



29 August 2023

For announcement to the ASX

Amcor plc (NYSE: AMCR; ASX: AMC) filed the attached Form 4s regarding director changes in beneficial ownership of securities with the SEC on Monday 24 August 2023. A copy of the filing is attached.

Authorised for release by:

Damien Clayton
Company Secretary

ENDS

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About Amcor

Amcor is a global leader in developing and producing responsible packaging solutions for food, beverage, pharmaceutical, medical, home and personal-care, and other products. Amcor works with leading companies around the world to protect their products and the people who rely on them, differentiate brands, and improve supply chains through a range of flexible and rigid packaging, specialty cartons, closures, and services. The company is focused on making packaging that is increasingly lighter weight, recyclable and reusable, and made using an increasing amount of recycled content across a variety of materials. In fiscal year 2023, 41,000 Amcor people generated \$14.7 billion in annual sales from operations that span 218 locations in 41 countries. NYSE: AMCR; ASX: AMC

www.amcor.com | [LinkedIn](#) | [Facebook](#) | [Twitter](#) | [YouTube](#)

Amcor plc
Head Office / UK Establishment Address: 83 Tower Road North, Warmley, Bristol, England, BS30 8XP, United Kingdom
UK Overseas Company Number: BR020803
Registered Office: 3rd Floor, 44 Esplanade, St Helier, JE4 9WG, Jersey
Jersey Registered Company Number: 126984 | Australian Registered Body Number (ARBN): 630 385 278

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(e). See Instruction 10.

1. Name and Address of Reporting Person* CASAMENTO MICHAEL (Last) (First) (Middle)		2. Issuer Name and Ticker or Trading Symbol AMCOR PLC [AMCR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) EXECUTIVE VP, FINANCE & CFO	
83 TOWER ROAD NORTH (Street)		3. Date of Event Requiring Statement (Month/Day/Year) 08/24/2023	4. If Amendment, Date Original Filed (Month/Day/Year)		
WARMLEY, BRISTOL, X0 BS30 8XP (City) (State) (Zip)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	08/24/2023		M		79,064 ⁽¹⁾	A	(2)	512,449	D	
Ordinary Shares	08/24/2023		M		60,084	A	(2)	572,533	D	
Ordinary Shares	08/24/2023		F		3,185 ⁽³⁾	D	\$0	569,348	D	

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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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				
Employee Stock Options	\$11.21	08/24/2023		A		174,557 ⁽⁴⁾	08/28/2023	10/31/2026	Ordinary Shares	174,557	\$0	174,557	D	
Restricted Stock Units	(2)	08/24/2023		M		60,084	(5)	(5)	Ordinary Shares	60,084	\$0	0	D	
Restricted Stock Units	(2)	08/24/2023		A		4,213	09/01/2025	09/01/2025	Ordinary Shares	4,213	\$0	0	D	

Explanation of Responses:

- Settlement of performance rights that were granted on September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 79,064 of the 189,600 performance rights vested based on achievement of the performance conditions and the remaining performance rights were forfeited.
- Each restricted stock unit represents a contingent right to receive one ordinary share of Amcor upon vesting of the restricted stock units.
- 3,185 shares were withheld for tax withholding arising from the recent equity incentive plan vesting resulting in 56,899 shares.
- Vesting of the Employee Stock Options that were granted September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 174,557 of the 418,600 Employee Stock Options vested and the remaining Employee Stock Options were forfeited. The Employee Stock Options remain subject to a share price condition whereby the share price must exceed the exercise price for the Employee Stock Option to be exercisable.
- The restricted stock units were granted on September 15, 2021 and vest August 28, 2023.

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

/s/ **Damien Clayton, Attorney-in-Fact**

08/28/2023

* If the form is filed by more than one reporting person see Instruction 4(b)(v).

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations, *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMBcontrol number.

