

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089
		2015
		This Form is Open to Public Inspection

Part I	Annual Report Identification Information
For calendar plan year 2015 or fiscal plan year beginning <u>01/01/2015</u> and ending <u>12/31/2015</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☒
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information
1a Name of plan <u>SAINT GOBAIN CONTAINERS, INC. RETIREMENT INCOME PLAN</u>	1b Three-digit plan number (PN) ▶ <u>008</u> 1c Effective date of plan <u>06/30/2011</u>
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>ARDAGH GLASS INC.</u> <u>1509 S. MACEDONIA AVE. PO BOX 4200</u> <u>MUNCIE, IN 47307-4200</u>	2b Employer Identification Number (EIN) <u>35-1958205</u> 2c Plan Sponsor's telephone number <u>765-741-7000</u> 2d Business code (see instructions) <u>327210</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/17/2016</u>	<u>DEBORAH N SHAW</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number)			Preparer's telephone number

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN
	3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 12879
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).	
a(1) Total number of active participants at the beginning of the plan year.....	6a(1) 4068
a(2) Total number of active participants at the end of the plan year	6a(2) 4030
b Retired or separated participants receiving benefits.....	6b 5581
c Other retired or separated participants entitled to future benefits.....	6c 2524
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 12135
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e 804
f Total. Add lines 6d and 6e	6f 12939
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g 0
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 47
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
 1A 1B 1C

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)	9b Plan benefit arrangement (check all that apply)
(1) ☐ Insurance	(1) ☐ Insurance
(2) ☐ Code section 412(e)(3) insurance contracts	(2) ☐ Code section 412(e)(3) insurance contracts
(3) ☒ Trust	(3) ☒ Trust
(4) ☐ General assets of the sponsor	(4) ☐ General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1)** ☒ **R** (Retirement Plan Information)
- (2)** ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3)** ☒ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1)** ☒ **H** (Financial Information)
- (2)** ☐ **I** (Financial Information – Small Plan)
- (3)** ☐ **0** **A** (Insurance Information)
- (4)** ☒ **C** (Service Provider Information)
- (5)** ☒ **D** (DFE/Participating Plan Information)
- (6)** ☐ **G** (Financial Transaction Schedules)

Part III	Form M-1 Compliance Information (to be completed by welfare benefit plans)
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11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2015 Form M-1 annual report. If the plan was not required to file the 2015 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2015 This Form is Open to Public Inspection
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

Round off amounts to nearest dollar.
Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan SAINT GOBAIN CONTAINERS, INC. RETIREMENT INCOME PLAN	B Three-digit plan number (PN) 008
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF ARDAGH GLASS INC.	D Employer Identification Number (EIN) 35-1958205

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2015			
2 Assets:			
a Market value	2a	1113836068	
b Actuarial value	2b	1087378000	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	6185	543432950	543432950
b For terminated vested participants	2661	79286078	79286078
c For active participants	4068	264200600	272418261
d Total	12914	886919628	895137289
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)	☐		
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	6.27%	
6 Target normal cost	6	14952563	

Statement by Enrolled Actuary
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	10/14/2016 Signature of actuary DAVID WILLICK Type or print name of actuary MERCER Firm name ONE UNIVERSITY SQUARE DRIVE SUITE 100 PRINCETON, NJ 08540-6455 Address of the firm	10/14/2016 Date 14-05498 Most recent enrollment number 609-520-2548 Telephone number (including area code)
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If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

Part II Beginning of Year Carryover and Prefunding Balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	182220275
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	16321956
9	Amount remaining (line 7 minus line 8)	0	165898319
10	Interest on line 9 using prior year's actual return of <u>11.40</u> %	0	18912408
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38a from prior year)		0
b(1)	Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.48</u> %		0
b(2)	Interest on line 38b from prior year Schedule SB, using prior year's actual return		
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance		
12	Other reductions in balances due to elections or deemed elections		
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	184810727

Part III Funding Percentages			
14	Funding target attainment percentage	14	100.83 %
15	Adjusted funding target attainment percentage	15	120.14 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	100.10 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
			Totals ►	18(b)	0
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a 0
b Contributions made to avoid restrictions adjusted to valuation date	19b 0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 0
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?	☐ Yes ☒ No
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☐ Yes ☐ No
c If line 20a is "Yes," see instructions and complete the following table as applicable:	
Liquidity shortfall as of end of quarter of this plan year	
(1) 1st	(2) 2nd
(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.72 %	2nd segment: 6.11 %	3rd segment: 6.81 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	14952563	
b Excess assets, if applicable, but not greater than line 31a	31b	7429984	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	0	0	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	7522579	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	7522579	7522579
36 Additional cash requirement (line 34 minus line 35)	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b		
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2015
		This Form is Open to Public Inspection.

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015		
A Name of plan SAINT GOBAIN CONTAINERS, INC. RETIREMENT INCOME PLAN	B Three-digit plan number (PN) ▶	008
C Plan sponsor's name as shown on line 2a of Form 5500 ARDAGH GLASS INC.	D Employer Identification Number (EIN) 35-1958205	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☐ Yes ☒ No
- b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

MERCER

13-2834414

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 14	ACTUARY & ADMINISTRATOR	782084	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

SAINT GOBAIN CORPORATION

04-3170702

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	635329	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

PACIFIC INVESTMENT MANAGEMENT CO.

33-0629048

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	198673	Yes ☒ No ☐	Yes ☐ No ☐	0	Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

CRM LLC

13-3977282

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	151349	Yes ☒ No ☐	Yes ☐ No ☐	0	Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

JPMORGAN INVESTMENT MANAGEMENT INC

13-3200244

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	135384	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

STATE STREET BANK AND TRUST COMPANY

04-1867445

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
25 49	TRUSTEE	130048	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

COLUMBUS CIRCLE

13-3441483

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	129825	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

PYRAMIS GLOBAL ADVISORS

04-3532603

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	118573	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

LAZARD ASSET MANAGEMENT

13-5545100

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	112267	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

PRUDENTIAL INSURANCE CO. OF AMERICA

22-2540245

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	122173	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

TEMPLETON INVESTMENT COUNSEL LLC

59-1961621

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	101675	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

MFSHERITAGE TRUST COMPANY

04-2864897

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	94655	Yes ☒ No ☐	Yes ☐ No ☐	0	Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

NISA INVESTMENT ADVISORS

48-1140940

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	93572	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

BARROW, HANLEY, MEWHNNY & STRAUSS

75-2403190

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	65633	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

MORGAN STANLEY

13-3040307

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	64893	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

MARTINGALE

04-2956583

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	61466	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

STATE STREET GLOBAL ADVISORS

04-0025081

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	INVESTMENT MANAGER	49965	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

MERCER INVESTMENT CONSULTING

61-0736136

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	INVESTMENT ADVISOR	18201	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2015 This Form is Open to Public Inspection
For calendar plan year 2015 or fiscal plan year beginning <u>01/01/2015</u> and ending <u>12/31/2015</u>		
A Name of plan <u>SAINT GOBAIN CONTAINERS, INC. RETIREMENT INCOME PLAN</u>	B Three-digit plan number (PN) ►	<u>008</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ARDAGH GLASS INC.</u>	D Employer Identification Number (EIN) <u>35-1958205</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.				
	Assets			
a Total noninterest-bearing cash	1a		108513	61406
b Receivables (less allowance for doubtful accounts):				
(1) Employer contributions	1b(1)		0	0
(2) Participant contributions	1b(2)			
(3) Other	1b(3)		0	26581
c General investments:				
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		113172136	12100239
(2) U.S. Government securities	1c(2)		262319251	65345771
(3) Corporate debt instruments (other than employer securities):				
(A) Preferred	1c(3)(A)			
(B) All other	1c(3)(B)		103799224	0
(4) Corporate stocks (other than employer securities):				
(A) Preferred	1c(4)(A)			
(B) Common	1c(4)(B)		151186518	0
(5) Partnership/joint venture interests	1c(5)		346182	0
(6) Real estate (other than employer real property)	1c(6)			
(7) Loans (other than to participants)	1c(7)			
(8) Participant loans	1c(8)			
(9) Value of interest in common/collective trusts	1c(9)		202471223	44250000
(10) Value of interest in pooled separate accounts	1c(10)			
(11) Value of interest in master trust investment accounts	1c(11)			
(12) Value of interest in 103-12 investment entities	1c(12)			
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		283545023	911889283
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)			
(15) Other	1c(15)		2229675	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	1119177745	1033673280

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	5341677	0
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	5341677	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	1113836068	1033673280
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)	-4407601	
(C) Corporate debt instruments	2b(1)(C)	-851666	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	15043060	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		9783793
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	46344852	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		46344852
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		10420584
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-88194608
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		-21645379

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	54715877	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		54715877
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	981404	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	2084362	
(4) Other	2i(4)	735766	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		3801532
j Total expenses. Add all expense amounts in column (b) and enter total	2j		58517409

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-80162788
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PLANTE & MORAN, PLLC

(2) EIN: 38-1357951

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

	Yes	No	N/A	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)				
4a		X		
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)				
4b		X		

	Yes	No	N/A	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X		
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X		
e Was this plan covered by a fidelity bond?	X			10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X		
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X		
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X		
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X			
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X		
l Has the plan failed to provide any benefit when due under the plan?		X		
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X		
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.				
o Did the plan trust incur unrelated business taxable income?		X		
p Were in-service distributions made during the plan year?		X		

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
 If "Yes," enter the amount of any plan assets that reverted to the employer this year. ☐ Yes ☒ No Amount:

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ☒ Yes ☐ No ☐ Not determined

Part V Trust Information

6a Name of trust	6b Trust's EIN
6c Name of trustee or custodian	6d Trustee's or custodian's telephone number

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2015 This Form is Open to Public Inspection.
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan <u>SAINT GOBAIN CONTAINERS, INC. RETIREMENT INCOME PLAN</u>	B Three-digit plan number (PN) ▶ <u>008</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ARDAGH GLASS INC.</u>	D Employer Identification Number (EIN) <u>35-1958205</u>

Part I	Distributions
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All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>04-3170702</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	<u>27</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☐ Yes	☒ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____	If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes	☐ No	☒ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	☐ Increase	☐ Decrease	☐ Both	☒ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14	Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:		
	a The current year	14a	
	b The plan year immediately preceding the current plan year	14b	
	c The second preceding plan year	14c	
15	Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:		
	a The corresponding number for the plan year immediately preceding the current plan year	15a	
	b The corresponding number for the second preceding plan year	15b	
16	Information with respect to any employers who withdrew from the plan during the preceding plan year:		
	a Enter the number of employers who withdrew during the preceding plan year	16a	
	b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	
17	If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐		

Part VI	Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans
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18	If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐
19	If the total number of participants is 1,000 or more, complete lines (a) through (c) a Enter the percentage of plan assets held as: Stock: <u>37.0</u> % Investment-Grade Debt: <u>33.0</u> % High-Yield Debt: _____% Real Estate: _____% Other: <u>30.0</u> % b Provide the average duration of the combined investment-grade and high-yield debt: ☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☒ 18-21 years ☐ 21 years or more c What duration measure was used to calculate line 19(b)? ☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

Part VII	IRS Compliance Questions
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20a Is the plan a 401(k) plan?	☐ Yes	☐ No
20b If "Yes," how does the 401(k) plan satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under sections 401(k)(3) and 401(m)(2)?	☐ Design-based safe harbor method	☐ ADP/ACP test
20c If the ADP/ACP test is used, did the 401(k) plan perform ADP/ACP testing for the plan year using the "current year testing method" for nonhighly compensated employees (Treas. Reg sections 1.401(k)-2(a)(2)(ii) and 1.401(m)-2(a)(2)(ii))?	☐ Yes	☐ No
21a Check the box to indicate the method used by the plan to satisfy the coverage requirements under section 410(b):	☐ Ratio percentage test	☐ Average benefit test
21b Does the plan satisfy the coverage and nondiscrimination tests of sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules?	☐ Yes	☐ No
22a Has the plan been timely amended for all required tax law changes?	☐ Yes	☐ No ☐ N/A
22b Date the last plan amendment/restatement for the required tax law changes was adopted ____/____/____. Enter the applicable code _____. (See instructions for tax law changes and codes).		
22c If the plan sponsor is an adopter of a pre-approved master and prototype (M&P) or volume submitter plan that is subject to a favorable IRS opinion or advisory letter, enter the date of that favorable letter ____/____/____ and the letter's serial number _____.		
22d If the plan is an individually-designed plan and received a favorable determination letter from the IRS, enter the date of the plan's last favorable determination letter ____/____/____.		
23 Is the Plan maintained in a U.S. territory (i.e., Puerto Rico (if no election under ERISA section 1022(i)(2) has been made), American Samoa, Guam, the Commonwealth of the Northern Mariana Islands or the U.S. Virgin Islands)?	☐ Yes	☐ No

Saint-Gobain Containers, Inc.
Retirement Income Plan

Financial Report
December 31, 2015

Saint-Gobain Containers, Inc. Retirement Income Plan

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Schedule of Assets Held at End of Year	Attached
Schedule of Reportable Transactions	Attached

Independent Auditor's Report

To the Plan Administrator
Saint-Gobain Containers, Inc.
Retirement Income Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2015 and 2014 and the related statement of changes in net assets available for benefits for the years then ended, and the statement of accumulated plan benefits as of December 31, 2014 and the related statement of changes in accumulated plan benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by State Street Bank and Trust Company (the "Trustee"), except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Trustee holds the Plan's investment assets and executes related transactions. The plan administrator has obtained certifications from the Trustee as of and for the years ended December 31, 2015 and 2014 that the information provided to the plan administrator by the Trustee is complete and accurate.

To the Plan Administrator
Saint-Gobain Containers, Inc.
Retirement Income Plan

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules of assets held at end of year as of December 31, 2015 and reportable transactions for the year ended December 31, 2015 are required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Plante & Moreau, PLLC

Elgin, Illinois
September 28, 2016

Saint-Gobain Containers, Inc. Retirement Income Plan

Statement of Net Assets Available for Benefits

	December 31, 2015	December 31, 2014
Assets - Investments		
Money market fund	\$ -	\$ 1,018,938
Interest in Ardagh Glass, Inc. Retirement Income Plan Trust (Note 4)	1,033,673,280	1,112,817,130
Net Assets Available for Benefits	\$ 1,033,673,280	\$ 1,113,836,068

Saint-Gobain Containers, Inc. Retirement Income Plan

Statement of Changes in Net Assets Available for Benefits

	Year Ended	
	December 31, 2015	December 31, 2014
Additions to Net Assets - Investment (loss) income		
Plan interest in Ardagh Glass, Inc. Retirement Income Plan Trust (Note 4)	\$ (21,645,379)	\$ 39,814,630
Plan interest in Saint-Gobain Corporation Trust (Note 5)	-	73,097,174
Total investment (loss) income	(21,645,379)	112,911,804
Deductions from Net Assets		
Benefits paid directly to participants or beneficiaries	54,715,877	52,448,666
Administrative expenses	3,801,532	4,494,184
Total deductions	58,517,409	56,942,850
Net (Decrease) Increase	(80,162,788)	55,968,954
Net Assets Available for Benefits		
Beginning of year	1,113,836,068	1,057,867,114
End of year	<u><u>\$ 1,033,673,280</u></u>	<u><u>\$ 1,113,836,068</u></u>

Saint-Gobain Containers, Inc. Retirement Income Plan

Statement of Accumulated Plan Benefits December 31, 2014

Actuarial present value of accumulated plan benefits:

Vested benefits:

Participants currently receiving benefit payments	\$ 643,946,277
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Other vested participants	<u>497,484,581</u>
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Total vested benefits	1,141,430,858
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Nonvested benefits	<u>9,649,866</u>
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Total actuarial present value of accumulated plan benefits	<u><u>\$1,151,080,724</u></u>
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Saint-Gobain Containers, Inc. Retirement Income Plan

Statement of Changes in Accumulated Plan Benefits Year Ended December 31, 2014

Actuarial present value of accumulated plan benefits - Beginning of year	\$ 1,046,220,554
Increase (decrease) during the year attributable to:	
Benefits accumulated	19,761,851
Benefits paid	(52,448,666)
Increase for interest due to the decrease in the discount period	48,449,821
Change in actuarial assumptions	88,107,411
Change in plan provisions	<u>989,753</u>
Net increase	<u>104,860,170</u>
Actuarial present value of accumulated plan benefits - End of year	<u><u>\$1,151,080,724</u></u>

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 1 - Plan Description

The following description of Saint-Gobain Containers, Inc. Retirement Income Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General - The Plan is a defined benefit plan covering substantially all U.S. employees of Ardagh Glass Inc. (the "Company" or "Plan Sponsor"). The Plan is a result of plan mergers and previous plans; therefore, requirements and benefits may vary considerably by location and/or business unit. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

On April 11, 2014, Ardagh Group S.A. acquired Saint-Gobain Containers, Inc. which was subsequently renamed Ardagh Glass Inc. Effective April 11, 2014, Ardagh Glass Inc. was the designated sponsor of the Saint-Gobain Containers, Inc. Retirement Income Plan.

As a result of the acquisition, the Company established the Ardagh Glass Inc. Retirement Income Plan Trust (the "Ardagh Trust") for the Plan, which is the sole participant of the Ardagh Trust. Accordingly, all plan assets and related accumulated benefits were transferred from the Saint-Gobain Corporation Trust to the Ardagh Trust during May and July 2014.

Employees are eligible to join the Plan based on their respective division agreements in accordance with the plan document.

