| Balance at end of period | 1,206,686 | 3,893.2 | 1,227,470 | 4,070.4 |

Share requirements for Dividend Reinvestment Plan (DRP) for the six months ending 31 December 2011 and the year ended 30 June 2011 were met by on-market purchases, by a broker, on behalf of DRP participants.

(b) Reconciliation of partly paid ordinary shares

| | Six months 31 December 2011 | | Twelve months 30 June 2011 | |
|---|--------------------------------|------------|-------------------------------|------------|
| | No. '000 | \$ million | No. '000 | \$ million |
| Balance at beginning of period | 584 | - | 614 | - |
| Converted to fully paid ordinary shares | (20) | - | (30) | - |
| Balance at end of period | 564 | - | 584 | - |

(c) Employee options and performance rights

During the six months to 31 December 2011, 2,407,608 (2010: 1,941,027) performance rights were granted to employees under the Equity Management Incentive Plan ('EMIP') resulting in the recognition of an employee share-based payments expense of \$3.1 million (2010: \$2.1 million).

The Company has also granted 18,426,700 in December 2011 (2010: 2,506,000 in August and September 2010) options over ordinary shares during the period at an exercise price of \$7.03 (2010: \$6.39) resulting in the recognition of an employee share option expense of \$0.3 million (2010: \$1.1 million). In addition, performance rights of 642,200 and performance shares of 297,400 (2010: performance rights 117,000 and performance shares 628,000) were granted and an employee share-based payments expense of \$0.1 million (2010: \$0.6 million) was recognised.

Options totalling 2,001,675 (2010: 1,504,634) over ordinary shares, 270,584 (2010: 254,859) performance rights and 217,516 (2010: nil) performance shares were cancelled during the period.

Amcor Limited and its controlled entities

Condensed Notes to the Consolidated Interim Financial Report For the six months ended 31 December 2011

7. Dividends

| | 2011 | | 2010 | |
|---|-----------------|--------------|-----------------|-----------|
| | Cents per share | Total \$m | Cents per share | Total \$m |
| (a) Dividends provided for or paid during the period | | | | |
| Final dividend paid on 28 September 2011 unfranked on tax paid at 30% (2010: 1 October 2010 unfranked on tax paid at 30%) of which 100% was sourced from the Conduit Foreign Income Account (2010: 100%) | | | | |
| | 18.0 | 221.1 | 17.0 | 208.0 |
| (b) Dividends not recognised at period end | | | | |
| The directors have determined an interim dividend, expected to be paid on 29 March 2012 unfranked on tax paid at 30% (2010: 31 March 2011 unfranked on tax paid at 30%) of which 100% is to be sourced from the Conduit Foreign Income Account (2010: 100%) | | | | |
| | 18.0 | 217.2 | 17.0 | 208.3 |

8. Liquidity Management

Actual and forecasted cash flows of each business segment are regularly monitored to assess the funding requirements of the consolidated entity to enable management to ensure that the consolidated entity has access to a range of diverse funding sources over various time frames in order to meet the cash flow requirements of the Group and to maintain adequate liquidity of the consolidated entity.

Liquidity risk arises from the financial liabilities of the consolidated entity and the consolidated entity's ability to meet its obligation to repay financial liabilities as and when they fall due.

Liquidity risk management involves maintaining available funding and ensuring the consolidated entity has access to an adequate amount of committed credit facilities. Due to the dynamic nature of the underlying businesses, Amcor Group Treasury aims to maintain flexibility within the funding structure through the use of bank overdrafts, bank loans, commercial paper and corporate bonds. The consolidated entity manages this risk via maintaining minimum undrawn committed liquidity of at least A\$330.0 million (in various currencies) that can be drawn upon at short notice; generally uses instruments that are readily tradable in the financial markets; monitors duration of long term debt; to the extent practicable, spreads maturity dates of long term debt facilities and regularly performs a comprehensive analysis of all cash inflows and outflows that relate to financial assets and liabilities.

Financing arrangements

The table below analyses, at reporting date, the committed and uncommitted standby arrangements and unused credit facilities of the consolidated entity.

Committed facilities are those where an agreement is in place with a financial institution to provide funds on request up to a specified maximum at a specified interest rate, where agreement conditions must be adhered to by the borrower for the facility to remain in place. Uncommitted facilities are those where an agreement is in place with the financial institution where the financial institution agrees in principle to make funding available but is under no obligation to provide funding.

| \$ million | 31 December 2011 | | | 30 June 2011 | | |
|---|------------------|--------------|----------------|--------------|-------------|---------|
| | Committed | Uncommitted | Total | Committed | Uncommitted | Total |
| <i>Facilities not utilised</i> | | | | | | |
| Bank overdrafts | - | 172.6 | 172.6 | - | 130.5 | 130.5 |
| Unsecured bill acceptance facility/standby facility | 475.3 | - | 475.3 | 464.6 | - | 464.6 |
| Loan facilities and term debt | 398.0 | 83.7 | 481.7 | 693.9 | 113.9 | 807.8 |
| | 873.3 | 256.3 | 1,129.6 | 1,158.5 | 244.4 | 1,402.9 |

For the purposes of reporting on management's internal liquidity targets to the Board, undrawn committed facility capacity excludes bank overdrafts and other short term subsidiary loan borrowings.