Exhibit No.	Description
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EX-24.1	Updated Power of Attorney
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POWER OF ATTORNEY FOR CERTAIN SEC REPORTING OBLIGATIONS

December 6, 2022

KNOW ALL BY THESE PRESENTS, that the undersigned hereby makes, constitutes and appoints Deborah Rasin or Damien Clayton, signing singly, as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

- (1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendments thereto) with respect to the securities of Amcor plc, a public limited company incorporated under the Laws of the Bailiwick of Jersey, or any successor thereto (the "Company"), with the U.S. Securities and Exchange Commission (the "SEC"), any national securities exchanges and the Company, as considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act");
- (2) prepare, execute, acknowledge, deliver and file Forms 144 (including any amendments thereto) with respect to the securities of the Company with the SEC, any national securities exchanges and the Company, as considered necessary or advisable for compliance with Rule 144 of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder (the "Securities Act");
- (3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information of transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and
- (4) perform any and all other acts which in the discretion of such attorney-in-fact is necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

- (1) this Power of Attorney authorizes, but does not require, such attorney-in-fact to act in his/her discretion on information provided to such attorney-in-fact without independent verification of such information;
- (1) any documents prepared and/or executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;
- (1) neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirements of the Exchange Act or the Securities Act, (ii) any liability of the undersigned for any failure to comply with such

requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and

- (1) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act or the Securities Act, including without limitation the reporting requirements under Section 16 of the Exchange Act or Rule 144 of the Securities Act.

The undersigned hereby gives and grants the foregoing attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that such attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Power of Attorney.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

* * * * *

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first written above.

/s/Michael Casamento
Michael Casamento

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number:3235-0287
Estimated average burden
hours per response...0.5

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(e). See Instruction 10.

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

1. Name and Address of Reporting Person* DELIA RONALD STEPHEN (Last) (First) (Middle)		2. Issuer Name and Ticker or Trading Symbol AMCOR PLC [AMCR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CHIEF EXECUTIVE OFFICER	
83 TOWER ROAD NORTH (Street)		3. Date of Event Requiring Statement (Month/Day/Year) 08/24/2023	4. If Amendment, Date Original Filed (Month/Day/Year)		
WARMLEY, BRISTOL, X0 BS30 8XP (City) (State) (Zip)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	08/24/2023		M		184,356 ⁽¹⁾	A	(2)	1,884,356	D	
Ordinary Shares	08/24/2023		F		81,670 ⁽³⁾	D	\$0	1,802,686	D	
Ordinary Shares	08/24/2023		M		130,414	A	(2)	1,933,100	D	
Ordinary Shares	08/24/2023		F		57,774 ⁽⁴⁾	D	\$0	1,875,326	D	

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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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				
Employee Stock Options	\$11.21	08/24/2023		A		407,159 ⁽⁵⁾		08/28/2023	10/31/2026	Ordinary Shares	407,159	\$0	407,159	D	
Restricted Stock Units	(2)	08/24/2023		M		130,414		(6)	(6)	Ordinary Shares	130,414	\$0	0	D	
Restricted Stock Units	(2)	08/24/2023		A		15,921		09/01/2025	09/01/2025	Ordinary Shares	15,921	\$0	0	D	

Explanation of Responses:

- Settlement of performance shares that were granted on September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 184,356 of the 442,100 performance shares vested based on achievement of the performance conditions and the remaining performance shares were forfeited.
- Each restricted stock unit represents a contingent right to receive one ordinary share of Amcor upon vesting of the restricted stock units.
- 81,670 shares were withheld for tax withholding arising from the recent equity incentive plan vesting resulting in 102,686 shares.
- 57,774 shares were withheld for tax withholding arising from the recent equity incentive plan vesting resulting in 72,640 shares.
- Vesting of Employee Stock Options that were granted on September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 407,159 of the 976,400 of the Employee Stock Options vested and the remaining Employee Stock Options were forfeited. The Employee Stock Options remain subject to a share price condition whereby the share price must exceed the exercise price for the Employee Stock Options to be exercisable.
- The restricted stock units were granted on September 15, 2021 and vest August 28, 2023.

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

/s/ Damien Clayton, Attorney-in-Fact

08/28/2023

* If the form is filed by more than one reporting person see Instruction 4(b)(v).