Pension Benefits - Generally, employees with five or more years of service are entitled to annual pension benefits beginning at normal retirement age (65). Benefits are calculated as a percentage (currently 1.25 percent) of final five-year average annual compensation times years of service, on an integrated career average formula, or as a flat dollar amount times years of service. Eligibility for early retirement with reduced benefits begins either at age 50 or age 55, after completion of 5 to 10 years of service. Participants forfeit the right to receive a portion of their accumulated plan benefits if they terminate before rendering five years of service. Participants may normally elect to receive their pension benefits in the form of a life annuity, as a joint and survivor annuity, or as of a certain period. Participants may also elect to receive the present value of their accumulated plan benefits as a lump-sum distribution upon retirement or termination provided it does not exceed \$5,000.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 1 - Plan Description (Continued)

Generally, salaried individuals hired on or after January 1, 2001, and applicable union individuals hired on or after April 1, 2008 participate in a cash balance pension plan. Benefits under the cash balance portion of the Plan vest after three years of service. Under the cash balance pension plan, participant accounts receive both pay credits and interest credits on December 31 of each year. The pay credit is based on a participant's full years of service as of the first day of the plan year and is expressed as a percentage of pay for that year as follows: 1 to 8 years - 3 percent; 9 to 15 years - 3.5 percent; 16 or more - 4 percent. The interest credit is based on a participant's beginning-of-the-year account balance. The interest credit is reset each year to equal the average yield on the 30-year U.S. Treasury Bond during the month of November preceding the start of the year.

Death Benefits - If an active or terminated employee who has a vested interest in the Plan dies prior to his or her normal retirement age, a death benefit equal to the benefit the employee would have received under the qualified joint and survivor annuity form had they retired on the day immediately preceding the date of his or her death will be paid to the surviving spouse. Beneficiaries of unmarried participants and those who have elected to waive the preretirement surviving spouse benefit will receive a lump-sum benefit or monthly installments equal to the actuarial equivalent of the participant's vested accrued normal retirement benefit at the date of break in service.

Funding - Contributions are made by the Company in actuarially determined amounts. The Company's policy is to make contributions necessary to satisfy ERISA funding standards. Annual contributions meet the minimum funding requirements of ERISA.

Party-in-interest Transactions - Certain plan assets are in investment funds managed by State Street Bank and Trust Company or its affiliates. State Street Bank and Trust Company is the trustee of the Plan; therefore, these transactions qualify as party-in-interest transactions as defined under ERISA guidelines.

Contributions - All contributions to the Plan are made by the Company. The Company contributes such amounts, as determined on an actuarial basis, to provide the Plan with assets sufficient to meet the projected benefits to be paid to plan participants. No participant contributions are permitted.

Note 2 - Summary of Significant Accounting Policies

Basis of Accounting - The accompanying financial statements are prepared on the accrual basis of accounting.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 2 - Summary of Significant Accounting Policies (Continued)

Investment Valuation - The fair value of the Plan interest in the Ardagh Glass, Inc. Retirement Income Plan Trust (the "Ardagh Trust") and the Saint-Gobain Corporation Trust (the "Saint-Gobain Trust") (collectively, the "Trusts"), are based on the beginning of the year value of the Plan interest in the trust plus actual contributions and allocated investment income less actual distributions and allocated administrative expenses. In May and July 2014, the Plan's assets transferred out of the Saint-Gobain Trust to the Ardagh Trust. The Plan no longer participated in the Saint-Gobain Trust as of December 31, 2014. All assets of the Plan are in the Ardagh Trust as of December 31, 2015 and 2014. The Plan and Ardagh Trust investments are stated at fair value. The common collective trust funds are valued at net asset value per share (or its equivalent) of the funds, which are based on the fair value of the funds' underlying net assets.

The government securities and corporate debt securities are valued using quoted market prices and/or other market data for the same or comparable instruments and transactions in establishing the prices, discounted cash flow models, and other pricing models. These models are primarily industry-standard models that consider various assumptions, including time value and yield curve as well as other relevant economic measures. The money market funds are valued at fair value based on their outstanding balances. The Plan values partnership and joint venture interests at fair value based on the equity of ownership. All other investments held in the Trusts and the Plan are valued based on quoted market prices. See Notes 4 and 5 for additional information.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Benefit Payments - Benefits are recorded when paid.

Administrative Expenses - Various administrative costs are paid by the Plan.

Actuarial Present Value of Accumulated Plan Benefits - Accumulated plan benefits are those future periodic payments, including lump-sum payments, that are attributable, under the Plan's provisions, to the service employees have rendered. These include benefits expected to be paid to:

- a. Retired or terminated employees or their beneficiaries
- b. Beneficiaries of employees who have died
- c. Present employees or their beneficiaries

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 2 - Summary of Significant Accounting Policies (Continued)

Actuarial Assumptions - The actuarial present value of accumulated plan benefits is determined by an actuary and is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money and probability of payment between the valuation date and the expected date of payment.

The significant actuarial assumptions used and changes in assumptions in the valuation of the Plan at December 31, 2014 and 2013 are summarized as follows:

Actuarial cost method	Projected unit credit cost method
Retirement age	Rates graded by age, ranging from 55 to 70
Mortality basis	Modified version of RP-2014 base table (white and blue collar) with MP-2014 projection scale
Discount rate	4.10 percent for 2014 and 4.75 percent for 2013
Interest accumulation rate for cash balances	2.85 percent for 2014 and 3.50 percent for 2013

The increase of approximately \$88 million of accumulated plan benefits as a result of assumption changes relates primarily to a change in the discount rate.

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

Risks and Uncertainties - Contributions to the Plan and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics. Due to the changing nature of these assumptions, it is at least reasonably possible that changes in these assumptions will occur in the near term and, due to the uncertainties inherent in setting assumptions, that the effect of such changes could be material to the financial statements. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. It is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the financial statements.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 2 - Summary of Significant Accounting Policies (Continued)

New Accounting Pronouncements - In May 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2015-07, *Disclosures for Investments in Certain Entities that Calculate Net Asset Value per Share (or its Equivalent)*. This update amends ASC 820, *Fair Value Measurements*. The update removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value per share practical expedient. The disclosure requirements are effective for fiscal years beginning after December 15, 2016, for nonpublic entities, and are required to be provided retrospectively for all comparative periods presented. Management does not expect the adoption of this standard to have a significant impact on the Plan's financial statements.

In July 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2015-12, *Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965) - I. Fully Benefit-Responsive Investment Contracts; II. Plan Investment Disclosures, and III. Measurement Date Practical Expedient*. Part II of the ASU is applicable to the Plan and will modify the investment disclosures under ASC 820 and 960. The ASU is effective for fiscal years beginning after December 15, 2015 and is required to be applied retrospectively for all comparative periods presented. Management does not expect the adoption of this standard to have a significant impact on the Plan's financial statements.

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including September 28, 2016, which is the date the financial statements were available to be issued.

Note 3 - Unaudited Information

State Street Bank and Trust Company (the "Trustee") holds the Plan's investments and executes all investment transactions. The investment balances and related investment results included in the accompanying financial statements, including the Trusts' information included in Notes 4 and 5, supplemental schedule of assets held at end of year, and schedule of reportable transactions are based solely on information provided by the Trustee.

Note 4 - Interest in Ardagh Glass Inc. Retirement Income Plan Trust

The Plan's investments are held by the Ardagh Trust, which was established for the investment of assets of the Plan. The assets of the Ardagh Trust are held by State Street Bank & Trust Company. At December 31, 2015 and 2014, the Plan holds a 100 percent interest in the net assets of the Ardagh Trust. Investment income and administrative expenses relating to the Ardagh Trust are entirely allocated to the Plan.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 4 - Interest in Ardagh Glass Inc. Retirement Income Plan Trust (Continued)

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

Level 1 - Fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets in active markets, quoted prices for identical or similar assets in markets that are not active, and inputs other than quoted prices that are observable for the asset.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.

In instances whereby inputs used to measure fair value fall into different levels in the above fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Plan's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 4 - Interest in Ardagh Glass Inc. Retirement Income Plan Trust (Continued)

The following table presents detail of the Ardagh Trust net assets and liabilities including assets and liabilities measured at fair value on a recurring basis as December 31, 2015:

Assets Measured at Fair Value on a Recurring Basis at December 31, 2015

	Level 1	Level 2	Level 3	Balance at December 31, 2015
Trust Investments				
Money market funds	\$ -	\$ 12,161,645	\$ -	\$ 12,161,645
U.S. government securities	-	65,345,771	-	65,345,771
Mutual funds:				
Fixed income	381,024,559	-	-	381,024,559
Emerging markets	202,758,660	-	-	202,758,660
Large cap	252,308,018	-	-	252,308,018
Small cap	75,798,046	-	-	75,798,046
Common collective trusts:				
Fixed income (1)	-	26,400,000	-	26,400,000
U.S. equity (2)	-	17,850,000	-	17,850,000
Total investments	911,889,283	121,757,416	-	1,033,646,699
Receivables:				
Accrued interest and dividends	-	-	-	4,113
Tax refunds	-	-	-	22,468
Total assets	911,889,283	121,757,416	-	1,033,673,280
Net Ardagh Trust assets available for benefits	<u>\$ 911,889,283</u>	<u>\$ 121,757,416</u>	<u>\$ -</u>	<u>\$ 1,033,673,280</u>

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 4 - Interest in Ardagh Glass Inc. Retirement Income Plan Trust (Continued)

Assets Measured at Fair Value on a Recurring Basis at December 31, 2014

	Level 1	Level 2	Level 3	Balance at December 31, 2014
Trust Investments				
Money market funds	\$ -	\$ 112,153,198	\$ -	\$ 112,153,198
Government securities:				
U.S.	-	253,968,361	-	253,968,361
Municipal	-	4,742,592	-	4,742,592
International	-	3,608,298	-	3,608,298
Corporate debt securities -				
Primarily U.S. companies	-	103,799,224	-	103,799,224
Common stock:				
International	59,697,800	-	-	59,697,800
Large cap	64,451,623	-	-	64,451,623
Mid cap	26,449,767	-	-	26,449,767
Small cap	587,328	-	-	587,328
Common collective trusts -				
U.S. equity (2)	-	202,471,223	-	202,471,223
Mutual funds:				
Fixed income	112,878,641	19,216,349	-	132,094,990
Emerging markets	-	90,260,739	-	90,260,739
Large cap	-	36,582,561	-	36,582,561
Small cap	-	24,606,733	-	24,606,733
Partnership/joint venture interests	346,182	-	-	346,182
Other	-	(213,257)	-	(213,257)
Total investments	264,411,341	851,196,021	-	1,115,607,362
Cash	-	-	-	108,513
Receivables:				
Accrued interest and dividends	-	-	-	1,758,132
Securities sold	-	-	-	684,800
Total assets	264,411,341	851,196,021	-	1,118,158,807
Liabilities - Payable for securities purchased	-	-	-	5,341,677
Net Ardagh Trust assets available for benefits	\$ 264,411,341	\$ 851,196,021	\$ -	\$ 1,112,817,130

- (1) This class represents investments in an actively managed common collective trust fund that invests primarily in fixed-income securities, which may include asset-backed securities and hedge funds.
- (2) This class represents investments in an actively managed common collective trust fund that invests primarily in equity securities, which may include common stocks, options, and futures.

There were no unfunded commitments or redemption restrictions on the investments described above.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the end of the reporting period. There were no significant transfers during 2015 and 2014.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 4 - Interest in Ardagh Glass Inc. Retirement Income Plan Trust (Continued)

The Plan and Trust also hold other assets and liabilities not measured at fair value on a recurring basis, including accrued income, unsettled trades, accrued liabilities, payables, and contributions receivable. The fair value of these assets and liabilities approximates the carrying amounts in the accompanying financial statements due to the short maturity of the instruments.

The Ardagh Trust's investments, which includes gains and losses on investments purchased and sold, depreciated and appreciated in value during the years ended December 31, 2015 and 2014 as follows:

	2015	2014
Net (depreciation) appreciation in fair value of investments:		
Government securities	\$ (4,407,601)	\$ 37,589,616
Corporate debt securities	(851,666)	254,608
Common stocks	13,219,885	710,408
Partnership/Joint venture interests	615	49
Common collective trusts	10,420,584	(2,915,964)
Mutual funds	(88,194,608)	(3,956,605)
Total net (depreciation) appreciation	(69,812,791)	31,682,112
Interest and dividends	48,167,412	8,132,518
Total investment (loss) income	<u>\$ (21,645,379)</u>	<u>\$ 39,814,630</u>

Note 5 - Interest in Saint-Gobain Corporation Trust

The Plan was a participant of the Saint-Gobain Corporation Trust from January 2014 through July 2014. The assets of the Saint-Gobain Trust were held by State Street Bank and Trust Company. The Saint-Gobain Trust consisted of the Saint-Gobain Retirement Income Plan and the Plan. In May and July 2014, the Plan's assets of approximately \$1,102.2 million transferred out of the Saint-Gobain Trust to the Ardagh Trust (see Note 4). Subsequent to the transfer of assets, the Plan no longer participated in the Saint-Gobain Corporation Trust.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 5 - Interest in Saint-Gobain Corporation Trust (Continued)

The Saint-Gobain Trust's investments, which includes gains and losses on investments purchased and sold, appreciated and depreciated in value during the year ended December 31, 2014 as follows:

Net appreciation (depreciation) in fair value of investments:	
Government securities	\$ 220,197,929
Corporate debt securities	58,017,221
Common stocks	12,138,934
Partner/joint venture interests	287,852
Collateralized mortgage obligations	(179)
Common collective trusts	(1,265,657)
Mutual funds	(3,383,595)
Other	<u>4,305,685</u>
Total net appreciation	290,298,190
Interest and dividends	<u>54,348,416</u>
Total investment income	<u>\$ 344,646,606</u>

Note 6 - Tax Status

The Plan has received a determination letter from the Internal Revenue Service dated November 21, 2014 indicating that the Plan, as designed, is qualified for tax-exempt treatment under the applicable section of the Internal Revenue Code. Accordingly, no provision for income taxes has been made in the accompanying financial statements.

Note 7 - Plan Termination

Prior to the acquisition of Saint-Gobain Containers, Inc. by Ardagh Group S.A., the PBGC filed a complaint in Pennsylvania court in 2013 to involuntarily terminate the Plan; however, the action was dismissed in 2014 with requirement to contribute \$207,500,000 to the Plan and set aside funds to purchase a credit default swap contract related to debt securities of Ardagh Group S.A. The \$207,500,000 contribution was recorded as a contribution receivable as of December 31, 2013 and received by the Plan in 2014. The Plan Sponsor is in the process of negotiating into a credit default swap contract as also required; however, the contract has not been secured as of December 31, 2015 and through the report date.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 7 - Plan Termination (Continued)

Should the Plan terminate at some future time, its net assets generally will not be available on a pro-rata basis to provide participants' benefits. Whether a particular participant's accumulated plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by the Pension Benefit Guaranty Corporation (PBGC) at that time. Some benefits may be fully or partially provided for by the then-existing assets and the PBGC guaranty, while other benefits may not be provided for at all.

