

FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person [*] Jeremy Leigh Sutcliffe (Reporting Owner Name) 83 Tower Road North (Street) Warmley, Bristol, X0 BS30 8XP (City) (State) (Zip)			2. Issuer Ticker or Trading Symbol [AMCR]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director ☐ 10% Owner ☐ Officer (give title below) ☐ Other (specify below)				
			3. Date of Earliest Transaction (Month/Day/Year) 06/11/2019							
			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares ⁽¹⁾	06/11/2019		A ⁽²⁾		29,875	A	⁽³⁾	29,875	D	
Ordinary Shares ⁽¹⁾	06/11/2019		A ⁽²⁾		33,806	A	⁽³⁾	33,806	I	By Sutcliffe Family Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Signatures

/s/ Damien Clayton, by power of attorney for Jeremy Sutcliffe

06/13/2019

Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Traded as Chess Depository Interests ("CDIs") on the Australian Stock Exchange (the "ASX"). CDIs represent a beneficial interests in one ordinary share of Amcor held by CHESS Depository Nominees Pty Ltd.
- (2) On June 11, 2019, Amcor plc ("Amcor") consummated the business combination (the "Merger") pursuant to the Transaction Agreement dated August 6, 2018 (the "Transaction Agreement") by and among Amcor plc (f/k/a Arctic Jersey Limited), Amcor Limited ("Old Amcor"), Arctic Corp. and Bemis Company, Inc. ("Bemis"), pursuant to which each of Bemis and Old Amcor were acquired by and became wholly-owned subsidiaries of Amcor in a stock-for-stock transaction. CDIs reported herein were received by the Reporting Person pursuant to the Transaction Agreement.
- (3) Pursuant to the Transaction Agreement, each ordinary share of Old Amcor previously held by the Reporting Person was converted into one CDI of Amcor, or, at the election of the Reporting Person, one ordinary share of Amcor.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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