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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Exhibit No.	Description
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EX-24.1	Updated Power of Attorney
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POWER OF ATTORNEY FOR CERTAIN SEC REPORTING OBLIGATIONS

December 6, 2022

KNOW ALL BY THESE PRESENTS, that the undersigned hereby makes, constitutes and appoints Deborah Rasin or Damien Clayton, signing singly, as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

- (1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendments thereto) with respect to the securities of Amcor plc, a public limited company incorporated under the Laws of the Bailiwick of Jersey, or any successor thereto (the "Company"), with the U.S. Securities and Exchange Commission (the "SEC"), any national securities exchanges and the Company, as considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act");
- (2) prepare, execute, acknowledge, deliver and file Forms 144 (including any amendments thereto) with respect to the securities of the Company with the SEC, any national securities exchanges and the Company, as considered necessary or advisable for compliance with Rule 144 of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder (the "Securities Act");
- (3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information of transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and
- (4) perform any and all other acts which in the discretion of such attorney-in-fact is necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

- (1) this Power of Attorney authorizes, but does not require, such attorney-in-fact to act in his/her discretion on information provided to such attorney-in-fact without independent verification of such information;
- (1) any documents prepared and/or executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;
- (1) neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirements of the Exchange Act or the Securities Act, (ii) any liability of the undersigned for any failure to comply with such

requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and

- (1) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act or the Securities Act, including without limitation the reporting requirements under Section 16 of the Exchange Act or Rule 144 of the Securities Act.

The undersigned hereby gives and grants the foregoing attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that such attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Power of Attorney.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

* * * * *

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first written above.

/s/Ronald Stephen Delia
Ronald Stephen Delia

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* RASIN DEBORAH M. (Last) (First) (Middle)	2. Issuer Name and Ticker or Trading Symbol AMCOR PLC [AMCR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
83 TOWER ROAD NORTH (Street)	3. Date of Event Requiring Statement (Month/Day/Year) 08/24/2023	4. If Amendment, Date Original Filed (Month/Day/Year)
WARMLEY, BRISTOL, X0 X0 BS308XP (City) (State) (Zip)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)
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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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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				
Restricted Stock Units	(1)	08/24/2023		A		7,005	09/01/2025	09/01/2025	Ordinary Shares	7,005	\$0	0	D	

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one ordinary share of Amcor upon vesting of the restricted stock units.

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

/s/ Damien Clayton, Attorney-in-Fact

08/28/2023

* If the form is filed by more than one reporting person see Instruction 4(b)(v).

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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Exhibit No. **Description**

EX-24.1 Updated Power of Attorney

POWER OF ATTORNEY FOR CERTAIN SEC REPORTING OBLIGATIONS

December 6, 2022

KNOW ALL BY THESE PRESENTS, that the undersigned hereby makes, constitutes and appoints Deborah Rasin or Damien Clayton, signing singly, as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

- (1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendments thereto) with respect to the securities of Amcor plc, a public limited company incorporated under the Laws of the Bailiwick of Jersey, or any successor thereto (the "Company"), with the U.S. Securities and Exchange Commission (the "SEC"), any national securities exchanges and the Company, as considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act");
- (2) prepare, execute, acknowledge, deliver and file Forms 144 (including any amendments thereto) with respect to the securities of the Company with the SEC, any national securities exchanges and the Company, as considered necessary or advisable for compliance with Rule 144 of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder (the "Securities Act");
- (3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information of transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and
- (4) perform any and all other acts which in the discretion of such attorney-in-fact is necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

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- (1) any documents prepared and/or executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;
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requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and

- (1) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act or the Securities Act, including without limitation the reporting requirements under Section 16 of the Exchange Act or Rule 144 of the Securities Act.

The undersigned hereby gives and grants the foregoing attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that such attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Power of Attorney.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

* * * * *

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first written above.

/s/Deborah M. Rasin
Deborah M. Rasin

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number:3235-0287
Estimated average burden
hours per response..0.5

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(e). See Instruction 10.

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1. Name and Address of Reporting Person* ROEGNER ERIC V (Last) (First) (Middle)		2. Issuer Name and Ticker or Trading Symbol AMCOR PLC [AMCR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) PRESIDENT,AMCOR RIGID PKG	
83 TOWER ROAD NORTH (Street)		3. Date of Event Requiring Statement (Month/Day/Year) 08/24/2023	4. If Amendment, Date Original Filed (Month/Day/Year)		
WARMLEY, BRISTOL, X0 BS30 8XP (City) (State) (Zip)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	08/24/2023		M		86,695 ⁽¹⁾	A	(2)	375,346	D	
Ordinary Shares	08/24/2023		F		37,574 ⁽³⁾	D	\$0	337,772	D	
Ordinary Shares	08/24/2023		M		63,879	A	(2)	401,651	D	
Ordinary Shares	08/24/2023		F		27,686 ⁽⁴⁾	D	\$0	373,965	D	
Ordinary Shares								1,600	I	By Child