SG1K

AGI RIP TRUST ALL ACC
COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

PAGE: 2
PLAN YEAR ENDING: 12/31/15

Plan #: 008
EIN:35-1958205

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE

MONEY MARKET FUNDS					

		EURO CURRENCY			
		6,923.24	7,663.11		7,520.71
SG1J	EUR	4,791.46	5,316.77		5,204.96
SG1P	EUR	2,131.78	2,346.34		2,315.75
		JAPANESE YEN			
		6,918,078.00	56,481.70		57,509.27
SG1J	JPY	2,079,600.00	16,784.82		17,287.50
SG1P	JPY	4,838,478.00	39,696.88		40,221.77
		SOUTH KOREAN WON			
		4,153.00	3.72		3.54
SG1J	KRW	4,153.00	3.72		3.54
		SINGAPORE DOLLAR			
		6,000.00	4,464.95		4,229.37
SG1J	SGD	6,000.00	4,464.95		4,229.37
		US DOLLAR			
		-7,857.36	-7,857.36		-7,857.36
SG1X	USD	-7,857.36	-7,857.36		-7,857.36
		STATE STREET BANK + TRUST CO	SHORT TERM INVESTMENT FUND	1.000 12/31/2030	
		12,100,239.00	12,100,239.00		12,100,239.00
SG1P	8611239B5	0.02	0.02		0.02
SG1V	8611239B5	19.16	19.16		19.16
SG1Z	8611239B5	4,586,075.42	4,586,075.42		4,586,075.42
SG2A	8611239B5	5,003.88	5,003.88		5,003.88
SG2B	8611239B5	7,509,140.50	7,509,140.50		7,509,140.50
SG2F	8611239B5	0.02	0.02		0.02
		-----	-----		-----
		19,027,535.88	12,160,995.12		12,161,644.53

SG1K

AGI RIP TRUST ALL ACC
COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

PAGE: 3
PLAN YEAR ENDING: 12/31/15

Plan #: 008
EIN: 35-1958205

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
U.S. GOVERNMENT SECURITIES					
		STRIP PRINC	11/44 0.00000	0.010 11/15/2044	
		62,792,000.00		26,833,533.28	25,285,082.56
SG2F	912803EK5	62,792,000.00		26,833,533.28	25,285,082.56
		STRIPS	08/25 0.00000	0.010 08/15/2025	
		19,137,000.00		15,146,361.39	15,097,370.67
SG2F	912833LW8	19,137,000.00		15,146,361.39	15,097,370.67
		STRIPS	05/30 0.00000	0.010 05/15/2030	
		24,253,000.00		16,257,940.05	16,263,091.68
SG2F	912833XU9	24,253,000.00		16,257,940.05	16,263,091.68
		STRIPS	11/35 0.00000	0.010 11/15/2035	
		9,640,000.00		4,695,354.80	5,300,072.00
SG2F	912833X96	9,640,000.00		4,695,354.80	5,300,072.00
		STRIPS	11/30 0.00000	0.010 11/15/2030	
		5,170,000.00		3,060,289.65	3,400,153.90
SG2F	9128337N4	5,170,000.00		3,060,289.65	3,400,153.90
			120,992,000.00	65,993,479.17	65,345,770.81

SG1K

AGI RIP TRUST ALL ACC
COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

PAGE: 4
PLAN YEAR ENDING: 12/31/15

Plan #: 008
EIN:35-1958205

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE

COMMON/COLLECTIVE TRUSTS					

	CORE PROPERTY COLLECTIVE	MUTUAL FUNDS			
		17,850,000.000	17,850,000.00		17,850,000.00
SG1Z	927ZRR906	17,850,000.000	17,850,000.00		17,850,000.00
	STRUCTURED CREDIT COLLECTIVE F	STRUCTURED CREDIT COLLECTIVE			
		26,400,000.000	26,400,000.00		26,400,000.00
SG1Z	976MRM906	26,400,000.000	26,400,000.00		26,400,000.00
		-----	-----		-----
		44,250,000.00	44,250,000.00		44,250,000.00

SG1K

AGI RIP TRUST ALL ACC
COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

PAGE: 5
PLAN YEAR ENDING: 12/31/15

Plan #: 008
EIN:35-1958205

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
REGISTERED INVESTMENT COMPANY				
SG1Z	783980105	SEI INSTITUTIONAL INVESTMENT T SEI INST INV LRGE CAP FUND A		
		6,665,424.508	146,055,746.72	126,176,485.94
		6,665,424.508	146,055,746.72	126,176,485.94
SG1Z	783980303	SEI INSTITUTIONAL INVESTMENT T SEI INST INV H/Y BOND FD A		
		8,136,462.646	69,544,806.61	66,881,722.95
		8,136,462.646	69,544,806.61	66,881,722.95
SG2E	783980584	SEI INTERMEDIATE DURATION CRED SEI INTERMEDIATE DUR CR A		
		8,430,167.540	83,319,356.76	81,013,910.06
		8,430,167.540	83,319,356.76	81,013,910.06
SG1Z	783980626	SEI INSTITUTIONAL INVESTMENT T SEI INST INV S+P 500 IDX A		
		11,181,873.420	129,103,423.60	126,131,532.18
		11,181,873.420	129,103,423.60	126,131,532.18
SG2E	783980634	SEI LONG DURATION CORPORATE BO SEI LONG DUR CORP BOND A		
		18,325,688.231	190,102,823.79	175,376,836.37
		18,325,688.231	190,102,823.79	175,376,836.37
SG1Z	783980642	SEI INSTITUTIONAL MANAGED TRUS SEI SMALL CAP II FUND A		
		6,890,731.410	86,071,103.89	75,798,045.51
		6,890,731.410	86,071,103.89	75,798,045.51
SG1Z	783980758	SEI INSTITUTIONAL INVESTMENT T SEI INST INV EMG MKT DEBT A		
		6,615,359.599	59,205,437.39	57,752,089.30
		6,615,359.599	59,205,437.39	57,752,089.30
SG1Z	783980774	SEI INSTITUTIONAL INVESTMENT T SEI INST INV WRLD EQ EX US A		
		14,278,883.097	179,390,103.44	154,354,726.28
		14,278,883.097	179,390,103.44	154,354,726.28
SG1Z	926SZN903	SIIT EMERGING MARKETS EQUITY F SIIT EMERGING MARKETS EQUITY		
		5,902,918.787	50,836,664.24	48,403,934.05
		5,902,918.787	50,836,664.24	48,403,934.05
			-----	-----
			86,427,509.238	911,889,282.64
			-----	-----
Total Trust Assets			1,116,033,940.73	1,033,646,697.98

SG1K

PAGE: 2

Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

AGI RIP TRUST ALL ACC

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY (C) PURCHASE PRICE	(B) DESCRIPTION OF ASSET (D) SELLING PRICE	RATE (F) EXPENSES INCURRED	MAT DATE	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
MONEY MARKET FUNDS						
8611239B5	STATE STREET BANK + TRUST CO	1.000	12/31/2030			
410,685,090.04		0.00		0.00	410,685,090.04	0.00
8611239B5	STATE STREET BANK + TRUST CO	1.000	12/31/2030			
	327,323,691.33	0.00		327,323,691.33	327,323,691.33	0.00
8611239B5	STATE STREET BANK + TRUST CO	1.000	12/31/2030			
	156,988,262.89	0.00		156,988,262.89	156,988,262.89	0.00
MONEY MARKET FUNDS TOTALS						
		0.00		484,311,954.22	894,997,044.26	0.00

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Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

AGI RIP TRUST ALL ACC

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE			
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	
U.S. GOVERNMENT SECURITIES						

U.S. GOVERNMENT SECURITIES TOTALS						

		0.00	0.00	0.00	0.00	

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE			
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	
CORP. DEBT INSTR. - PREFERRED						
CORP. DEBT INSTR. - PREFERRED TOTALS						
		0.00	0.00	0.00	0.00	

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE			
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	
CORP. DEBT INSTR. - ALL OTHER						
CORP. DEBT INSTR. - ALL OTHER TOTALS						
		0.00	0.00	0.00	0.00	

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Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN: 35-1958205

AGI RIP TRUST ALL ACC

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE			
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	
CORPORATE STOCKS - PREFERRED						
CORPORATE STOCKS - PREFERRED TOTALS						
		0.00	0.00	0.00	0.00	

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE			
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	
CORPORATE STOCKS - COMMON						
CORPORATE STOCKS - COMMON TOTALS						
		0.00	0.00	0.00	0.00	

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Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

AGI RIP TRUST ALL ACC

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE			
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	
PARTN./JOINT VENTURE INTERESTS						

PARTN./JOINT VENTURE INTERESTS TOTALS						

		0.00	0.00	0.00	0.00	

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN: 35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE			
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	

OTHER

OTHER TOTALS

0.00

0.00

0.00

0.00

SG1K

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Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

AGI RIP TRUST ALL ACC

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY (C) PURCHASE PRICE	(B) DESCRIPTION OF ASSET (D) SELLING PRICE	RATE (F) EXPENSES INCURRED	MAT DATE	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
COMMON/COLLECTIVE TRUSTS						
03599A967	DAILY EAFE FUND					
	76,233,757.86	0.00		75,650,000.00	76,233,757.86	583,757.86
782995930	S + P 500 FLAGSHIP FUND					
	101,610,089.04	0.00		94,468,000.00	101,610,089.04	7,142,089.04
COMMON/COLLECTIVE TRUSTS TOTALS						
		0.00		170,118,000.00	177,843,846.90	7,725,846.90

AGI RIP TRUST ALL ACC
 SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE
 BEGINNING NET ASSET VALUE: 1,112,817,129.42
 5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY (C) PURCHASE PRICE	(B) DESCRIPTION OF ASSET (D) SELLING PRICE	RATE (F) EXPENSES INCURRED	MAT DATE	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
REGISTERED INVESTMENT COMPANY						
ACI00MAI6	PRUDENTIAL LONG DUR CORP BOND 82,077,652.68	0.00		77,574,767.76	82,077,652.68	4,502,884.92
783980105	SEI INSTITUTIONAL INVESTMENT T 105,187,134.00	0.00		0.00	105,187,134.00	0.00
783980303	SEI INSTITUTIONAL INVESTMENT T 70,502,203.24	0.00		0.00	70,502,203.24	0.00
783980584	SEI INTERMEDIATE DURATION CRED 100,415,512.00	0.00		0.00	100,415,512.00	0.00
783980634	SEI LONG DURATION CORPORATE BO 91,728,715.12	0.00		0.00	91,728,715.12	0.00
783980634	SEI LONG DURATION CORPORATE BO 147,773,166.00	0.00		0.00	147,773,166.00	0.00
783980634	SEI LONG DURATION CORPORATE BO 81,749,858.03	0.00		85,811,255.09	81,749,858.03	-4,061,397.06
783980642	SEI INSTITUTIONAL MANAGED TRUS 57,374,800.00	0.00		0.00	57,374,800.00	0.00
783980758	SEI INSTITUTIONAL INVESTMENT T 60,430,459.92	0.00		0.00	60,430,459.92	0.00
783980774	SEI INSTITUTIONAL INVESTMENT T 248,624,136.00	0.00		0.00	248,624,136.00	0.00
783980774	SEI INSTITUTIONAL INVESTMENT T 85,718,933.54	0.00		95,893,168.60	85,718,933.54	-10,174,235.06
REGISTERED INVESTMENT COMPANY TOTALS						
		0.00		259,279,191.45	1,131,582,570.53	-9,732,747.20

SG1K

PAGE: 2

Plan #: 008
EIN: 35-1958205

AGI RIP TRUST ALL ACC
 SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES
 BEGINNING NET ASSET VALUE: 1,112,817,129.42
 5% OF ASSET VALUE: 55,640,856.47

PLAN YEAR ENDING: 12/31/15

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE	#PUR	(C) PURCHASE PRICE	#SALE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS
MONEY MARKET FUNDS												
8611239B5	STATE STREET BANK + TRUST CO	1.000	12/31/2030									
483	633,559,237.23	286	733,612,195.32			0.00	733,612,195.32	769	1,367,171,432.55		0.00	
MONEY MARKET FUNDS TOTALS												
483	633,559,237.23	286	733,612,195.32			0.00	733,612,195.32	769	1,367,171,432.55		0.00	

SG1K

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Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN: 35-1958205

AGI RIP TRUST ALL ACC
 SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES
 BEGINNING NET ASSET VALUE: 1,112,817,129.42
 5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE	#PUR	(C) PURCHASE PRICE	#SALE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS
U.S. GOVERNMENT SECURITIES												
912803EK5	STRIP PRINC	0.010	11/15/2044									
13	42,355,890.28	8			15,153,273.55			0.00	15,863,871.50	21	57,509,163.83	-710,597.95
U.S. GOVERNMENT SECURITIES TOTALS												
13	42,355,890.28	8			15,153,273.55			0.00	15,863,871.50	21	57,509,163.83	-710,597.95

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Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

AGI RIP TRUST ALL ACC

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE						
#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
CORP. DEBT INSTR. - PREFERRED									
CORP. DEBT INSTR. - PREFERRED TOTALS									
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	0.00

SG1K

PAGE: 5

Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

AGI RIP TRUST ALL ACC

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

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CORP. DEBT INSTR. - ALL OTHER									
CORP. DEBT INSTR. - ALL OTHER TOTALS									
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	0.00

SG1K

PAGE: 6

Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

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#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
CORPORATE STOCKS - PREFERRED									
CORPORATE STOCKS - PREFERRED TOTALS									
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	0.00

SG1K

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Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

AGI RIP TRUST ALL ACC

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#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
CORPORATE STOCKS - COMMON									
CORPORATE STOCKS - COMMON TOTALS									
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	0.00

SG1K

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Plan #: 008
EIN: 35-1958205

AGI RIP TRUST ALL ACC
SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES
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PLAN YEAR ENDING: 12/31/15

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE						
#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
PARTN./JOINT VENTURE INTERESTS									

PARTN./JOINT VENTURE INTERESTS TOTALS									

0	0.00	0	0.00	0.00	0	0.00	0.00	0.00	

SG1K

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Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

AGI RIP TRUST ALL ACC

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE						
#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
OTHER									

OTHER TOTALS									

0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	0.00

SG1K

PAGE: 10

Plan #: 008

AGI RIP TRUST ALL ACC
 SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES
 BEGINNING NET ASSET VALUE: 1,112,817,129.42
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PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE						
#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
COMMON/COLLECTIVE TRUSTS									
03599A967	DAILY EAFE FUND								
0	0.00	1	76,233,757.86	0.00	75,650,000.00	1	76,233,757.86	583,757.86	
782995930	S + P 500 FLAGSHIP FUND								
0	0.00	1	101,610,089.04	0.00	94,468,000.00	1	101,610,089.04	7,142,089.04	
COMMON/COLLECTIVE TRUSTS TOTALS									
0	0.00	2	177,843,846.90	0.00	170,118,000.00	2	177,843,846.90	7,725,846.90	

AGI RIP TRUST ALL ACC
SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES
BEGINNING NET ASSET VALUE: 1,112,817,129.42
5% OF ASSET VALUE: 55,640,856.47

PLAN YEAR ENDING: 12/31/15

(A) IDENTITY OF PARTY #PUR	(B) DESCRIPTION OF ASSET (C) PURCHASE PRICE	(D) SELLING PRICE	(E) RATE (F) EXPENSES INCURRED	(G) MAT DATE (H) COST OF ASSET	(I) #TOTAL	(J) CURR VALUE	(K) GAIN/LOSS
REGISTERED INVESTMENT COMPANY							
ACI00MAI6 0	PRUDENTIAL LONG DUR CORP BOND 0.00	4	82,199,825.58	0.00	77,688,428.15	4	82,199,825.58 4,511,397.43
783980105 8	SEI INSTITUTIONAL INVESTMENT T 157,171,301.63	4	10,356,547.54	0.00	11,115,554.91	12	167,527,849.17 -759,007.37
783980303 3	SEI INSTITUTIONAL INVESTMENT T 71,105,801.05	2	1,500,122.90	0.00	1,560,994.44	5	72,605,923.95 -60,871.54
783980584 12	SEI INTERMEDIATE DURATION CRED 124,335,887.21	2	40,199,370.34	0.00	41,016,530.45	14	164,535,257.55 -817,160.11
783980626 10	SEI INSTITUTIONAL INVESTMENT T 138,838,557.97	4	9,409,762.39	0.00	9,735,134.37	14	148,248,320.36 -325,371.98
783980634 12	SEI LONG DURATION CORPORATE BO 276,511,157.86	2	82,335,399.37	0.00	86,408,334.07	14	358,846,557.23 -4,072,934.70
783980642 8	SEI INSTITUTIONAL MANAGED TRUS 92,306,195.21	4	5,834,677.30	0.00	6,235,091.32	12	98,140,872.51 -400,414.02
783980758 2	SEI INSTITUTIONAL INVESTMENT T 60,511,054.68	2	1,277,882.47	0.00	1,305,617.29	4	61,788,937.15 -27,734.82
783980774 6	SEI INSTITUTIONAL INVESTMENT T 286,263,406.09	4	96,214,858.17	0.00	106,873,302.65	10	382,478,264.26 -10,658,444.48
REGISTERED INVESTMENT COMPANY TOTALS							
61	1,207,043,361.70	28	329,328,446.06	0.00	341,938,987.65	89	1,536,371,807.76 -12,610,541.59

Schedule SB, Line 26 — Schedule of Active Participant Data**Distribution of active participants and average salary for salaried related benefits**

Years of benefit service/average valuation compensation as of January 1, 2015										
Attained age	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25	6 *	97 54,085	5 *							
25-29	2 *	150 57,542	34 69,153							
30-34	1 *	148 63,050	46 78,830	3 *						
35-39		141 62,640	40 72,472	15 *	2 *					
40-44	4 *	116 65,514	58 74,822	21 95,230	24 93,009	8 *	1 *			
45-49	2 *	103 64,593	60 71,547	23 106,365	29 91,615	3 *	4 *			
50-54	3 *	97 66,140	66 78,224	16 *	50 110,486	3 *	5 *	5 *		
55-59		70 69,890	35 78,021	22 107,564	65 109,140	2 *	1 *	4 *	5 *	2 *
60-64		22 78,744	31 80,811	7 *	47 117,049	2 *	2 *		2 *	4 *
65-69		4 *	5 *	6 *	14 *			1 *		
70+						1 *				

In each cell, the top number is the count of active participants for each age/service combination and the bottom number is average pay for 2014 limited to \$260,000.

* Average pay is not shown for cells with fewer than 20 participants.

Schedule SB, Line 26 — Schedule of Active Participant Data**Distribution of active hourly plan participants with flat dollar benefits**

Years of benefit service as of January 1, 2015										
Attained age	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25		2	1							
25-29	1	2	34							
30-34	2	7	68	37	3					
35-39		1	62	88	28	2				
40-44	1	8	64	83	69	73	4			
45-49		7	75	77	70	108	48	2		
50-54		7	52	93	65	77	73	58	20	
55-59		7	56	84	65	71	40	82	93	11
60-64		5	24	42	27	35	17	42	40	50
65-69			4	6	2	9	3	6	8	18
70+				1						3

Schedule SB, Line 26 — Schedule of Active Participant Data**Distribution of active participants with a cash balance account**

Years of benefit service/average cash balance** as of January 1, 2015										
Attained age	Under 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25	6 *	97 3,491	5 *							
25-29	2 *	150 4,368	34 10,691							
30-34	1 *	148 4,973	46 13,118	3 *						
35-39		141 5,081	40 13,366	14 *						
40-44	4 *	116 5,615	58 13,643	16 *	6 *	8 *	1 *			
45-49	2 *	103 5,438	60 13,345	19 *	1 *	1 *	4 *			
50-54	3 *	97 5,780	65 15,277	9 *	2 *	2 *	5 *	4 *		
55-59		70 6,364	33 14,478	14 *	5 *	1 *	1 *	3 *	4 *	2 *
60-64		21 6,750	30 15,737	7 *		2 *	2 *		2 *	1 *
65-69		4 *	5 *	5 *	1 *			1 *		

* Average cash balance is not displayed for age/service groupings with fewer than 20 members.