Amcor Limited and its controlled entities

Condensed Notes to the Consolidated Interim Financial Report For the six months ended 31 December 2011

9. Contingencies

Other than set out below, there were no material changes in contingent liabilities or contingent assets since 30 June 2011.

Details of other contingent liabilities which the Directors consider should be disclosed are set out below. The Directors are of the opinion that provisions are not required in respect of these matters, as it is either not probable that a future sacrifice of economic benefits will be required or the amount is not capable of reliable measurement.

- Amcor Limited has indemnified the PaperlinX Limited Group in relation to potential taxation and workcover liabilities in excess of any provisions made in the financial statements of the PaperlinX Limited Group at 31 March 2000.
- The consolidated entity operates in many territories around the globe under different direct and indirect tax regimes. From time to time the consolidated entity receives assessments for additional tax from revenue authorities which, having consulted with experts including external counsel, it believes are unfounded. Nonetheless, at any point in time matters will be under discussion and review with revenue authorities for which a theoretical exposure may exist. Amcor believes that the likelihood of these having a material impact on the Group's consolidated financial position, results of operations or cash flows is remote. Specifically, the Brazil operations have received a series of indirect tax claims from the local tax authorities and in the opinion of outside counsel these claims have a remote likelihood of being upheld. It is not possible to make a reasonable estimate of the amount or range of expense that could result from an unfavourable outcome in respect of these or any additional assessments that may be issued in the future. These matters are being vigorously contested by Amcor. All means are being examined in order to minimise any exposure.

Class Action - Australia

During the financial year ended 30 June 2011, the Australian Class Action was settled. The history of this Class Action can be found within note 30 of the 2010 Annual Report.

Competition Law Investigation – New Zealand

On 29 November 2004, Amcor notified the New Zealand Commerce Commission (NZCC) that the Company may have been involved in cartel conduct in New Zealand. The NZCC is the regulatory agency responsible for enforcing New Zealand's anti-trust laws under the *Commerce Act 1986*. Amcor applied for leniency pursuant to the NZCC's Leniency Policy for Cartel Conduct (NZ Leniency Policy).

The NZ Leniency Policy allows for immunity from NZCC initiated proceedings to the first person involved in a cartel to come forward with information about the cartel and co-operate fully with the NZCC in its investigation and prosecution of the cartel.

Amcor was granted conditional immunity on 1 December 2004. Pursuant to the NZ Leniency Policy, Amcor entered into an agreement with the NZCC under which Amcor is obliged to comply with specified conditions including full co-operation with the NZCC. The NZCC's investigation is continuing and Amcor continues to provide full co-operation. The NZCC has commenced proceedings in New Zealand against various parties (but not against Amcor companies) alleging conduct prohibited by the *Commerce Act 1986* (including cartel conduct). Amcor will assist in the proceeding to the extent required by the leniency agreement.

The operation of the NZ Leniency Policy does not exclude or limit claims by third parties who claim to have suffered loss or damage as a result of any cartel conduct. Under the *Commerce Act*, third parties may pursue private claims for compensatory or exemplary damages.

Estimated Damages – New Zealand

As a result of the grant of conditional immunity, Amcor does not expect to incur any pecuniary penalties arising out of the NZCC investigation. It is not possible, at present, to provide either a reasonable estimate, or a reasonable estimated range of any amounts which might become payable by way of damages to any third parties who believe they may have suffered loss as a result of any cartel conduct in New Zealand.

Although it is not possible at present to establish a reasonable estimated range of damages, there can be no assurance that any damages ultimately incurred will not be material to the results of operations or financial condition of Amcor.

Amcor Limited and its controlled entities

Directors' Declaration

For the half year ended 31 December 2011, in the opinion of the Directors' of Amcor Limited ('the Company'):

1. the financial statements and notes are in accordance with the *Corporations Act 2001* including:
 - a. complying with Australian Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
 - b. giving a true and fair view of the consolidated entity's financial position as at 31 December 2011 and its performance for the half year ended on that date; and
2. there are reasonable grounds to believe that Amcor Limited will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the Directors, dated at Melbourne, this 20th day of February 2012.

A handwritten signature in black ink, appearing to read 'C I Roberts', enclosed within a thin black rectangular border.

C I Roberts
Chairman



Independent auditor's review report to the members of Amcor Limited

Report on the Interim Financial Report

We have reviewed the accompanying interim financial report of Amcor Limited, which comprises the statement of financial position as at 31 December 2011, and the income statement, the statement of comprehensive income, statement of changes in equity and cash flow statement for the half-year ended on that date, selected explanatory notes and the directors' declaration for the Amcor Limited Group (the consolidated entity). The consolidated entity comprises both Amcor Limited (the company) and the entities it controlled during that half-year.

Directors' responsibility for the interim financial report

The directors of the company are responsible for the preparation of the interim financial report that gives a true and fair view in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001* and for such control as the directors determine is necessary to enable the preparation of the interim financial report that is free from material misstatement whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express a conclusion on the interim financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2011 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Amcor Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the interim financial report of Amcor Limited is not in accordance with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2011 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

PricewaterhouseCoopers

Dale McKee
Partner

Melbourne
20 February 2012

PricewaterhouseCoopers, ABN 52 780 433 757

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