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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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				
Employee Stock Options	\$11.21	08/24/2023		A		191,445 ⁽⁵⁾		08/28/2023	10/31/2026	Ordinary Shares	191,445	\$0	191,445	D	
Restricted Stock Units	(2)	08/24/2023		M		63,879		(6)	(6)	Ordinary Shares	63,879	\$0	0	D	
Restricted Stock Units	(2)	08/24/2023		A		5,792		09/01/2025	09/01/2025	Ordinary Shares	5,792	\$0	0	D	

Explanation of Responses:

- Settlement of performance shares that were granted on September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 86,695 of the 207,900 performance shares vested based on achievement of the performance conditions and the remaining performance shares were forfeited.
- Each restricted stock unit represents a contingent right to receive one ordinary share of Amcor upon vesting of the restricted stock units.
- 86,695 shares were withheld for tax withholding arising from the recent equity incentive plan vesting resulting in 49,121 shares.
- 27,686 shares were withheld for tax withholding arising from the recent equity incentive plan vesting resulting in 36,193 shares.
- Vesting of the Employee Stock Options that were granted September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 191,445 of the 459,100 Employee Stock Options vested and the remaining Employee Stock Options were forfeited. The Employee Stock Options remain subject to a share price condition whereby the share price must exceed the exercise price for the Employee Stock Option to be exercisable.

6. The restricted stock units were granted on September 15, 2021 and vest August 28, 2023.

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

- * 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).

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

/s/ Damien Clayton, Attorney-in-Fact

**Signature of Reporting Person

08/28/2023

Date

Exhibit No.	Description
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EX-24.1	Updated Power of Attorney
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POWER OF ATTORNEY FOR CERTAIN SEC REPORTING OBLIGATIONS

December 6, 2022

KNOW ALL BY THESE PRESENTS, that the undersigned hereby makes, constitutes and appoints Deborah Rasin or Damien Clayton, signing singly, as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

- (1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendments thereto) with respect to the securities of Amcor plc, a public limited company incorporated under the Laws of the Bailiwick of Jersey, or any successor thereto (the "Company"), with the U.S. Securities and Exchange Commission (the "SEC"), any national securities exchanges and the Company, as considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act");
- (2) prepare, execute, acknowledge, deliver and file Forms 144 (including any amendments thereto) with respect to the securities of the Company with the SEC, any national securities exchanges and the Company, as considered necessary or advisable for compliance with Rule 144 of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder (the "Securities Act");
- (3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information of transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and
- (4) perform any and all other acts which in the discretion of such attorney-in-fact is necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

- (1) this Power of Attorney authorizes, but does not require, such attorney-in-fact to act in his/her discretion on information provided to such attorney-in-fact without independent verification of such information;
- (1) any documents prepared and/or executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;
- (1) neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirements of the Exchange Act or the Securities Act, (ii) any liability of the undersigned for any failure to comply with such

requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and

- (1) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act or the Securities Act, including without limitation the reporting requirements under Section 16 of the Exchange Act or Rule 144 of the Securities Act.

The undersigned hereby gives and grants the foregoing attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that such attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Power of Attorney.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

* * * * *

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first written above.

/s/Eric V. Roegner
Eric V. Roegner

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(e). See Instruction 10.

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

1. Name and Address of Reporting Person* SORRELLS JULIE MARIE (Last) (First) (Middle)		2. Issuer Name and Ticker or Trading Symbol AMCOR PLC [AMCR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) V.P. & CORPORATE CONTROLLER	
83 TOWER ROAD NORTH (Street)		3. Date of Event Requiring Statement (Month/Day/Year) 08/24/2023	4. If Amendment, Date Original Filed (Month/Day/Year)		
WARMLEY, BRISTOL, X0 BS30 8XP (City) (State) (Zip)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	08/24/2023		M		6,464 ⁽¹⁾	A	(2)	36,622	D	
Ordinary Shares	08/24/2023		F		2,347 ⁽³⁾	D	\$0	34,275	D	
Ordinary Shares	08/24/2023		M		9,415	A	(2)	43,690	D	
Ordinary Shares	08/24/2023		F		3,418 ⁽⁴⁾	D	\$0	40,272	D	
Ordinary Shares								7,674	I	By 401(K) Plan