** This scatter displays the average cash balance accounts for active participants with account-based benefits.

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods**Actuarial Assumptions for January 1, 2015 Funding Valuation****Discount rate sponsor elections**

- Segment rates or full yield curve Segment
- Look-back months 4

	<u>Stabilized rates</u>	<u>Nonstabilized rates</u>
– First 5 years	4.72%	1.15%
– Next 15 years	6.11%	4.06%
– Over 20 years	6.81%	5.15%

Mortality sponsor elections

- Healthy participants Section 430(h)(3) prescribed separate static annuitant and nonannuitant mortality tables. These tables are based on the RP-2000 mortality tables projected with mortality improvement to the valuation year plus 7 and 15 years based on Scale AA.
- Disabled participants Revenue Ruling 96-7. Applies to Salaried and Ball Hourly participants.

Cash balance plans

- Interest accumulation rate IAS19R discount rate minus 125 basis points (2.85% for 2015). Historically, the difference between high quality corporate bond rates (used to determine the IAS 19 discount rate) and the 30-Year Treasury rate has been roughly 125 basis points.
- Whipsaw calculations No

Other economic assumptions

- Salary increases 3.50% per year. This assumption historically has been used for the plan and has not produced consistent significant gains or losses. Recent data suggests that it is appropriate for the valuation.
- Flat-dollar benefit increases 0.00% per year
- Increase in maximum salary and benefit limitations 2.50% per year. This assumption is based on the inflation assumption periodically published by Mercer Investment Consulting in their Capital Market Outlook.
- Expected investment return 7.00% for 2015, and 7.50% per year for 2013 and 2014. The expected rate of return on plan assets is based on the 50th percentile simulated investment return using a blend of current and historical capital market assumptions published in Mercer Investment Consulting's *Capital Markets Outlook* for the plan's target asset mix.
- Expenses Expenses for the current year are assumed equal to expenses from the prior year, increased by the expected change in PBGC premiums. For 2015, expenses are assumed to be \$2,102,000.

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods**Demographic assumptions**

– Withdrawal

Attained age	Withdrawal rate	
	Less than 5 years of service	5 or more years of service
20	36%	26%
25	31	21
30	24	14
35	21	11
40	19	9
45	17	7
50	16	6
55	0	0

Withdrawal rates were developed based on an experience study undertaken in 2011 using data from 2006-2010. Plan experience is reviewed annually for reasonability.

– Disability incidence

The disability incidence table is based on the Conference of Consulting Actuaries 1985 Pension Disability Study Class 1 rate.

– Retirement age

Attained age	Rate	
	Hourly	Salaried
Under 55	0%	0%
55	6%	5%
56	6%	5%
57	6%	6%
58	6%	6%
59	8%	6%
60	8%	7%
61	11%	9%
62	14%	15%
63	30%	20%
64	20%	20%
65	50%	50%
66	30%	40%
67	30%	40%
68	30%	30%
69	30%	30%
70 and above	100%	100%

The retirement rates are based on an experience study undertaken in 2011 using data from 2006-2010. Plan experience is reviewed annually for reasonability.

– Benefit commencement age for

– Future vested deferred	Unreduced retirement age
– Current vested deferred	Unreduced retirement age

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

– Spouse assumptions	<u>Male participants</u>		<u>Female participants</u>
	– Percentage married		80%
	– Spouse age difference		3 years older
Form of payment	<u>Single life</u>	<u>50% J&S</u>	<u>100% J&S</u>
– Active retirements	50%	25%	25%
– Future vested deferred	50%	25%	25%
– Current vested deferred	50%	25%	25%
– Lump sum	Employees who are eligible for lump sum payments are assumed to elect lump sums.		
Unpredictable contingent event assumptions	None assumed.		

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

Actuarial Methods

Asset Methods

The asset valuation method is an average of the adjusted market value for each year during the last two years preceding the valuation date. The adjusted market value is the market value at each determination date adjusted to the valuation date based on actual cash flows and expected interest at the lesser of the expected rate of return and the third segment rate. This amount is adjusted to be no greater than 110% and no less than 90% of the fair market value, as defined in IRC Section 430.

A characteristic of this asset method is that, over time, it is slightly more likely to produce an actuarial value of assets that is less than the market value of assets than an actuarial value that is greater than the market value.

Participant Methods

Participants or former participants are included or excluded from the valuation as described below:

- **Participants included:** The plan sponsor provides us with data on all employees as of the valuation date, but only those employees who have completed the plan's eligibility requirements are included in the valuation of liabilities.
- **Participants excluded:** No actuarial liability is included for nonvested participants who terminated prior to the valuation date. For this purpose, participants with a break in service on the valuation date are treated as terminated participants.
- **Insurance contracts:** The plan does not have any insurance contracts.
- **Disabled participants:** The liabilities for participants on long-term disability have been included with the liabilities for terminated vested participants. Some participants who become disabled before retirement continue to earn credited service during their disability. These participants are valued assuming they will remain disabled until normal retirement.

Minimum Funding Methods

The funding target for minimum funding calculations is computed using the traditional unit credit method of funding. The objective under this method is to fund each participant's benefits under the plan as they accrue. Thus, the total pension to which each participant is expected to become entitled at retirement is broken down into units, each associated with a year of past or future credited service.

A detailed description of the calculation follows:

- The plan's valuation date is the beginning of the plan year.
- An individual's **funding target** is the present value of future benefits based on credited service and average pay as of the beginning of the plan year, and an individual's **target normal cost** is the present value of the benefit expected to accrue in the plan year. If multiple decrements are used, the funding target and the target

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

normal cost for an individual is the sum of the component funding targets and target normal costs associated with the various anticipated separation dates.

- This plan provides disability benefits that are only partially based on a participant's accrued benefit or years of service. This benefit is allocated to funding target based on the accrued benefit on the valuation date plus a portion of the excess of the benefit over the accrued benefit multiplied by the ratio of the participant's service at the beginning of the plan year to their service at each decrement age. This benefit is allocated to target normal cost based on the proportionate benefit attributable to the increase in the participant's service and compensation during the plan year.
- The plan's **target normal cost** is the sum of the individual target normal costs, and the plan's **funding target** is the sum of the individual funding targets for all participants under the plan.

Unpredictable Contingent Event Benefits (UCEBs)

The union plans provide for supplemental benefits in the event of a plant closure or shut down. Under the Pension Protection Act of 2006, the additional cost associated with these supplemental benefits is required to be included with the Funding Target. After careful consideration, it has been determined that there is no expectation in the near to mid-term that any plants will be closed.

Saint-Gobain Containers, Inc.
Retirement Income Plan

Financial Report
December 31, 2015

Saint-Gobain Containers, Inc. Retirement Income Plan

Contents

Report Letter	I-2
Statement of Net Assets Available for Benefits	3
Statement of Changes in Net Assets Available for Benefits	4
Statement of Accumulated Plan Benefits	5
Statement of Changes in Accumulated Plan Benefits	6
Notes to Financial Statements	7-17
Schedule of Assets Held at End of Year	Attached
Schedule of Reportable Transactions	Attached

Independent Auditor's Report

To the Plan Administrator
Saint-Gobain Containers, Inc.
Retirement Income Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2015 and 2014 and the related statement of changes in net assets available for benefits for the years then ended, and the statement of accumulated plan benefits as of December 31, 2014 and the related statement of changes in accumulated plan benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by State Street Bank and Trust Company (the "Trustee"), except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Trustee holds the Plan's investment assets and executes related transactions. The plan administrator has obtained certifications from the Trustee as of and for the years ended December 31, 2015 and 2014 that the information provided to the plan administrator by the Trustee is complete and accurate.

To the Plan Administrator
Saint-Gobain Containers, Inc.
Retirement Income Plan

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules of assets held at end of year as of December 31, 2015 and reportable transactions for the year ended December 31, 2015 are required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements, other than that derived from the information certified by the Trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Plante & Moran, PLLC

Elgin, Illinois
September 28, 2016

Saint-Gobain Containers, Inc. Retirement Income Plan

Statement of Net Assets Available for Benefits

	December 31, 2015	December 31, 2014
Assets - Investments		
Money market fund	\$ -	\$ 1,018,938
Interest in Ardagh Glass, Inc. Retirement Income Plan Trust (Note 4)	1,033,673,280	1,112,817,130
Net Assets Available for Benefits	\$ 1,033,673,280	\$ 1,113,836,068

Saint-Gobain Containers, Inc. Retirement Income Plan

Statement of Changes in Net Assets Available for Benefits

	Year Ended	
	December 31, 2015	December 31, 2014
Additions to Net Assets - Investment (loss) income		
Plan interest in Ardagh Glass, Inc. Retirement Income Plan Trust (Note 4)	\$ (21,645,379)	\$ 39,814,630
Plan interest in Saint-Gobain Corporation Trust (Note 5)	-	73,097,174
Total investment (loss) income	(21,645,379)	112,911,804
Deductions from Net Assets		
Benefits paid directly to participants or beneficiaries	54,715,877	52,448,666
Administrative expenses	3,801,532	4,494,184
Total deductions	58,517,409	56,942,850
Net (Decrease) Increase	(80,162,788)	55,968,954
Net Assets Available for Benefits		
Beginning of year	1,113,836,068	1,057,867,114
End of year	<u><u>\$ 1,033,673,280</u></u>	<u><u>\$ 1,113,836,068</u></u>

Saint-Gobain Containers, Inc. Retirement Income Plan

Statement of Accumulated Plan Benefits December 31, 2014

Actuarial present value of accumulated plan benefits:

Vested benefits:

Participants currently receiving benefit payments	\$ 643,946,277
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Other vested participants	<u>497,484,581</u>
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Total vested benefits	1,141,430,858
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Nonvested benefits	<u>9,649,866</u>
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Total actuarial present value of accumulated plan benefits	<u><u>\$1,151,080,724</u></u>
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Saint-Gobain Containers, Inc. Retirement Income Plan

Statement of Changes in Accumulated Plan Benefits Year Ended December 31, 2014

Actuarial present value of accumulated plan benefits - Beginning of year	\$ 1,046,220,554
Increase (decrease) during the year attributable to:	
Benefits accumulated	19,761,851
Benefits paid	(52,448,666)
Increase for interest due to the decrease in the discount period	48,449,821
Change in actuarial assumptions	88,107,411
Change in plan provisions	<u>989,753</u>
Net increase	<u>104,860,170</u>
Actuarial present value of accumulated plan benefits - End of year	<u><u>\$1,151,080,724</u></u>

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 1 - Plan Description

The following description of Saint-Gobain Containers, Inc. Retirement Income Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General - The Plan is a defined benefit plan covering substantially all U.S. employees of Ardagh Glass Inc. (the "Company" or "Plan Sponsor"). The Plan is a result of plan mergers and previous plans; therefore, requirements and benefits may vary considerably by location and/or business unit. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

On April 11, 2014, Ardagh Group S.A. acquired Saint-Gobain Containers, Inc. which was subsequently renamed Ardagh Glass Inc. Effective April 11, 2014, Ardagh Glass Inc. was the designated sponsor of the Saint-Gobain Containers, Inc. Retirement Income Plan.

As a result of the acquisition, the Company established the Ardagh Glass Inc. Retirement Income Plan Trust (the "Ardagh Trust") for the Plan, which is the sole participant of the Ardagh Trust. Accordingly, all plan assets and related accumulated benefits were transferred from the Saint-Gobain Corporation Trust to the Ardagh Trust during May and July 2014.

Employees are eligible to join the Plan based on their respective division agreements in accordance with the plan document.

Pension Benefits - Generally, employees with five or more years of service are entitled to annual pension benefits beginning at normal retirement age (65). Benefits are calculated as a percentage (currently 1.25 percent) of final five-year average annual compensation times years of service, on an integrated career average formula, or as a flat dollar amount times years of service. Eligibility for early retirement with reduced benefits begins either at age 50 or age 55, after completion of 5 to 10 years of service. Participants forfeit the right to receive a portion of their accumulated plan benefits if they terminate before rendering five years of service. Participants may normally elect to receive their pension benefits in the form of a life annuity, as a joint and survivor annuity, or as of a certain period. Participants may also elect to receive the present value of their accumulated plan benefits as a lump-sum distribution upon retirement or termination provided it does not exceed \$5,000.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 1 - Plan Description (Continued)

Generally, salaried individuals hired on or after January 1, 2001, and applicable union individuals hired on or after April 1, 2008 participate in a cash balance pension plan. Benefits under the cash balance portion of the Plan vest after three years of service. Under the cash balance pension plan, participant accounts receive both pay credits and interest credits on December 31 of each year. The pay credit is based on a participant's full years of service as of the first day of the plan year and is expressed as a percentage of pay for that year as follows: 1 to 8 years - 3 percent; 9 to 15 years - 3.5 percent; 16 or more - 4 percent. The interest credit is based on a participant's beginning-of-the-year account balance. The interest credit is reset each year to equal the average yield on the 30-year U.S. Treasury Bond during the month of November preceding the start of the year.

Death Benefits - If an active or terminated employee who has a vested interest in the Plan dies prior to his or her normal retirement age, a death benefit equal to the benefit the employee would have received under the qualified joint and survivor annuity form had they retired on the day immediately preceding the date of his or her death will be paid to the surviving spouse. Beneficiaries of unmarried participants and those who have elected to waive the preretirement surviving spouse benefit will receive a lump-sum benefit or monthly installments equal to the actuarial equivalent of the participant's vested accrued normal retirement benefit at the date of break in service.

Funding - Contributions are made by the Company in actuarially determined amounts. The Company's policy is to make contributions necessary to satisfy ERISA funding standards. Annual contributions meet the minimum funding requirements of ERISA.

Party-in-interest Transactions - Certain plan assets are in investment funds managed by State Street Bank and Trust Company or its affiliates. State Street Bank and Trust Company is the trustee of the Plan; therefore, these transactions qualify as party-in-interest transactions as defined under ERISA guidelines.

Contributions - All contributions to the Plan are made by the Company. The Company contributes such amounts, as determined on an actuarial basis, to provide the Plan with assets sufficient to meet the projected benefits to be paid to plan participants. No participant contributions are permitted.

Note 2 - Summary of Significant Accounting Policies

Basis of Accounting - The accompanying financial statements are prepared on the accrual basis of accounting.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 2 - Summary of Significant Accounting Policies (Continued)

Investment Valuation - The fair value of the Plan interest in the Ardagh Glass, Inc. Retirement Income Plan Trust (the "Ardagh Trust") and the Saint-Gobain Corporation Trust (the "Saint-Gobain Trust") (collectively, the "Trusts"), are based on the beginning of the year value of the Plan interest in the trust plus actual contributions and allocated investment income less actual distributions and allocated administrative expenses. In May and July 2014, the Plan's assets transferred out of the Saint-Gobain Trust to the Ardagh Trust. The Plan no longer participated in the Saint-Gobain Trust as of December 31, 2014. All assets of the Plan are in the Ardagh Trust as of December 31, 2015 and 2014. The Plan and Ardagh Trust investments are stated at fair value. The common collective trust funds are valued at net asset value per share (or its equivalent) of the funds, which are based on the fair value of the funds' underlying net assets.

The government securities and corporate debt securities are valued using quoted market prices and/or other market data for the same or comparable instruments and transactions in establishing the prices, discounted cash flow models, and other pricing models. These models are primarily industry-standard models that consider various assumptions, including time value and yield curve as well as other relevant economic measures. The money market funds are valued at fair value based on their outstanding balances. The Plan values partnership and joint venture interests at fair value based on the equity of ownership. All other investments held in the Trusts and the Plan are valued based on quoted market prices. See Notes 4 and 5 for additional information.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Benefit Payments - Benefits are recorded when paid.

Administrative Expenses - Various administrative costs are paid by the Plan.

Actuarial Present Value of Accumulated Plan Benefits - Accumulated plan benefits are those future periodic payments, including lump-sum payments, that are attributable, under the Plan's provisions, to the service employees have rendered. These include benefits expected to be paid to:

- a. Retired or terminated employees or their beneficiaries
- b. Beneficiaries of employees who have died
- c. Present employees or their beneficiaries

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 2 - Summary of Significant Accounting Policies (Continued)

Actuarial Assumptions - The actuarial present value of accumulated plan benefits is determined by an actuary and is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money and probability of payment between the valuation date and the expected date of payment.

The significant actuarial assumptions used and changes in assumptions in the valuation of the Plan at December 31, 2014 and 2013 are summarized as follows:

Actuarial cost method	Projected unit credit cost method
Retirement age	Rates graded by age, ranging from 55 to 70
Mortality basis	Modified version of RP-2014 base table (white and blue collar) with MP-2014 projection scale
Discount rate	4.10 percent for 2014 and 4.75 percent for 2013
Interest accumulation rate for cash balances	2.85 percent for 2014 and 3.50 percent for 2013

The increase of approximately \$88 million of accumulated plan benefits as a result of assumption changes relates primarily to a change in the discount rate.

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

Risks and Uncertainties - Contributions to the Plan and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics. Due to the changing nature of these assumptions, it is at least reasonably possible that changes in these assumptions will occur in the near term and, due to the uncertainties inherent in setting assumptions, that the effect of such changes could be material to the financial statements. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. It is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the financial statements.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 2 - Summary of Significant Accounting Policies (Continued)

New Accounting Pronouncements - In May 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2015-07, *Disclosures for Investments in Certain Entities that Calculate Net Asset Value per Share (or its Equivalent)*. This update amends ASC 820, *Fair Value Measurements*. The update removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value per share practical expedient. The disclosure requirements are effective for fiscal years beginning after December 15, 2016, for nonpublic entities, and are required to be provided retrospectively for all comparative periods presented. Management does not expect the adoption of this standard to have a significant impact on the Plan's financial statements.

