

**IRISH STOCK EXCHANGE**

**COMPANY ANNOUNCEMENT**

**Beverage Packaging Holdings (Luxembourg) II S.A.**

**Re: €480,000,000 8% Senior Notes due 2016 (ISIN XSO307398502) (“Senior Notes”)  
€420,000,000 9½% Senior Subordinated Notes due 2017 (ISIN XSO307399062) (“Senior Subordinated Notes” and, together with the Senior Notes, the “Notes”)**

**Beverage Packaging Holdings (Luxembourg) II S.A.** (“Issuer”) has previously announced the intention of its parent company, Reynolds Group Holdings Limited (formerly know as Rank Group Holdings Limited) (“RGHL”) to acquire, directly or through its wholly owned subsidiaries, the Evergreen group of companies (the “Evergreen Group”) and the Whakatane Mill from Carter Holt Harvey Limited, a New Zealand company which is ultimately owned by the owner of RGHL, Mr. Graeme Hart (the “Acquisition”).

Further information in respect of the Acquisition can be found at the Issuer’s website which can be accessed at the following link: <http://www.reynoldsgroupholdings.com>

This Company announcement is not an offer to sell or a solicitation of an offer to purchase any indebtedness raised in respect of the Acquisition (“Acquisition Indebtedness”) in the United States and shall not constitute an offer, solicitation or sale in any state or jurisdiction in which, or to any person to whom such an offer, solicitation or sale would be unlawful. The Acquisition Indebtedness has not been registered under the United States Securities Act of 1933, as amended, and may not be offered or sold within the United States or to U.S. persons absent registration or an applicable exemption from registration requirements. Any public offering of the Acquisition Indebtedness to be made in the United States will be made by means of a prospectus that may be obtained from any issuer of the Acquisition Indebtedness (a “New Issuer”) and that will contain detailed information about management, RGHL, its consolidated subsidiaries and the Issuer, any New Issuer and the Evergreen Group as well as applicable financial statements.

**Forward-Looking Statements:**

This announcement may contain “forward-looking statements.” Forward-looking statements include statements regarding the goals, beliefs, plans or current expectations of RGHL, taking into account the information currently available to our management, and include statements about the intended acquisition of the Evergreen Group and the Whakatane Mill and the related financing thereof. Forward-looking statements are not statements of historical fact. For example, when we use words such as “believe,” “anticipate,” “expect,” “estimate,” “intend,” “should,” “would,”

“could,” “may,” “will” or other words that convey uncertainty of future events or outcomes, we are making forward-looking statements. While management has based any forward-looking statements contained herein on its current expectations, the information on which such expectations were based may change. These forward-looking statements rely on a number of assumptions concerning future events and are subject to a number of risks, uncertainties, and other factors, many of which are outside of our control that could cause actual results to materially differ from such statements. Such uncertainties, risks and assumptions, include, but are not limited to: risks related to the cost of raw materials, our suppliers for raw materials and any interruption to our supply of raw materials; risks related to our substantial indebtedness and our ability to service our indebtedness; risks related to our aluminium hedging activities and other hedging activities may result in significant losses and in period-to-period earnings volatility; risks related to our material weaknesses in our internal controls over financial reporting within our Reynolds Consumer and Closures segments; risks related to downturns in our target markets; risks related to increases in interest rates which would increase the cost of servicing our debt; risks related to dependence on the protection of our intellectual property and the development of new products; risks related to exchange rate fluctuations; risks related to the consolidation of our customer base, competition and pricing pressure; risks related to the impact of a loss of one of our manufacturing facilities; risks related to our exposure to environmental liabilities and potential changes in legislation or regulation; and risks related to our dependence on key management and other highly skilled personnel.

Given these risks and uncertainties, you are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. Except as required by law, we undertake no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise. All subsequent written and oral forward-looking statements attributable to us or to persons acting on our behalf are expressly qualified in their entirety by the cautionary statements referred to above.

**Enquiries:**

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