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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Options	\$11.21	08/24/2023		A		14,304 ⁽⁵⁾	08/28/2023	10/31/2026	Ordinary Shares	14,304	\$0	14,304	D	
Restricted Stock Units	(2)	08/24/2023		A		9,415 ⁽⁶⁾	(6)	(6)	Ordinary Shares	9,415	\$0	0	D	

Explanation of Responses:

- Settlement of performance shares that were granted on September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 6,464 of the 15,500 performance shares vested based on achievement of the performance conditions and the remaining performance shares were forfeited.
- Each restricted stock unit represents a contingent right to receive one ordinary share of Amcor upon vesting of the restricted stock units.
- 2,347 shares were withheld for tax withholding arising from the recent equity incentive plan vesting resulting in 4,117 shares.
- 3,418 shares were withheld for tax withholding arising from the recent equity incentive plan vesting resulting in 5,997 shares.
- Vesting of the Employee Stock Options that were granted September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 14,304 of the 34,300 Employee Stock Options vested and the remaining Employee Stock Options were forfeited. The Employee Stock Options remain subject to a share price condition whereby the share price must exceed the exercise price for the Employee Stock Option to be exercisable.
- The restricted stock units were granted on September 15, 2021 and vest August 28, 2023.

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

/s/ Damien Clayton, Attorney-in-Fact

08/28/2023

* If the form is filed by more than one reporting person see Instruction 4(b)(v).

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Exhibit No.	Description
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EX-24.1	Updated Power of Attorney
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POWER OF ATTORNEY FOR CERTAIN SEC REPORTING OBLIGATIONS

August 24, 2023

KNOW ALL BY THESE PRESENTS, that the undersigned hereby makes, constitutes and appoints Deborah Rasin or Damien Clayton, signing singly, as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

- (1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendments thereto) with respect to the securities of Amcor plc, a public limited company incorporated under the Laws of the Bailiwick of Jersey, or any successor thereto (the "Company"), with the U.S. Securities and Exchange Commission (the "SEC"), any national securities exchanges and the Company, as considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act");
- (2) prepare, execute, acknowledge, deliver and file Forms 144 (including any amendments thereto) with respect to the securities of the Company with the SEC, any national securities exchanges and the Company, as considered necessary or advisable for compliance with Rule 144 of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder (the "Securities Act");
- (3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information of transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and
- (4) perform any and all other acts which in the discretion of such attorney-in-fact is necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

- (1) this Power of Attorney authorizes, but does not require, such attorney-in-fact to act in his/her discretion on information provided to such attorney-in-fact without independent verification of such information;
- (1) any documents prepared and/or executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;
- (1) neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirements of the Exchange Act or the Securities Act, (ii) any liability of the undersigned for any failure to comply with such

requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and

- (1) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act or the Securities Act, including without limitation the reporting requirements under Section 16 of the Exchange Act or Rule 144 of the Securities Act.

The undersigned hereby gives and grants the foregoing attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that such attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Power of Attorney.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

* * * * *

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first written above.

/s/Julie Marie Sorrells
Julie Marie Sorrells

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(e). See Instruction 10.

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

1. Name and Address of Reporting Person* STEPHAN LOUIS FRED (Last) (First) (Middle)		2. Issuer Name and Ticker or Trading Symbol AMCOR PLC [AMCR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) PRESIDENT, AMCOR FLEXIBLES NA	
83 TOWER ROAD NORTH (Street)		3. Date of Event Requiring Statement (Month/Day/Year) 08/24/2023	4. If Amendment, Date Original Filed (Month/Day/Year)		
WARMLEY, BRISTOL, X0 BS30 8XP (City) (State) (Zip)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	08/24/2023		M		77,646 ⁽¹⁾	A	(2)	190,110	D	
Ordinary Shares	08/24/2023		F		34,398 ⁽³⁾	D	\$0	155,712	D	
Ordinary Shares	08/24/2023		M		56,726	A	(2)	212,438	D	
Ordinary Shares	08/24/2023		F		25,130 ⁽⁴⁾	D	\$0	187,308	D	

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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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				
Employee Stock Options	\$11.21	08/24/2023		A		171,513 ⁽⁵⁾		08/28/2023	10/31/2026	Ordinary Shares	171,513	\$0	171,513	D	
Restricted Stock Units	(2)	08/24/2023		M		56,726		(6)	(6)	Ordinary Shares	56,726	\$0	0	D	
Restricted Stock Units	(2)	08/24/2023		A		15,585		09/01/2025	09/01/2025	Ordinary Shares	15,585	\$0	0	D	