In July 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2015-12, *Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965) - I. Fully Benefit-Responsive Investment Contracts; II. Plan Investment Disclosures, and III. Measurement Date Practical Expedient*. Part II of the ASU is applicable to the Plan and will modify the investment disclosures under ASC 820 and 960. The ASU is effective for fiscal years beginning after December 15, 2015 and is required to be applied retrospectively for all comparative periods presented. Management does not expect the adoption of this standard to have a significant impact on the Plan's financial statements.

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including September 28, 2016, which is the date the financial statements were available to be issued.

Note 3 - Unaudited Information

State Street Bank and Trust Company (the "Trustee") holds the Plan's investments and executes all investment transactions. The investment balances and related investment results included in the accompanying financial statements, including the Trusts' information included in Notes 4 and 5, supplemental schedule of assets held at end of year, and schedule of reportable transactions are based solely on information provided by the Trustee.

Note 4 - Interest in Ardagh Glass Inc. Retirement Income Plan Trust

The Plan's investments are held by the Ardagh Trust, which was established for the investment of assets of the Plan. The assets of the Ardagh Trust are held by State Street Bank & Trust Company. At December 31, 2015 and 2014, the Plan holds a 100 percent interest in the net assets of the Ardagh Trust. Investment income and administrative expenses relating to the Ardagh Trust are entirely allocated to the Plan.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 4 - Interest in Ardagh Glass Inc. Retirement Income Plan Trust (Continued)

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

Level 1 - Fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets in active markets, quoted prices for identical or similar assets in markets that are not active, and inputs other than quoted prices that are observable for the asset.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.

In instances whereby inputs used to measure fair value fall into different levels in the above fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Plan's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 4 - Interest in Ardagh Glass Inc. Retirement Income Plan Trust (Continued)

The following table presents detail of the Ardagh Trust net assets and liabilities including assets and liabilities measured at fair value on a recurring basis as December 31, 2015:

Assets Measured at Fair Value on a Recurring Basis at December 31, 2015

	Level 1	Level 2	Level 3	Balance at December 31, 2015
Trust Investments				
Money market funds	\$ -	\$ 12,161,645	\$ -	\$ 12,161,645
U.S. government securities	-	65,345,771	-	65,345,771
Mutual funds:				
Fixed income	381,024,559	-	-	381,024,559
Emerging markets	202,758,660	-	-	202,758,660
Large cap	252,308,018	-	-	252,308,018
Small cap	75,798,046	-	-	75,798,046
Common collective trusts:				
Fixed income (1)	-	26,400,000	-	26,400,000
U.S. equity (2)	-	17,850,000	-	17,850,000
Total investments	911,889,283	121,757,416	-	1,033,646,699
Receivables:				
Accrued interest and dividends	-	-	-	4,113
Tax refunds	-	-	-	22,468
Total assets	911,889,283	121,757,416	-	1,033,673,280
Net Ardagh Trust assets available for benefits	<u>\$ 911,889,283</u>	<u>\$ 121,757,416</u>	<u>\$ -</u>	<u>\$ 1,033,673,280</u>

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 4 - Interest in Ardagh Glass Inc. Retirement Income Plan Trust (Continued)

Assets Measured at Fair Value on a Recurring Basis at December 31, 2014

	Level 1	Level 2	Level 3	Balance at December 31, 2014
Trust Investments				
Money market funds	\$ -	\$ 112,153,198	\$ -	\$ 112,153,198
Government securities:				
U.S.	-	253,968,361	-	253,968,361
Municipal	-	4,742,592	-	4,742,592
International	-	3,608,298	-	3,608,298
Corporate debt securities -				
Primarily U.S. companies	-	103,799,224	-	103,799,224
Common stock:				
International	59,697,800	-	-	59,697,800
Large cap	64,451,623	-	-	64,451,623
Mid cap	26,449,767	-	-	26,449,767
Small cap	587,328	-	-	587,328
Common collective trusts -				
U.S. equity (2)	-	202,471,223	-	202,471,223
Mutual funds:				
Fixed income	112,878,641	19,216,349	-	132,094,990
Emerging markets	-	90,260,739	-	90,260,739
Large cap	-	36,582,561	-	36,582,561
Small cap	-	24,606,733	-	24,606,733
Partnership/joint venture interests	346,182	-	-	346,182
Other	-	(213,257)	-	(213,257)
Total investments	264,411,341	851,196,021	-	1,115,607,362
Cash	-	-	-	108,513
Receivables:				
Accrued interest and dividends	-	-	-	1,758,132
Securities sold	-	-	-	684,800
Total assets	264,411,341	851,196,021	-	1,118,158,807
Liabilities - Payable for securities purchased	-	-	-	5,341,677
Net Ardagh Trust assets available for benefits	\$ 264,411,341	\$ 851,196,021	\$ -	\$ 1,112,817,130

- (1) This class represents investments in an actively managed common collective trust fund that invests primarily in fixed-income securities, which may include asset-backed securities and hedge funds.
- (2) This class represents investments in an actively managed common collective trust fund that invests primarily in equity securities, which may include common stocks, options, and futures.

There were no unfunded commitments or redemption restrictions on the investments described above.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the end of the reporting period. There were no significant transfers during 2015 and 2014.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 4 - Interest in Ardagh Glass Inc. Retirement Income Plan Trust (Continued)

The Plan and Trust also hold other assets and liabilities not measured at fair value on a recurring basis, including accrued income, unsettled trades, accrued liabilities, payables, and contributions receivable. The fair value of these assets and liabilities approximates the carrying amounts in the accompanying financial statements due to the short maturity of the instruments.

The Ardagh Trust's investments, which includes gains and losses on investments purchased and sold, depreciated and appreciated in value during the years ended December 31, 2015 and 2014 as follows:

	2015	2014
Net (depreciation) appreciation in fair value of investments:		
Government securities	\$ (4,407,601)	\$ 37,589,616
Corporate debt securities	(851,666)	254,608
Common stocks	13,219,885	710,408
Partnership/Joint venture interests	615	49
Common collective trusts	10,420,584	(2,915,964)
Mutual funds	(88,194,608)	(3,956,605)
Total net (depreciation) appreciation	(69,812,791)	31,682,112
Interest and dividends	48,167,412	8,132,518
Total investment (loss) income	\$ (21,645,379)	\$ 39,814,630

Note 5 - Interest in Saint-Gobain Corporation Trust

The Plan was a participant of the Saint-Gobain Corporation Trust from January 2014 through July 2014. The assets of the Saint-Gobain Trust were held by State Street Bank and Trust Company. The Saint-Gobain Trust consisted of the Saint-Gobain Retirement Income Plan and the Plan. In May and July 2014, the Plan's assets of approximately \$1,102.2 million transferred out of the Saint-Gobain Trust to the Ardagh Trust (see Note 4). Subsequent to the transfer of assets, the Plan no longer participated in the Saint-Gobain Corporation Trust.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 5 - Interest in Saint-Gobain Corporation Trust (Continued)

The Saint-Gobain Trust's investments, which includes gains and losses on investments purchased and sold, appreciated and depreciated in value during the year ended December 31, 2014 as follows:

Net appreciation (depreciation) in fair value of investments:	
Government securities	\$ 220,197,929
Corporate debt securities	58,017,221
Common stocks	12,138,934
Partner/joint venture interests	287,852
Collateralized mortgage obligations	(179)
Common collective trusts	(1,265,657)
Mutual funds	(3,383,595)
Other	<u>4,305,685</u>
Total net appreciation	290,298,190
Interest and dividends	<u>54,348,416</u>
Total investment income	<u>\$ 344,646,606</u>

Note 6 - Tax Status

The Plan has received a determination letter from the Internal Revenue Service dated November 21, 2014 indicating that the Plan, as designed, is qualified for tax-exempt treatment under the applicable section of the Internal Revenue Code. Accordingly, no provision for income taxes has been made in the accompanying financial statements.

Note 7 - Plan Termination

Prior to the acquisition of Saint-Gobain Containers, Inc. by Ardagh Group S.A., the PBGC filed a complaint in Pennsylvania court in 2013 to involuntarily terminate the Plan; however, the action was dismissed in 2014 with requirement to contribute \$207,500,000 to the Plan and set aside funds to purchase a credit default swap contract related to debt securities of Ardagh Group S.A. The \$207,500,000 contribution was recorded as a contribution receivable as of December 31, 2013 and received by the Plan in 2014. The Plan Sponsor is in the process of negotiating into a credit default swap contract as also required; however, the contract has not been secured as of December 31, 2015 and through the report date.

Saint-Gobain Containers, Inc. Retirement Income Plan

Notes to Financial Statements December 31, 2015 and 2014

Note 7 - Plan Termination (Continued)

Should the Plan terminate at some future time, its net assets generally will not be available on a pro-rata basis to provide participants' benefits. Whether a particular participant's accumulated plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by the Pension Benefit Guaranty Corporation (PBGC) at that time. Some benefits may be fully or partially provided for by the then-existing assets and the PBGC guaranty, while other benefits may not be provided for at all.

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AGI RIP TRUST ALL ACC
COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

PAGE: 2
PLAN YEAR ENDING: 12/31/15

Plan #: 008
EIN:35-1958205

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE

MONEY MARKET FUNDS					

		EURO CURRENCY			
		6,923.24	7,663.11		7,520.71
SG1J	EUR	4,791.46	5,316.77		5,204.96
SG1P	EUR	2,131.78	2,346.34		2,315.75
		JAPANESE YEN			
		6,918,078.00	56,481.70		57,509.27
SG1J	JPY	2,079,600.00	16,784.82		17,287.50
SG1P	JPY	4,838,478.00	39,696.88		40,221.77
		SOUTH KOREAN WON			
		4,153.00	3.72		3.54
SG1J	KRW	4,153.00	3.72		3.54
		SINGAPORE DOLLAR			
		6,000.00	4,464.95		4,229.37
SG1J	SGD	6,000.00	4,464.95		4,229.37
		US DOLLAR			
		-7,857.36	-7,857.36		-7,857.36
SG1X	USD	-7,857.36	-7,857.36		-7,857.36
		STATE STREET BANK + TRUST CO	SHORT TERM INVESTMENT FUND	1.000 12/31/2030	
		12,100,239.00	12,100,239.00		12,100,239.00
SG1P	8611239B5	0.02	0.02		0.02
SG1V	8611239B5	19.16	19.16		19.16
SG1Z	8611239B5	4,586,075.42	4,586,075.42		4,586,075.42
SG2A	8611239B5	5,003.88	5,003.88		5,003.88
SG2B	8611239B5	7,509,140.50	7,509,140.50		7,509,140.50
SG2F	8611239B5	0.02	0.02		0.02
		-----	-----		-----
		19,027,535.88	12,160,995.12		12,161,644.53

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COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

PAGE: 3
PLAN YEAR ENDING: 12/31/15

Plan #: 008
EIN:35-1958205

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
U.S. GOVERNMENT SECURITIES					
		STRIP PRINC	11/44 0.00000	0.010 11/15/2044	
		62,792,000.00		26,833,533.28	25,285,082.56
SG2F	912803EK5	62,792,000.00		26,833,533.28	25,285,082.56
		STRIPS	08/25 0.00000	0.010 08/15/2025	
		19,137,000.00		15,146,361.39	15,097,370.67
SG2F	912833LW8	19,137,000.00		15,146,361.39	15,097,370.67
		STRIPS	05/30 0.00000	0.010 05/15/2030	
		24,253,000.00		16,257,940.05	16,263,091.68
SG2F	912833XU9	24,253,000.00		16,257,940.05	16,263,091.68
		STRIPS	11/35 0.00000	0.010 11/15/2035	
		9,640,000.00		4,695,354.80	5,300,072.00
SG2F	912833X96	9,640,000.00		4,695,354.80	5,300,072.00
		STRIPS	11/30 0.00000	0.010 11/15/2030	
		5,170,000.00		3,060,289.65	3,400,153.90
SG2F	9128337N4	5,170,000.00		3,060,289.65	3,400,153.90
			120,992,000.00	65,993,479.17	65,345,770.81

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AGI RIP TRUST ALL ACC
COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

PAGE: 4
PLAN YEAR ENDING: 12/31/15

Plan #: 008
EIN:35-1958205

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
COMMON/COLLECTIVE TRUSTS					
		CORE PROPERTY COLLECTIVE			
		MUTUAL FUNDS			
		17,850,000.000	17,850,000.00		17,850,000.00
SG1Z	927ZRR906	17,850,000.000	17,850,000.00		17,850,000.00
		STRUCTURED CREDIT COLLECTIVE F			
		STRUCTURED CREDIT COLLECTIVE			
		26,400,000.000	26,400,000.00		26,400,000.00
SG1Z	976MRM906	26,400,000.000	26,400,000.00		26,400,000.00
		-----	-----		-----
		44,250,000.00	44,250,000.00		44,250,000.00

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AGI RIP TRUST ALL ACC
COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

PAGE: 5
PLAN YEAR ENDING: 12/31/15

Plan #: 008
EIN:35-1958205

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE MAT DATE (D) COST	(E) CURRENT VALUE
REGISTERED INVESTMENT COMPANY				
SG1Z	783980105	SEI INSTITUTIONAL INVESTMENT T SEI INST INV LRGE CAP FUND A		
		6,665,424.508	146,055,746.72	126,176,485.94
		6,665,424.508	146,055,746.72	126,176,485.94
SG1Z	783980303	SEI INSTITUTIONAL INVESTMENT T SEI INST INV H/Y BOND FD A		
		8,136,462.646	69,544,806.61	66,881,722.95
		8,136,462.646	69,544,806.61	66,881,722.95
SG2E	783980584	SEI INTERMEDIATE DURATION CRED SEI INTERMEDIATE DUR CR A		
		8,430,167.540	83,319,356.76	81,013,910.06
		8,430,167.540	83,319,356.76	81,013,910.06
SG1Z	783980626	SEI INSTITUTIONAL INVESTMENT T SEI INST INV S+P 500 IDX A		
		11,181,873.420	129,103,423.60	126,131,532.18
		11,181,873.420	129,103,423.60	126,131,532.18
SG2E	783980634	SEI LONG DURATION CORPORATE BO SEI LONG DUR CORP BOND A		
		18,325,688.231	190,102,823.79	175,376,836.37
		18,325,688.231	190,102,823.79	175,376,836.37
SG1Z	783980642	SEI INSTITUTIONAL MANAGED TRUS SEI SMALL CAP II FUND A		
		6,890,731.410	86,071,103.89	75,798,045.51
		6,890,731.410	86,071,103.89	75,798,045.51
SG1Z	783980758	SEI INSTITUTIONAL INVESTMENT T SEI INST INV EMG MKT DEBT A		
		6,615,359.599	59,205,437.39	57,752,089.30
		6,615,359.599	59,205,437.39	57,752,089.30
SG1Z	783980774	SEI INSTITUTIONAL INVESTMENT T SEI INST INV WRLD EQ EX US A		
		14,278,883.097	179,390,103.44	154,354,726.28
		14,278,883.097	179,390,103.44	154,354,726.28
SG1Z	926SZN903	SIIT EMERGING MARKETS EQUITY F SIIT EMERGING MARKETS EQUITY		
		5,902,918.787	50,836,664.24	48,403,934.05
		5,902,918.787	50,836,664.24	48,403,934.05
			-----	-----
			86,427,509.238	911,889,282.64
			-----	-----
Total Trust Assets			1,116,033,940.73	1,033,646,697.98

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PAGE: 2

Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

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SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY (C) PURCHASE PRICE	(B) DESCRIPTION OF ASSET (D) SELLING PRICE	RATE (F) EXPENSES INCURRED	MAT DATE	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
MONEY MARKET FUNDS						
8611239B5	STATE STREET BANK + TRUST CO	1.000	12/31/2030			
410,685,090.04		0.00		0.00	410,685,090.04	0.00
8611239B5	STATE STREET BANK + TRUST CO	1.000	12/31/2030			
	327,323,691.33	0.00		327,323,691.33	327,323,691.33	0.00
8611239B5	STATE STREET BANK + TRUST CO	1.000	12/31/2030			
	156,988,262.89	0.00		156,988,262.89	156,988,262.89	0.00
MONEY MARKET FUNDS TOTALS						
		0.00		484,311,954.22	894,997,044.26	0.00

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Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

AGI RIP TRUST ALL ACC

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE			
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	
U.S. GOVERNMENT SECURITIES						

U.S. GOVERNMENT SECURITIES TOTALS						

		0.00	0.00	0.00	0.00	

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CORP. DEBT INSTR. - PREFERRED						
CORP. DEBT INSTR. - PREFERRED TOTALS						
		0.00	0.00	0.00	0.00	

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CORP. DEBT INSTR. - ALL OTHER					
CORP. DEBT INSTR. - ALL OTHER TOTALS					
		0.00	0.00	0.00	0.00

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AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN: 35-1958205

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CORPORATE STOCKS - PREFERRED						
CORPORATE STOCKS - PREFERRED TOTALS						
		0.00	0.00	0.00	0.00	

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(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	
CORPORATE STOCKS - COMMON						
CORPORATE STOCKS - COMMON TOTALS						
		0.00	0.00	0.00	0.00	

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PARTN./JOINT VENTURE INTERESTS						

PARTN./JOINT VENTURE INTERESTS TOTALS						

		0.00	0.00	0.00	0.00	

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AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN: 35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

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OTHER

OTHER TOTALS

0.00

0.00

0.00

0.00

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AGI RIP TRUST ALL ACC

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(A) IDENTITY OF PARTY (C) PURCHASE PRICE	(B) DESCRIPTION OF ASSET (D) SELLING PRICE	RATE (F) EXPENSES INCURRED	MAT DATE	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
COMMON/COLLECTIVE TRUSTS						
03599A967	DAILY EAFE FUND					
	76,233,757.86	0.00		75,650,000.00	76,233,757.86	583,757.86
782995930	S + P 500 FLAGSHIP FUND					
	101,610,089.04	0.00		94,468,000.00	101,610,089.04	7,142,089.04
COMMON/COLLECTIVE TRUSTS TOTALS						
		0.00		170,118,000.00	177,843,846.90	7,725,846.90

AGI RIP TRUST ALL ACC
 SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE
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(A) IDENTITY OF PARTY (C) PURCHASE PRICE	(B) DESCRIPTION OF ASSET (D) SELLING PRICE	RATE (F) EXPENSES INCURRED	MAT DATE	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
REGISTERED INVESTMENT COMPANY						
ACI00MAI6	PRUDENTIAL LONG DUR CORP BOND 82,077,652.68	0.00		77,574,767.76	82,077,652.68	4,502,884.92
783980105	SEI INSTITUTIONAL INVESTMENT T 105,187,134.00	0.00		0.00	105,187,134.00	0.00
783980303	SEI INSTITUTIONAL INVESTMENT T 70,502,203.24	0.00		0.00	70,502,203.24	0.00
783980584	SEI INTERMEDIATE DURATION CRED 100,415,512.00	0.00		0.00	100,415,512.00	0.00
783980634	SEI LONG DURATION CORPORATE BO 91,728,715.12	0.00		0.00	91,728,715.12	0.00
783980634	SEI LONG DURATION CORPORATE BO 147,773,166.00	0.00		0.00	147,773,166.00	0.00
783980634	SEI LONG DURATION CORPORATE BO 81,749,858.03	0.00		85,811,255.09	81,749,858.03	-4,061,397.06
783980642	SEI INSTITUTIONAL MANAGED TRUS 57,374,800.00	0.00		0.00	57,374,800.00	0.00
783980758	SEI INSTITUTIONAL INVESTMENT T 60,430,459.92	0.00		0.00	60,430,459.92	0.00
783980774	SEI INSTITUTIONAL INVESTMENT T 248,624,136.00	0.00		0.00	248,624,136.00	0.00
783980774	SEI INSTITUTIONAL INVESTMENT T 85,718,933.54	0.00		95,893,168.60	85,718,933.54	-10,174,235.06
REGISTERED INVESTMENT COMPANY TOTALS						
		0.00		259,279,191.45	1,131,582,570.53	-9,732,747.20

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AGI RIP TRUST ALL ACC
 SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES
 BEGINNING NET ASSET VALUE: 1,112,817,129.42
 5% OF ASSET VALUE: 55,640,856.47

PLAN YEAR ENDING: 12/31/15

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MONEY MARKET FUNDS												
8611239B5	STATE STREET BANK + TRUST CO	1.000	12/31/2030									
483	633,559,237.23	286	733,612,195.32					0.00	733,612,195.32	769	1,367,171,432.55	0.00
MONEY MARKET FUNDS TOTALS												
483	633,559,237.23	286	733,612,195.32					0.00	733,612,195.32	769	1,367,171,432.55	0.00

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U.S. GOVERNMENT SECURITIES												
912803EK5	STRIP PRINC	0.010	11/15/2044									
13	42,355,890.28	8			15,153,273.55			0.00	15,863,871.50	21	57,509,163.83	-710,597.95
U.S. GOVERNMENT SECURITIES TOTALS												
13	42,355,890.28	8			15,153,273.55			0.00	15,863,871.50	21	57,509,163.83	-710,597.95

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CORP. DEBT INSTR. - PREFERRED									

CORP. DEBT INSTR. - PREFERRED TOTALS									

0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	0.00

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CORP. DEBT INSTR. - ALL OTHER									
CORP. DEBT INSTR. - ALL OTHER TOTALS									
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	0.00

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#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
CORPORATE STOCKS - PREFERRED									
CORPORATE STOCKS - PREFERRED TOTALS									
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	0.00

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#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
CORPORATE STOCKS - COMMON									
CORPORATE STOCKS - COMMON TOTALS									
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	0.00

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#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
PARTN./JOINT VENTURE INTERESTS									

PARTN./JOINT VENTURE INTERESTS TOTALS									

0	0.00	0	0.00	0.00	0	0.00	0.00	0.00	

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PLAN YEAR ENDING: 12/31/15

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#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
OTHER									

OTHER TOTALS									

0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	0.00

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#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
COMMON/COLLECTIVE TRUSTS									
03599A967	DAILY EAFE FUND								
0	0.00	1	76,233,757.86	0.00	75,650,000.00	1	76,233,757.86	583,757.86	
782995930	S + P 500 FLAGSHIP FUND								
0	0.00	1	101,610,089.04	0.00	94,468,000.00	1	101,610,089.04	7,142,089.04	
COMMON/COLLECTIVE TRUSTS TOTALS									
0	0.00	2	177,843,846.90	0.00	170,118,000.00	2	177,843,846.90	7,725,846.90	

AGI RIP TRUST ALL ACC
SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES
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REGISTERED INVESTMENT COMPANY							
ACI00MAI6 0	PRUDENTIAL LONG DUR CORP BOND 0.00	4	82,199,825.58	0.00	77,688,428.15	4	82,199,825.58 4,511,397.43
783980105 8	SEI INSTITUTIONAL INVESTMENT T 157,171,301.63	4	10,356,547.54	0.00	11,115,554.91	12	167,527,849.17 -759,007.37
783980303 3	SEI INSTITUTIONAL INVESTMENT T 71,105,801.05	2	1,500,122.90	0.00	1,560,994.44	5	72,605,923.95 -60,871.54
783980584 12	SEI INTERMEDIATE DURATION CRED 124,335,887.21	2	40,199,370.34	0.00	41,016,530.45	14	164,535,257.55 -817,160.11
783980626 10	SEI INSTITUTIONAL INVESTMENT T 138,838,557.97	4	9,409,762.39	0.00	9,735,134.37	14	148,248,320.36 -325,371.98
783980634 12	SEI LONG DURATION CORPORATE BO 276,511,157.86	2	82,335,399.37	0.00	86,408,334.07	14	358,846,557.23 -4,072,934.70
783980642 8	SEI INSTITUTIONAL MANAGED TRUS 92,306,195.21	4	5,834,677.30	0.00	6,235,091.32	12	98,140,872.51 -400,414.02
783980758 2	SEI INSTITUTIONAL INVESTMENT T 60,511,054.68	2	1,277,882.47	0.00	1,305,617.29	4	61,788,937.15 -27,734.82
783980774 6	SEI INSTITUTIONAL INVESTMENT T 286,263,406.09	4	96,214,858.17	0.00	106,873,302.65	10	382,478,264.26 -10,658,444.48
REGISTERED INVESTMENT COMPANY TOTALS							
61	1,207,043,361.70	28	329,328,446.06	0.00	341,938,987.65	89	1,536,371,807.76 -12,610,541.59

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2015 This Form is Open to Public Inspection
---	--	--

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

► **Round off amounts to nearest dollar.**

► **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan SAINT GOBAIN CONTAINERS, INC. RETIREMENT INCOME PLAN	B Three-digit plan number (PN) ►	008
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF ARDAGH GLASS INC.	D Employer Identification Number (EIN) 35-1958205	

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500
---	---

Part I Basic Information				
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2015</u>				
2 Assets:				
a Market value.....	2a	1,113,836,068		
b Actuarial value.....	2b	1,087,378,000		
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target	
a For retired participants and beneficiaries receiving payment.....	6,185	543,432,950	543,432,950	
b For terminated vested participants.....	2,661	79,286,078	79,286,078	
c For active participants.....	4,068	264,200,600	272,418,261	
d Total.....	12,914	886,919,628	895,137,289	
4 If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐				
a Funding target disregarding prescribed at-risk assumptions	4a			
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b			
5 Effective interest rate.....	5	6.27%		
6 Target normal cost.....	6	14,952,563		

Statement by Enrolled Actuary
 To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE		10/14/2016
Signature of actuary		Date
DAVID WILLICK		1405498
Type or print name of actuary		Most recent enrollment number
MERCER		609-520-2548
Firm name		Telephone number (including area code)
ONE UNIVERSITY SQUARE DRIVE SUITE 100 PRINCETON NJ 08540-6455		
Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	0	182,220,275
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	16,321,956
9 Amount remaining (line 7 minus line 8)	0	165,898,319
10 Interest on line 9 using prior year's actual return of <u>11.40%</u>	0	18,912,408
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year).....		0
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.48%</u>		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		
c Total available at beginning of current plan year to add to prefunding balance.....		0
d Portion of (c) to be added to prefunding balance.....		
12 Other reductions in balances due to elections or deemed elections		
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	184,810,727

Part III Funding Percentages

14	Funding target attainment percentage	14	100.83%
15	Adjusted funding target attainment percentage	15	120.14%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	100.10%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

[illegible]

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No

C If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:			
a Segment rates:	1st segment: 4.72%	2nd segment: 6.11%	3rd segment: 6.81%
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
22 Weighted average retirement age			22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment		27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....		31a	14,952,563
b Excess assets, if applicable, but not greater than line 31a		31b	7,429,984
32 Amortization installments:		Outstanding Balance	Installment
a Net shortfall amortization installment		0	0
b Waiver amortization installment		0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	0
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...		34	7,522,579
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	7,522,579	7,522,579
36 Additional cash requirement (line 34 minus line 35)		36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)		37	0
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	0
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37).....		39	0
40 Unpaid minimum required contributions for all years.....		40	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected		☐ 2 plus 7 years ☐ 15 years	
b Eligible plan year(s) for which the election in line 41a was made		☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011	
42 Amount of acceleration adjustment		42	
43 Excess installment acceleration amount to be carried over to future plan years		43	

Schedule SB, Line 22 — Description of Weighted Average Retirement Age

Each employee is assumed to retire in accordance with the table of retirement rates. The proportion of employees expected to retire at each potential retirement age is shown below. The average retirement age is 62.

SG Containers Hourly

(A) Retirement age	(B) Retirement Percent	(C) Lx	(D) Number of employees expected to retire (B) x (C)	(E) (A) x (D)
55	6.0%	10,000	600	33,000
56	6.0%	9,400	564	31,584
57	6.0%	8,836	530	30,210
58	6.0%	8,306	498	28,884
59	8.0%	7,808	625	36,875
60	8.0%	7,183	575	34,500
61	11.0%	6,608	727	44,347
62	14.0%	5,881	823	51,026
63	30.0%	5,058	1,517	95,571
64	20.0%	3,541	708	45,312
65	50.0%	2,833	1,417	92,105
66	30.0%	1,416	425	28,050
67	30.0%	991	297	19,899
68	30.0%	694	208	14,144
69	30.0%	486	146	10,074
70	100.0%	340	340	23,800
Total			10,000	619,381
Average				62

Schedule SB, Line 22 — Description of Weighted Average Retirement Age**SG Containers Salaried**

(A)	(B)	(C)	(D)	(E)
Retirement age	Retirement Percent	Lx	Number of employees expected to retire (B) x (C)	(A) x (D)
55	5.0%	10,000	500	27,500
56	5.0%	9,500	475	26,600
57	6.0%	9,025	542	30,894
58	6.0%	8,483	509	29,522
59	6.0%	7,974	478	28,202
60	7.0%	7,496	525	31,500
61	9.0%	6,971	627	38,247
62	15.0%	6,344	952	59,024
63	20.0%	5,392	1,078	67,914
64	20.0%	4,314	863	55,232
65	50.0%	3,451	1,726	112,190
66	40.0%	1,725	690	45,540
67	40.0%	1,035	414	27,738
68	30.0%	621	186	12,648
69	30.0%	435	131	9,039
70	100.0%	304	304	21,280
Total			10,000	623,070
Average				62

Schedule SB, Part V — Summary of Plan Provisions

Summary of plan provisions

The following is a summary of what we understand to be the most relevant plan provisions for purposes of actuarial valuations. Hourly benefit levels that were reflected for the first time in this valuation are highlighted.

In general, the actuarial equivalence basis used to convert normal forms of benefits to optional forms of benefits is based on the GAR 94 mortality table and 6% interest.

These summaries should not be used in determining plan benefits.

Effective January 1, 2001, a cash balance structure (SG Containers RAP) was created. As of January 1, 2015, this structure covers all new hires.

Schedule SB, Part V — Summary of Plan Provisions

Contents

Saint-Gobain Containers Inc. Retirement Accumulation Plan

SG Containers – ANC 007

SG Containers – ANC 033

SG Containers – Ball Hourly

SG Containers – Heye Hourly

SG Containers – Heye Salaried

SG Containers – Salaried

Schedule SB, Part V — Summary of Plan Provisions**Saint-Gobain Containers Inc. Retirement Accumulation Plan**

<i>Effective Date</i>	January 1, 2001.								
<i>Eligibility</i>	See beginning of plan provision section for information on plan eligibility.								
<i>Credited Service</i>	For purposes of determining plan benefits, credited service includes service as a participant in this plan only.								
<i>Normal Retirement</i>	A participant is eligible for a normal retirement pension on his normal retirement date, the first of the month following his 65th birthday.								
<i>Cash Balance Account</i>	An account balance was established for all salaried employees hired on or after January 1, 2001 and for all hourly employees from the GMP union who were hired on or after April 1, 2008 and for all hourly employees from the USW union who were hired on or after September 1, 2014. This account was initially set at zero and will increase annually by pay and interest credits. Pay credits are based on each participant's credited service as follows: <table> <tr> <th><u>Full Years of Service</u></th><th><u>Pay Credit (Percentage of Compensation)</u></th></tr> <tr> <td>less than 9</td><td>3.0%</td></tr> <tr> <td>9 - 15</td><td>3.5%</td></tr> <tr> <td>16 or more</td><td>4.0%</td></tr> </table> Pay credits are provided retroactively to one year prior to the participant's date of entry in the plan. Interest credits are based on the average 30-year U.S. Treasury Bond rates for the month of November preceding the start of the plan year.	<u>Full Years of Service</u>	<u>Pay Credit (Percentage of Compensation)</u>	less than 9	3.0%	9 - 15	3.5%	16 or more	4.0%
<u>Full Years of Service</u>	<u>Pay Credit (Percentage of Compensation)</u>								
less than 9	3.0%								
9 - 15	3.5%								
16 or more	4.0%								
<i>Normal Form of Benefit</i>	The normal form of benefit for non-married participants is a life annuity. For married participants, the normal form of benefit is a qualified joint and 50% survivor annuity. The normal form of benefit is the actuarial equivalent of the participant's account balance.								
<i>Optional Forms of Benefit</i>	In addition to the form of benefit, the following optional forms of benefit may be available on an actuarial equivalent basis: – Lump Sum – Joint and 75% Survivor Annuity.								
<i>Termination and Vesting</i>	If a member terminates employment with at least 3 years of service, he is fully vested in the amount of his accrued benefit.								
<i>Disability Benefit</i>	The annual Pay Credits while disabled are based on the greater of: 1) Base salary in effect on the day before disability 2) Pay for the calendar year preceding disability.								
<i>Death Benefit</i>	If a member dies while actively employed, his account is fully vested. If the member is not married, his beneficiary will receive his account balance as a lump sum. If the member is married, the surviving spouse may choose either a life annuity or a lump sum.								
<i>Contributions</i>	The Company bears the full cost of benefits under the plan.								

Schedule SB, Part V — Summary of Plan Provisions**SG Containers – ANC 007**

<i>Effective Date</i>	January 1, 1955, as amended to date.																						
<i>Eligibility</i>	An employee who is covered by the collective bargaining agreements between the Company and the GMP or USW is immediately eligible to participate in the plan, except for members in the RAP.																						
<i>Normal Retirement</i>	Age 60 for GMP Members. Age 65 for USW Members.																						
<i>Early Retirement</i>	Age 50 with 10 Years of Service for GMP Members. Age 55 with 10 Years of Service, or age 60, for USW Members.																						
<i>Disability Retirement</i>	10 Years of Service.																						
<i>Normal Retirement Benefit</i>	The monthly amount of retirement income commencing at normal retirement date is equal to a participant's Years of Service multiplied by the Fixed Dollar Unit applicable under the plan. Fixed Dollar Units are based on the participant's Labor Grade. <table> <tr> <th></th><th colspan="3">Fixed Dollar Unit</th></tr> <tr> <th><u>Labor Grade</u></th><th><u>4/1/2013</u></th><th><u>4/1/2014</u></th><th><u>4/1/2015</u></th></tr> <tr> <td>1 – 10</td><td>\$55.00</td><td>\$56.00</td><td>\$57.00</td></tr> <tr> <td>11 – 15</td><td>56.00</td><td>57.00</td><td>58.00</td></tr> <tr> <td>16 and above</td><td>57.00</td><td>58.00</td><td>59.00</td></tr> </table>				Fixed Dollar Unit			<u>Labor Grade</u>	<u>4/1/2013</u>	<u>4/1/2014</u>	<u>4/1/2015</u>	1 – 10	\$55.00	\$56.00	\$57.00	11 – 15	56.00	57.00	58.00	16 and above	57.00	58.00	59.00
	Fixed Dollar Unit																						
<u>Labor Grade</u>	<u>4/1/2013</u>	<u>4/1/2014</u>	<u>4/1/2015</u>																				
1 – 10	\$55.00	\$56.00	\$57.00																				
11 – 15	56.00	57.00	58.00																				
16 and above	57.00	58.00	59.00																				
	The USW union adopted the above benefit schedule July 15, 2014 (retroactively). All employees who retire from active service on or after 4/1/2013 receive benefit increases under the current contract.																						
<i>Early Retirement Benefit</i>	For participants who are eligible for early retirement, benefits are determined in the same manner as normal retirement benefits. Benefits are reduced by 6% a year for commencement prior to age 60. Benefits are unreduced for plan members who are age 55 with 30 Years of Service at retirement. For terminated vested participants who completed at least 10 years of vesting service, benefits are determined based on Years of Service at termination multiplied by the Fixed Dollar Limit in effect at termination. Benefits are reduced by 6% a year for commencement prior to age 60 for GMP Members and 6% a year for commencement prior to age 65 for USW Members.																						
<i>Disability Benefit</i>	Benefits are determined in the same manner as normal retirement benefits and are payable immediately without reduction.																						
<i>Normal Form of Benefit</i>	The normal form of benefit for a single employee is a 6-year certain and life annuity. The normal form of benefit for the married member is a reduced benefit payable for life (guaranteed for 6 years) with 50% of the reduced benefit continued to his or her spouse upon the death of such member.																						