Explanation of Responses:

- Settlement of performance shares that were granted on September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 77,646 of the 186,200 performance shares vested based on achievement of the performance conditions and the remaining performance shares were forfeited.
- Each restricted stock unit represents a contingent right to receive one ordinary share of Amcor upon vesting of the restricted stock units.
- 34,398 shares were withheld for tax withholding arising from the recent equity incentive plan vesting resulting in 43,248 shares.
- 25,130 shares were withheld for tax withholding arising from the recent equity incentive plan vesting resulting in 31,596 shares.
- Vesting of the Employee Stock Options that were granted September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 171,513 of the 411,300 Employee Stock Options vested and the remaining Employee Stock Options were forfeited. The Employee Stock Options remain subject to a share price condition whereby the share price must exceed the exercise price for the Employee Stock Option to be exercisable.
- The restricted stock units were granted on September 15, 2021 and vest August 28, 2023.

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

/s/ Damien Clayton, Attorney-in-Fact

08/28/2023

* If the form is filed by more than one reporting person *see* Instruction 4(b)(v).

****Signature of Reporting Person**

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Exhibit No.	Description
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EX-24.1	Updated Power of Attorney
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POWER OF ATTORNEY FOR CERTAIN SEC REPORTING OBLIGATIONS

December 6, 2022

KNOW ALL BY THESE PRESENTS, that the undersigned hereby makes, constitutes and appoints Deborah Rasin or Damien Clayton, signing singly, as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

- (1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendments thereto) with respect to the securities of Amcor plc, a public limited company incorporated under the Laws of the Bailiwick of Jersey, or any successor thereto (the "Company"), with the U.S. Securities and Exchange Commission (the "SEC"), any national securities exchanges and the Company, as considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act");
- (2) prepare, execute, acknowledge, deliver and file Forms 144 (including any amendments thereto) with respect to the securities of the Company with the SEC, any national securities exchanges and the Company, as considered necessary or advisable for compliance with Rule 144 of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder (the "Securities Act");
- (3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information of transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and
- (4) perform any and all other acts which in the discretion of such attorney-in-fact is necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

- (1) this Power of Attorney authorizes, but does not require, such attorney-in-fact to act in his/her discretion on information provided to such attorney-in-fact without independent verification of such information;
- (1) any documents prepared and/or executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;
- (1) neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirements of the Exchange Act or the Securities Act, (ii) any liability of the undersigned for any failure to comply with such

requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and

- (1) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act or the Securities Act, including without limitation the reporting requirements under Section 16 of the Exchange Act or Rule 144 of the Securities Act.

The undersigned hereby gives and grants the foregoing attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that such attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Power of Attorney.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

* * * * *

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first written above.

/s/Louis Fred Stephan
Louis Fred Stephan

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

1. Name and Address of Reporting Person* SUAREZ GONZALEZ SUSANA (Last) (First) (Middle)	2. Issuer Name and Ticker or Trading Symbol AMCOR PLC [AMCR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
83 TOWER ROAD NORTH (Street)	3. Date of Event Requiring Statement (Month/Day/Year) 08/24/2023	4. If Amendment, Date Original Filed (Month/Day/Year)
WARMLEY, BRISTOL, X0 BS308XP (City) (State) (Zip)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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			

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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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				
Restricted Stock Units	(1)	08/24/2023		A		8,756	09/01/2025	09/01/2025	Ordinary Shares	8,756	\$0	0	D	

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one ordinary share of Amcor upon vesting of the restricted stock units.

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

- * 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).

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

/s/ /s/Damien Clayton, Attorney-in-Fact,
Attorney-in-Fact

08/28/2023

**Signature of Reporting Person

Date

Exhibit No. **Description**

EX-24.1 Updated Power of Attorney

POWER OF ATTORNEY FOR CERTAIN SEC REPORTING OBLIGATIONS

December 6, 2022

KNOW ALL BY THESE PRESENTS, that the undersigned hereby makes, constitutes and appoints Deborah Rasin or Damien Clayton, signing singly, as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