Schedule SB, Part V — Summary of Plan Provisions**SG Containers – ANC 007 (continued)**

<i>Optional Forms of Benefit</i>	In addition to the normal form of benefit, the following optional forms of benefit may be available on an actuarial equivalent basis: – Age 62 Level Income – Joint and 66-2/3% Survivor Annuity with a 6-year guarantee – Joint and 75% Survivor Annuity with a 6-year guarantee – Joint and 100% Survivor Annuity with a 6-year guarantee – Pop-up Joint and 100% Survivor Annuity with a 6-year guarantee.
<i>Spouse's Benefit</i>	For GMP members, death benefits are equal to 50% of the normal retirement benefit commencing either immediately or, if later, at the date the participant would have been age 40. For USW members, the same provisions apply but the participant must be age 45 with 10 Years of Service at death. For participants who do not meet the above requirements at death, the statutory pre-retirement death benefit applies.
<i>Termination and Vesting</i>	If a member terminates employment with at least 5 Years of Service, he is fully vested in the amount of his benefit payable at Normal Retirement.
<i>Contributions</i>	The Company bears the full cost of benefits under the plan.

Schedule SB, Part V — Summary of Plan Provisions**SG Containers – ANC 033**

Effective Date	September 19, 1983, as amended to date.																														
Eligibility	An employee who is covered by the collective bargaining agreement between the Company and the GMP or USW is immediately eligible to participate in the plan, except for members in the RAP.																														
Normal Retirement	Age 60 for GMP Members. Age 65 for USW Members.																														
Early Retirement	Age 50 with 10 Years of Service for GMP Members. Age 55 with 10 Years of Service or age 60, for USW Members.																														
Disability Retirement	10 Years of Service.																														
Normal Retirement Benefit	The monthly amount of retirement income commencing at normal retirement date is equal to a participant's Years of Service multiplied by the Fixed Dollar Unit applicable under the plan. Fixed Dollar Units are based on the participant's Labor Grade. <table><tr><td></td><td colspan="3">Fixed Dollar Unit</td></tr><tr><td><u>Labor Grade</u></td><td><u>4/1/2013</u></td><td><u>4/1/2014</u></td><td><u>4/1/2015</u></td></tr><tr><td>1 – 10</td><td>\$55.00</td><td>\$56.00</td><td>\$57.00</td></tr><tr><td>11 – 15</td><td>56.00</td><td>57.00</td><td>58.00</td></tr><tr><td>16 and above</td><td>57.00</td><td>58.00</td><td>59.00</td></tr></table> The USW union adopted the above benefit schedule July 15, 2014 (retroactively). All employees who retire from active service on or after 4/1/2013 receive benefit increases under the current contract. Former Kerr employees will have their benefits reduced by the product of their Years of Service prior to September 19, 1983 and their Fixed Dollar Unit at September 19, 1983. <table><tr><td><u>Labor Grade</u></td><td><u>Fixed Dollar Unit at September 19, 1983</u></td></tr><tr><td>1 – 10</td><td>\$14.00</td></tr><tr><td>11 – 15</td><td>15.00</td></tr><tr><td>16 and above</td><td>16.00</td></tr></table>				Fixed Dollar Unit			<u>Labor Grade</u>	<u>4/1/2013</u>	<u>4/1/2014</u>	<u>4/1/2015</u>	1 – 10	\$55.00	\$56.00	\$57.00	11 – 15	56.00	57.00	58.00	16 and above	57.00	58.00	59.00	<u>Labor Grade</u>	<u>Fixed Dollar Unit at September 19, 1983</u>	1 – 10	\$14.00	11 – 15	15.00	16 and above	16.00
	Fixed Dollar Unit																														
<u>Labor Grade</u>	<u>4/1/2013</u>	<u>4/1/2014</u>	<u>4/1/2015</u>																												
1 – 10	\$55.00	\$56.00	\$57.00																												
11 – 15	56.00	57.00	58.00																												
16 and above	57.00	58.00	59.00																												
<u>Labor Grade</u>	<u>Fixed Dollar Unit at September 19, 1983</u>																														
1 – 10	\$14.00																														
11 – 15	15.00																														
16 and above	16.00																														
Early Retirement Benefit	For participants who are eligible for early retirement, benefits are determined in the same manner as normal retirement benefits. Benefits are reduced by 6% a year for commencement prior to age 60. Benefits are unreduced for plan members who are age 55 with 30 Years of Service at retirement. For terminated vested participants who completed at least 10 years of vesting service, benefits are determined based on Years of Service at termination multiplied by the Fixed Dollar Limit in effect at termination. Benefits are reduced by 6% a year for commencement prior to age 60 for GMP Members and 6% a year for commencement prior to age 65 for USW Members.																														
Disability Benefit	Benefits are determined in the same manner as normal retirement benefits and are payable immediately without reduction.																														

Schedule SB, Part V — Summary of Plan Provisions**SG Containers – ANC 033 (continued)**

<i>Normal Form of Benefit</i>	The normal form of benefit for a single employee is a 6-year certain and life annuity. The normal form of benefit for a married member is a reduced benefit payable for life (guaranteed for 6 years) with 50% of the reduced benefit continued to his or her spouse upon the death of such member.
<i>Optional Forms of Benefit</i>	In addition to the normal form of benefit, the following optional forms of benefit may be available on an actuarial equivalent basis: – Age 62 Level Income – Joint and 66-2/3% Survivor Annuity with a 6-year guarantee – Joint and 75% Survivor Annuity with a 6-year guarantee – Joint and 100% Survivor Annuity with a 6-year guarantee – Pop-up Joint and 100% Survivor Annuity with a 6-year guarantee.
<i>Spouse's Benefit</i>	For GMP members, death benefits are equal to 50% of the normal retirement benefits commencing either immediately or, if later, the date the participant would have been age 40. For USW members, the same provisions apply but the participant must be age 45 with 10 Years of Service at death. For participants who do not meet the above requirements at death, the statutory pre-retirement death benefit applies.
<i>Termination and Vesting</i>	If a member terminates employment with at least 5 Years of Service, he is fully vested in the amount of his accrued benefit payable at Normal Retirement.
<i>Contributions</i>	The Company bears the full cost of benefits under the plan.

Schedule SB, Part V — Summary of Plan Provisions**SG Containers – Ball Hourly**

Effective Date	May 31, 1996 as amended to date.																							
Eligibility	An employee who is covered by the collective bargaining agreements between the Company and the GMP or USW is immediately eligible to participate in the plan, except for members in the RAP.																							
Normal Retirement	Age 60 with 5 Years of Service for GMP Members. Age 65 with 5 Years of Service for USW Members.																							
Early Retirement	Age 50 with 10 Years of Service, or Age 60 for GMP Members. Age 55 with 10 Years of Service, or Age 65 for USW Members.																							
Disability Retirement	10 Years of Service.																							
Normal Retirement Benefit	The monthly amount of retirement income commencing at normal retirement date is equal to a participant's Years of Service multiplied by the Fixed Dollar Unit applicable under the plan. Fixed Dollar Units are based on the participant's Labor Grade. <table><tr><td></td><td colspan="3">Fixed Dollar Unit</td></tr><tr><td><u>Labor Grade</u></td><td><u>4/1/2013</u></td><td><u>4/1/2014</u></td><td><u>4/1/2015</u></td></tr><tr><td>1 – 10</td><td>\$55.00</td><td>\$56.00</td><td>\$57.00</td></tr><tr><td>11 – 15</td><td>56.00</td><td>57.00</td><td>58.00</td></tr><tr><td>16 and above</td><td>57.00</td><td>58.00</td><td>59.00</td></tr></table> The USW union adopted the above benefit schedule July 15, 2014, (retroactively). All employees who retire from active service on or after 4/1/2013 receive benefit increases under the current contract. Benefits for former TBG, Metropak, or Kerr participants are offset by their prior plan benefits.					Fixed Dollar Unit			<u>Labor Grade</u>	<u>4/1/2013</u>	<u>4/1/2014</u>	<u>4/1/2015</u>	1 – 10	\$55.00	\$56.00	\$57.00	11 – 15	56.00	57.00	58.00	16 and above	57.00	58.00	59.00
	Fixed Dollar Unit																							
<u>Labor Grade</u>	<u>4/1/2013</u>	<u>4/1/2014</u>	<u>4/1/2015</u>																					
1 – 10	\$55.00	\$56.00	\$57.00																					
11 – 15	56.00	57.00	58.00																					
16 and above	57.00	58.00	59.00																					
Early Retirement Benefit	For participants who are eligible for early retirement, benefits are determined in the same manner as normal retirement benefits. Benefits are reduced by 6% a year for commencement prior to age 60. Benefits are unreduced for plan members who are age 55 with 30 Years of Service at retirement. For terminated vested participants who completed at least 10 years of vesting service, benefits are determined based on Years of Service at termination multiplied by the Fixed Dollar Limit in effect at termination. Benefits are reduced by 6% a year for commencement prior to age 60 for GMP Members and 6% a year for commencement prior to age 65 for USW Members.																							
Disability Benefit	Benefits are determined in the same manner as normal retirement benefits and are payable immediately without reduction. However, for former TBG participants, the benefit is not offset by the TBG Hourly plan benefit until the participant becomes eligible to receive a retirement benefit under the TBG Hourly Plan.																							
Normal Form of Benefit	The normal form of benefit for a single employee is a 6-year certain and life annuity. The normal form of benefit for a married member is a reduced benefit payable for life (guaranteed for 6 years) with 50% of the reduced benefit continued to his or her spouse upon the death of such member.																							

Schedule SB, Part V — Summary of Plan Provisions**SG Containers – Ball Hourly (continued)**

<i>Optional Forms of Benefit</i>	In addition to the normal form of benefit, the following optional forms of benefit may be available on an actuarial equivalent basis: – Age 62 Level Income – Joint and 66-2/3% Survivor Annuity with a 6-year guarantee – Joint and 75% Survivor Annuity with a 6-year guarantee – Joint and 100% Survivor Annuity with a 6-year guarantee – Pop-up Joint and 100% Survivor Annuity with a 6-year guarantee – 10-Year Certain and Life.
<i>Spouse's Benefit</i>	For GMP Members, death benefits are equal to 50% of the normal retirement benefit commencing immediately if the participant was at least age 40 with 5 Years of Service at death. For USW Members, the same provisions apply but the participant must be age 45 with 10 Years of Service at death. For participants who do not meet the above requirements at death, the statutory pre-retirement death benefit applies.
<i>Termination and Vesting</i>	If a member terminates employment with at least 5 Years of Service, he is fully vested in the amount of his benefit payable at Normal Retirement.
<i>Contributions</i>	The Company bears the full cost of benefits under the plan.

Schedule SB, Part V — Summary of Plan Provisions**SG Containers – Heye Hourly**

Effective Date	April 1, 1988, as amended to date																							
Eligibility	An employee who is covered by the collective bargaining agreement between the Company and the GMP is immediately eligible to participate in the plan, except for members in the RAP.																							
Normal Retirement	Age 60																							
Early Retirement	Age 50 with 10 years of service																							
Normal Retirement Benefit	The monthly amount of retirement income commencing at normal retirement date is equal to a participant's Years of Service multiplied by the Fixed Dollar Unit applicable under the plan. Fixed Dollar Units are based on the participant's Labor Grade. <table><tr><td></td><td colspan="3">Fixed Dollar Unit</td></tr><tr><td><u>Labor Grade</u></td><td><u>7/1/2013</u></td><td><u>7/1/2014</u></td><td><u>7/1/2015</u></td></tr><tr><td>1 – 10</td><td>\$55.00</td><td>\$56.00</td><td>\$57.00</td></tr><tr><td>11 – 15</td><td>56.00</td><td>57.00</td><td>58.00</td></tr><tr><td>16 and above</td><td>57.00</td><td>58.00</td><td>59.00</td></tr></table> All employees who retire from active service on or after 7/1/2013 receive benefit increases under the current contract.					Fixed Dollar Unit			<u>Labor Grade</u>	<u>7/1/2013</u>	<u>7/1/2014</u>	<u>7/1/2015</u>	1 – 10	\$55.00	\$56.00	\$57.00	11 – 15	56.00	57.00	58.00	16 and above	57.00	58.00	59.00
	Fixed Dollar Unit																							
<u>Labor Grade</u>	<u>7/1/2013</u>	<u>7/1/2014</u>	<u>7/1/2015</u>																					
1 – 10	\$55.00	\$56.00	\$57.00																					
11 – 15	56.00	57.00	58.00																					
16 and above	57.00	58.00	59.00																					
Early Retirement Benefit	For participants who are eligible for early retirement, benefits are determined in the same manner as normal retirement benefits. Benefits are reduced by 6% a year for commencement prior to age 60. Benefits are unreduced for plan members who are age 55 with 30 Years of Service at retirement. For terminated vested participants who completed at least 10 years of vesting service, benefits are determined based on Years of Service at termination multiplied by the Fixed Dollar Limit in effect at termination. Benefits are reduced by 6% a year for commencement prior to age 60.																							
Disability Benefit	Benefits are determined in the same manner as normal retirement benefits and are payable immediately without reduction.																							
Normal Form of Benefit	The normal form of benefit for a single employee is a 6-year certain and life annuity. The normal form of benefit for a married member is reduced benefit payable for life (guaranteed for 6 years) with 50% of such reduced benefit continued to his or her spouse upon the death of the member.																							
Optional Forms of Benefit	In addition to the normal form of benefit, the following optional forms of benefit may be available on an actuarial equivalent basis: – Level Income – Joint and 66-2/3% Survivor Annuity with a 6-year guarantee – Joint and 75% Survivor Annuity with a 6-year guarantee – Joint and 100% Survivor Annuity with a 6-year guarantee – Pop-up Joint and 100% Survivor Annuity with a 6-year guarantee.																							
Spouse's Benefit	Death benefits are equal to 50% of the normal retirement benefit commencing either immediately or, if later, at the date the participant would have been age 40.																							

Schedule SB, Part V — Summary of Plan Provisions

<i>Termination and Vesting</i>	If a member terminates employment with at least 5 Years of Service, he is fully vested in the amount of his benefit payable at Normal Retirement.
<i>Contributions</i>	The Company bears the full cost of benefits under the plan.

Schedule SB, Part V — Summary of Plan Provisions**SG Containers – Heye Salaried*****This plan is frozen as of March 31, 2004.****Thereafter, the participant's accrued benefit will be equal to the greater of 1) the frozen benefit as of March 31, 2004 based on the formula below and 2) the benefit calculated under the SG Container's Salaried plan.*

<i>Effective Date</i>	May 1, 1996.
<i>Eligibility</i>	An employee becomes a member of the plan on the January 1 or July 1 following the attainment of age 21 and the completion of one year of service.
<i>Normal Retirement</i>	The first day of the month coincident with or next following a member's 65th birthday.
<i>Early Retirement</i>	A member may retire at his request on the first day of any month subsequent to his 55th birthday and completion of 5 years of service.
<i>Normal Retirement Benefit</i>	The sum of (A) minus (B) plus (C): (A) 1.5% of average monthly compensation multiplied by years of service not in excess of 35. (B) 1.5% of the Primary Social Security Benefit multiplied by years of service covered in (A) above (first 35 years) which are after December 31, 1978. (C) 1.0% of average monthly compensation multiplied by years of service in excess of 35. The benefit described above shall be reduced by the benefits payable from the hourly pension plan, if any.
<i>Early Retirement Benefit</i>	The accrued benefit computed without the offset portions of the benefit (A. and C. above) reduced by 3% for each year the early retirement date precedes age 62; and with the offset portion of the benefit (B. above) reduced by 1/15 for each of the first 5 years and 1/30 of each of the next 5 years by which the early retirement date precedes the normal retirement date. If an active participant has attained age 60 with 30 years of service there is no reduction applied to A. and C. A terminated vested participant's early retirement benefit is reduced by 6% for each year by which early retirement precedes normal retirement. The accrued benefit may be reduced by any benefits payable from the hourly plan, if applicable.
<i>Disability Benefit</i>	Eligibility: Eligible for disability benefits under the Social Security Act and eligible for benefits under the Company's Long Term Disability program. Benefit: The participant will continue to earn years of service credit until his normal retirement date or actual retirement date, if later. At retirement, the benefit will be calculated using the average monthly compensation at the date of disability.