- (1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendments thereto) with respect to the securities of Amcor plc, a public limited company incorporated under the Laws of the Bailiwick of Jersey, or any successor thereto (the "Company"), with the U.S. Securities and Exchange Commission (the "SEC"), any national securities exchanges and the Company, as considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act");
- (2) prepare, execute, acknowledge, deliver and file Forms 144 (including any amendments thereto) with respect to the securities of the Company with the SEC, any national securities exchanges and the Company, as considered necessary or advisable for compliance with Rule 144 of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder (the "Securities Act");
- (3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information of transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and
- (4) perform any and all other acts which in the discretion of such attorney-in-fact is necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

- (1) this Power of Attorney authorizes, but does not require, such attorney-in-fact to act in his/her discretion on information provided to such attorney-in-fact without independent verification of such information;
- (1) any documents prepared and/or executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;
- (1) neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirements of the Exchange Act or the Securities Act, (ii) any liability of the undersigned for any failure to comply with such

requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and

- (1) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act or the Securities Act, including without limitation the reporting requirements under Section 16 of the Exchange Act or Rule 144 of the Securities Act.

The undersigned hereby gives and grants the foregoing attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that such attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Power of Attorney.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

* * * * *

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first written above.

/s/Susana Suarez Gonzalez
Susana Suarez Gonzalez

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(e). See Instruction 10.

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

1. Name and Address of Reporting Person* WILSON IAN (Last) (First) (Middle)		2. Issuer Name and Ticker or Trading Symbol AMCOR PLC [AMCR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) EXECUTIVE VICE PRESIDENT	
83 TOWER ROAD NORTH (Street)		3. Date of Event Requiring Statement (Month/Day/Year) 08/24/2023	4. If Amendment, Date Original Filed (Month/Day/Year)		
WARMLEY, BRISTOL, X0 BS30 8XP (City) (State) (Zip)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	08/24/2023		M		58,589 ⁽¹⁾	A	(2)	190,199	D	
Ordinary Shares	08/24/2023		M		64,645	A	(2)	254,844	D	
Ordinary Shares								168,592	I	By Wilson Global Strategy Consultants
Ordinary Shares								114,286	I	By Oscar Wilson Trust by Zedra Trustees

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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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				
Employee Stock Options	\$11.21	08/24/2023		A		129,354 ⁽³⁾		08/28/2023	10/31/2026	Ordinary Shares	129,354	\$0	129,354	D	
Restricted Stock Units	(2)	08/24/2023		M		64,645		(4)	(4)	Ordinary Shares	64,645	\$0	0	D	
Restricted Stock Units	(2)	08/24/2023		A		10,809		09/01/2025	09/01/2025	Ordinary Shares	10,809	\$0	0	D	

Explanation of Responses:

- Settlement of performance rights that were granted on September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 58,589 of the 140,500 performance rights vested based on achievement of the performance conditions and the remaining performance rights were forfeited.
- Each restricted stock unit represents a contingent right to receive one ordinary share of Amcor upon vesting of the restricted stock units.
- Vesting of the Employee Stock Options that were granted September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 129,354 of the 310,200 Employee Stock Options vested and the remaining Employee Stock Options were forfeited. The Employee Stock Options remain subject to a share price condition whereby the share price must exceed the

exercise price for the Employee Stock Option to be exercisable.

4. The restricted stock units were granted on September 15, 2021 and vest August 28, 2023.

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

* 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).

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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/s/ Damien Clayton, Attorney-in-Fact

**Signature of Reporting Person

08/28/2023

Date

Exhibit No.	Description
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EX-24.1	Updated Power of Attorney
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POWER OF ATTORNEY FOR CERTAIN SEC REPORTING OBLIGATIONS

December 6, 2022

KNOW ALL BY THESE PRESENTS, that the undersigned hereby makes, constitutes and appoints Deborah Rasin or Damien Clayton, signing singly, as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

- (1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including any amendments thereto) with respect to the securities of Amcor plc, a public limited company incorporated under the Laws of the Bailiwick of Jersey, or any successor thereto (the "Company"), with the U.S. Securities and Exchange Commission (the "SEC"), any national securities exchanges and the Company, as considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act");
- (2) prepare, execute, acknowledge, deliver and file Forms 144 (including any amendments thereto) with respect to the securities of the Company with the SEC, any national securities exchanges and the Company, as considered necessary or advisable for compliance with Rule 144 of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder (the "Securities Act");
- (3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information of transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and
- (4) perform any and all other acts which in the discretion of such attorney-in-fact is necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

- (1) this Power of Attorney authorizes, but does not require, such attorney-in-fact to act in his/her discretion on information provided to such attorney-in-fact without independent verification of such information;
- (1) any documents prepared and/or executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;
- (1) neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirements of the Exchange Act or the Securities Act, (ii) any liability of the undersigned for any failure to comply with such

requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and

- (1) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act or the Securities Act, including without limitation the reporting requirements under Section 16 of the Exchange Act or Rule 144 of the Securities Act.

The undersigned hereby gives and grants the foregoing attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that such attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Power of Attorney.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

* * * * *

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first written above.

/s/Ian Wilson
Ian Wilson

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(e). See Instruction 10.

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

1. Name and Address of Reporting Person* ZACKA MICHAEL J. (Last) (First) (Middle)		2. Issuer Name and Ticker or Trading Symbol AMCOR PLC [AMCR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) PRESIDENT, AMCOR FLEX EUROPE	
83 TOWER ROAD NORTH (Street)		3. Date of Event Requiring Statement (Month/Day/Year) 08/24/2023	4. If Amendment, Date Original Filed (Month/Day/Year)		
WARMLEY, BRISTOL, X0 BS30 8XP (City) (State) (Zip)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares	08/24/2023		M		103,083 ⁽¹⁾	A	(2)	312,198	D	
Ordinary Shares	08/24/2023		M		54,127	A	(2)	366,325	D	
Ordinary Shares	08/24/2023		F		19,649	D	(3)	346,676	D	

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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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				
Employee Stock Options	\$11.21	08/24/2023		A		227,641 ⁽⁴⁾		08/28/2023	10/31/2026	Ordinary Shares	227,641	\$0	227,641	D	
Restricted Stock Units	(2)	08/24/2023		M		54,127		(5)	(5)	Ordinary Shares	54,127	\$0	0	D	
Restricted Stock Units	(2)	08/24/2023		A		12,746		09/01/2025	09/01/2025	Ordinary Shares	12,746	\$0	0	D	

Explanation of Responses:

- Settlement of performance rights that were granted on September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 103,083 of the 247,200 performance rights vested based on achievement of the performance conditions and the remaining performance rights were forfeited.
- Each restricted stock unit represents a contingent right to receive one ordinary share of Amcor upon vesting of the restricted stock units.
- 19,649 shares were withheld for tax withholding arising from the recent equity incentive plan vesting resulting in 34,478 shares.
- Vesting of the Employee Stock Options that were granted September 15, 2020 under the 2020-2021 Long Term Incentive Plan. 227,641 of the 545,900 Employee Stock Options vested and the remaining Employee Stock Options were forfeited. The Employee Stock Options remain subject to a share price condition whereby the share price must exceed the exercise price for the Employee Stock Option to be exercisable.
- The restricted stock units were granted on September 15, 2021 and vest August 28, 2023.

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

/s/ **Damien Clayton, Attorney-in-Fact****08/28/2023**

* If the form is filed by more than one reporting person see Instruction 4(b)(v).

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations, *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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Exhibit No.	Description
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EX-24.1	Updated Power of Attorney
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POWER OF ATTORNEY FOR CERTAIN SEC REPORTING OBLIGATIONS

December 6, 2022

KNOW ALL BY THESE PRESENTS, that the undersigned hereby makes, constitutes and appoints Deborah Rasin or Damien Clayton, signing singly, as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

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- (2) prepare, execute, acknowledge, deliver and file Forms 144 (including any amendments thereto) with respect to the securities of the Company with the SEC, any national securities exchanges and the Company, as considered necessary or advisable for compliance with Rule 144 of the Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder (the "Securities Act");
- (3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information of transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and
- (4) perform any and all other acts which in the discretion of such attorney-in-fact is necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

- (1) this Power of Attorney authorizes, but does not require, such attorney-in-fact to act in his/her discretion on information provided to such attorney-in-fact without independent verification of such information;
- (1) any documents prepared and/or executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;
- (1) neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirements of the Exchange Act or the Securities Act, (ii) any liability of the undersigned for any failure to comply with such

requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and

- (1) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act or the Securities Act, including without limitation the reporting requirements under Section 16 of the Exchange Act or Rule 144 of the Securities Act.

The undersigned hereby gives and grants the foregoing attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that such attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Power of Attorney.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to such attorney-in-fact.

* * * * *

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first written above.

/s/Michael J. Zacka
Michael J. Zacka