Schedule SB, Part V — Summary of Plan Provisions**SG Containers – Heye Salaried (continued)**

<i>Normal Form of Benefit</i>	Retirement benefits are normally paid for the duration of a single member's life. The normal form of benefit for a married member is a reduced benefit payable for life with 50% of such reduced benefit continued to his or her spouse upon the death of such member.
<i>Optional Forms of Benefit</i>	In addition to the normal form of benefit, the following optional forms of benefit may be available on an actuarial equivalent basis: – Age 62 Level Income – Lump Sum Payment (benefit accrued through March 31, 2004) – Joint and 66-2/3% Survivor Annuity – Joint and 75% Survivor Annuity – Joint and 100% Survivor Annuity – 10-Year Certain and Life.
<i>Spouse's Benefit</i>	Upon the death of a participant with a surviving spouse, the amount paid to the surviving spouse is equal to the amount that would have been paid had the participant terminated employment on the date of death and survived to his earliest retirement age, retired with a qualified joint and 50% survivor annuity, then died the next day.
<i>Termination and Vesting</i>	If a member terminates employment with at least 5 years of service, he is fully vested in the amount of his accrued benefit.
<i>Contributions</i>	The Company bears the full cost of benefits under the plan.

Schedule SB, Part V — Summary of Plan Provisions**SG Containers – Salaried**

<i>Effective Date</i>	September 15, 1995.
<i>Eligibility</i>	Immediate.
<i>Normal Retirement</i>	The first day of the month coincident with or next following a member's 65th birthday.
<i>Early Retirement</i>	A member may retire at his request on the first day of any month subsequent to his 55th birthday and completion of 5 years of service.
<i>Normal Retirement Benefit</i>	The monthly amount of retirement income commencing at normal retirement date is 1.25% of the member's average monthly compensation multiplied by the number of years of credited service (post September 15, 1995).
<i>Early Retirement Benefit</i>	Upon early retirement, the benefit is determined in the same manner as at normal retirement except it is based on credited service and average monthly compensation at the early retirement date. Early retirement benefits are reduced by 5% for each year retirement precedes age 62. A terminated vested participant's early retirement benefit is actuarially reduced for each year by which early retirement precedes the normal retirement date. Actuarial equivalence is determined using the 1994 Group Annuity Reserving Table projected to 2002 using Scale AA and 6%.
<i>Guaranteed Benefit</i>	Employees who are at least age 52 on September 15, 1995 with 5 or more years of service (10 or more for former Ball employees), and who terminate employment after age 55, are entitled to the larger of (A) or (B): (A) The amounts described above at normal or early retirement; (B) The amount that, when combined with their accrued benefit at September 15, 1995 under the prior plan, they would have received under the prior plan if they had continued to participate in that plan to the earlier of their separation from service or September 15, 1998.
<i>Normal Form of Benefit</i>	Retirement benefits are normally paid for the duration of a single member's life. The normal form of benefit for a married member is a reduced benefit payable for life with 50% of such reduced benefit continued to his or her spouse upon the death of such member.
<i>Optional Forms of Benefit</i>	In addition to the normal form of benefit, the following optional forms of benefit may be available on an actuarial equivalent basis: – Age 62 Level Income – Joint and 66-2/3% Survivor Annuity – Joint and 75% Survivor Annuity – Joint and 100% Survivor Annuity – 10-Year Certain and Life.
<i>Spouse's Benefit</i>	Upon the death of a participant with a surviving spouse, the amount paid to the surviving spouse is equal to the amount that would have been paid had the participant terminated employment on the date of death and survived to his earliest retirement age, retired with a qualified joint and 50% survivor annuity, then died the next day.

Schedule SB, Part V — Summary of Plan Provisions

SG Containers – Salaried (continued)	
<i>Termination and Vesting</i>	If a member terminates employment with at least 5 years of service, he is fully vested in the amount of his accrued benefit.
<i>Contributions</i>	The Company bears the full cost of benefits under the plan.

Schedule SB, Part V — Summary of Plan Provisions

Benefits Included or Excluded

Unless noted below, all benefits provided by the plan are included in this valuation.

- **Plan amendments excluded:** Amendments adopted after the valuation date or effective after the current plan year are excluded from the valuation.
- **Late retirement increases:**
 - *Active participants:* The plan provides benefit suspension notices to participants who work beyond normal retirement; therefore, late retirement actuarial increases only apply to participants who defer retirement beyond age 70½. This valuation includes increases for current participants over age 70.
 - *Deferred vested participants:* Current deferred vested participants over normal retirement age are valued including the late retirement actuarial increase.
- **Internal Revenue Code limitations:** The limitations of Internal Revenue Code Section 415(b) and 401(a)(17) have been incorporated into our calculations.
- **IRC Section 416 rules for top-heavy plans:** We did not test whether this plan is top-heavy (when the present value of benefits for key employees equals or exceeds 60% of the present value for all participants). However, we expect that the plan is not top-heavy due to the large number of rank-and-file participants; therefore, the funding target and target normal cost do not reflect any liability for top-heavy benefit accruals.

Additional Benefits Included or Excluded

- **IRC Section 436 benefit restrictions:**
 - *Plan amendments:* See above.
 - *Prohibited payments:* Limitations on prohibited benefits (if any) are reflected for annuity starting dates before the valuation date but are ignored for annuity starting dates on or after the valuation date.
 - *Benefit accruals:* The plan's funding target does not reflect any limitation on benefit accruals. The target normal cost does not reflect any limitation on benefit accruals.
- **Scheduled benefit increases:** Scheduled benefit increases effective after the end of the current plan year are excluded from minimum funding requirements.
- **Unpredictable contingent event benefits:** This valuation does not value the plan's unpredictable contingent event benefits, which are summarized above, based on discussions with the plan sponsor that there is no expectation in the near to mid-term that any plants will be closed.

Plan Provision Changes Since Prior Valuation

- Maximum compensation amounts and maximum benefit amounts under the Internal Revenue Code were updated from 2014 to 2015.
- Changes in certain hourly multipliers were reflected in the January 1, 2015 valuation. These changes are highlighted in the plan provision summaries.

SG1K

AGI RIP TRUST ALL ACC
COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

PAGE: 2
PLAN YEAR ENDING: 12/31/15

Plan #: 008
EIN:35-1958205

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE

MONEY MARKET FUNDS					

		EURO CURRENCY			
		6,923.24	7,663.11		7,520.71
SG1J	EUR	4,791.46	5,316.77		5,204.96
SG1P	EUR	2,131.78	2,346.34		2,315.75
		JAPANESE YEN			
		6,918,078.00	56,481.70		57,509.27
SG1J	JPY	2,079,600.00	16,784.82		17,287.50
SG1P	JPY	4,838,478.00	39,696.88		40,221.77
		SOUTH KOREAN WON			
		4,153.00	3.72		3.54
SG1J	KRW	4,153.00	3.72		3.54
		SINGAPORE DOLLAR			
		6,000.00	4,464.95		4,229.37
SG1J	SGD	6,000.00	4,464.95		4,229.37
		US DOLLAR			
		-7,857.36	-7,857.36		-7,857.36
SG1X	USD	-7,857.36	-7,857.36		-7,857.36
		STATE STREET BANK + TRUST CO			
		SHORT TERM INVESTMENT FUND	1.000	12/31/2030	
		12,100,239.00	12,100,239.00		12,100,239.00
SG1P	8611239B5	0.02	0.02		0.02
SG1V	8611239B5	19.16	19.16		19.16
SG1Z	8611239B5	4,586,075.42	4,586,075.42		4,586,075.42
SG2A	8611239B5	5,003.88	5,003.88		5,003.88
SG2B	8611239B5	7,509,140.50	7,509,140.50		7,509,140.50
SG2F	8611239B5	0.02	0.02		0.02
		-----	-----		-----
		19,027,535.88	12,160,995.12		12,161,644.53

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AGI RIP TRUST ALL ACC
COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

PAGE: 3
PLAN YEAR ENDING: 12/31/15

Plan #: 008
EIN:35-1958205

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
U.S. GOVERNMENT SECURITIES					
	STRIP PRINC	11/44 0.00000	0.010	11/15/2044	
		62,792,000.00		26,833,533.28	25,285,082.56
SG2F	912803EK5	62,792,000.00		26,833,533.28	25,285,082.56
	STRIPS	08/25 0.00000	0.010	08/15/2025	
		19,137,000.00		15,146,361.39	15,097,370.67
SG2F	912833LW8	19,137,000.00		15,146,361.39	15,097,370.67
	STRIPS	05/30 0.00000	0.010	05/15/2030	
		24,253,000.00		16,257,940.05	16,263,091.68
SG2F	912833XU9	24,253,000.00		16,257,940.05	16,263,091.68
	STRIPS	11/35 0.00000	0.010	11/15/2035	
		9,640,000.00		4,695,354.80	5,300,072.00
SG2F	912833X96	9,640,000.00		4,695,354.80	5,300,072.00
	STRIPS	11/30 0.00000	0.010	11/15/2030	
		5,170,000.00		3,060,289.65	3,400,153.90
SG2F	9128337N4	5,170,000.00		3,060,289.65	3,400,153.90
		120,992,000.00		65,993,479.17	65,345,770.81

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AGI RIP TRUST ALL ACC
COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

PAGE: 4
PLAN YEAR ENDING: 12/31/15

Plan #: 008
EIN:35-1958205

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE

COMMON/COLLECTIVE TRUSTS					

	CORE PROPERTY COLLECTIVE	MUTUAL FUNDS			
		17,850,000.000	17,850,000.00		17,850,000.00
SG1Z	927ZRR906	17,850,000.000	17,850,000.00		17,850,000.00
	STRUCTURED CREDIT COLLECTIVE F	STRUCTURED CREDIT COLLECTIVE			
		26,400,000.000	26,400,000.00		26,400,000.00
SG1Z	976MRM906	26,400,000.000	26,400,000.00		26,400,000.00
		-----	-----		-----
		44,250,000.00	44,250,000.00		44,250,000.00

SG1K

AGI RIP TRUST ALL ACC
COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

PAGE: 5
PLAN YEAR ENDING: 12/31/15

Plan #: 008
EIN:35-1958205

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
REGISTERED INVESTMENT COMPANY					
SG1Z	783980105	SEI INSTITUTIONAL INVESTMENT T SEI INST INV LRGE CAP FUND A			
		6,665,424.508	146,055,746.72		126,176,485.94
		6,665,424.508	146,055,746.72		126,176,485.94
SG1Z	783980303	SEI INSTITUTIONAL INVESTMENT T SEI INST INV H/Y BOND FD A			
		8,136,462.646	69,544,806.61		66,881,722.95
		8,136,462.646	69,544,806.61		66,881,722.95
SG2E	783980584	SEI INTERMEDIATE DURATION CRED SEI INTERMEDIATE DUR CR A			
		8,430,167.540	83,319,356.76		81,013,910.06
		8,430,167.540	83,319,356.76		81,013,910.06
SG1Z	783980626	SEI INSTITUTIONAL INVESTMENT T SEI INST INV S+P 500 IDX A			
		11,181,873.420	129,103,423.60		126,131,532.18
		11,181,873.420	129,103,423.60		126,131,532.18
SG2E	783980634	SEI LONG DURATION CORPORATE BO SEI LONG DUR CORP BOND A			
		18,325,688.231	190,102,823.79		175,376,836.37
		18,325,688.231	190,102,823.79		175,376,836.37
SG1Z	783980642	SEI INSTITUTIONAL MANAGED TRUS SEI SMALL CAP II FUND A			
		6,890,731.410	86,071,103.89		75,798,045.51
		6,890,731.410	86,071,103.89		75,798,045.51
SG1Z	783980758	SEI INSTITUTIONAL INVESTMENT T SEI INST INV EMG MKT DEBT A			
		6,615,359.599	59,205,437.39		57,752,089.30
		6,615,359.599	59,205,437.39		57,752,089.30
SG1Z	783980774	SEI INSTITUTIONAL INVESTMENT T SEI INST INV WRLD EQ EX US A			
		14,278,883.097	179,390,103.44		154,354,726.28
		14,278,883.097	179,390,103.44		154,354,726.28
SG1Z	926SZN903	SIIT EMERGING MARKETS EQUITY F SIIT EMERGING MARKETS EQUITY			
		5,902,918.787	50,836,664.24		48,403,934.05
		5,902,918.787	50,836,664.24		48,403,934.05
			-----	-----	-----
			86,427,509.238	993,629,466.44	911,889,282.64
			-----	-----	-----
Total Trust Assets			1,116,033,940.73		1,033,646,697.98

SG1K

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
MONEY MARKET FUNDS									
8611239B5	STATE STREET BANK + TRUST CO	1.000	12/31/2030	410,685,090.04		0.00		410,685,090.04	0.00
8611239B5	STATE STREET BANK + TRUST CO	1.000	12/31/2030		327,323,691.33	0.00	327,323,691.33	327,323,691.33	0.00
8611239B5	STATE STREET BANK + TRUST CO	1.000	12/31/2030		156,988,262.89	0.00	156,988,262.89	156,988,262.89	0.00
MONEY MARKET FUNDS TOTALS									
						0.00	484,311,954.22	894,997,044.26	0.00

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE				
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS		
U.S. GOVERNMENT SECURITIES							

U.S. GOVERNMENT SECURITIES TOTALS							

		0.00	0.00	0.00	0.00		

SG1K

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE				
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS		
CORP. DEBT INSTR. - PREFERRED							

CORP. DEBT INSTR. - PREFERRED TOTALS							

		0.00	0.00	0.00	0.00		

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE				
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS		
CORP. DEBT INSTR. - ALL OTHER							

CORP. DEBT INSTR. - ALL OTHER TOTALS							

		0.00	0.00	0.00	0.00		

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE				
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS		
CORPORATE STOCKS - PREFERRED							
CORPORATE STOCKS - PREFERRED TOTALS							
		0.00	0.00	0.00	0.00		

SG1K

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE			
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	
CORPORATE STOCKS - COMMON						
CORPORATE STOCKS - COMMON TOTALS						
		0.00	0.00	0.00	0.00	

SG1K

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE				
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS		
PARTN./JOINT VENTURE INTERESTS							

PARTN./JOINT VENTURE INTERESTS TOTALS							

		0.00	0.00	0.00	0.00		

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AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE				
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS		
OTHER							
OTHER TOTALS							
		0.00	0.00	0.00	0.00		

SG1K

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE	(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
COMMON/COLLECTIVE TRUSTS									
03599A967	DAILY EAFE FUND				76,233,757.86	0.00	75,650,000.00	76,233,757.86	583,757.86
782995930	S + P 500 FLAGSHIP FUND				101,610,089.04	0.00	94,468,000.00	101,610,089.04	7,142,089.04
COMMON/COLLECTIVE TRUSTS TOTALS									
						0.00	170,118,000.00	177,843,846.90	7,725,846.90

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE: 1,112,817,129.42

5% OF ASSET VALUE: 55,640,856.47

(A) IDENTITY OF PARTY (C) PURCHASE PRICE	(B) DESCRIPTION OF ASSET (D) SELLING PRICE	RATE (F) EXPENSES INCURRED	MAT DATE (G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS
REGISTERED INVESTMENT COMPANY					
ACI00MAI6	PRUDENTIAL LONG DUR CORP BOND 82,077,652.68	0.00	77,574,767.76	82,077,652.68	4,502,884.92
783980105	SEI INSTITUTIONAL INVESTMENT T 105,187,134.00	0.00	0.00	105,187,134.00	0.00
783980303	SEI INSTITUTIONAL INVESTMENT T 70,502,203.24	0.00	0.00	70,502,203.24	0.00
783980584	SEI INTERMEDIATE DURATION CRED 100,415,512.00	0.00	0.00	100,415,512.00	0.00
783980634	SEI LONG DURATION CORPORATE BO 91,728,715.12	0.00	0.00	91,728,715.12	0.00
783980634	SEI LONG DURATION CORPORATE BO 147,773,166.00	0.00	0.00	147,773,166.00	0.00
783980634	SEI LONG DURATION CORPORATE BO 81,749,858.03	0.00	85,811,255.09	81,749,858.03	-4,061,397.06
783980642	SEI INSTITUTIONAL MANAGED TRUS 57,374,800.00	0.00	0.00	57,374,800.00	0.00
783980758	SEI INSTITUTIONAL INVESTMENT T 60,430,459.92	0.00	0.00	60,430,459.92	0.00
783980774	SEI INSTITUTIONAL INVESTMENT T 248,624,136.00	0.00	0.00	248,624,136.00	0.00
783980774	SEI INSTITUTIONAL INVESTMENT T 85,718,933.54	0.00	95,893,168.60	85,718,933.54	-10,174,235.06
REGISTERED INVESTMENT COMPANY TOTALS					
		0.00	259,279,191.45	1,131,582,570.53	-9,732,747.20

SG1K

PAGE: 2

Plan #: 008

AGI RIP TRUST ALL ACC
SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES
BEGINNING NET ASSET VALUE: 1,112,817,129.42
5% OF ASSET VALUE: 55,640,856.47

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE						
#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
MONEY MARKET FUNDS									
8611239B5	STATE STREET BANK + TRUST CO	1.000	12/31/2030						
483	633,559,237.23 286	733,612,195.32	0.00	733,612,195.32	769	1,367,171,432.55		0.00	
MONEY MARKET FUNDS TOTALS									
483	633,559,237.23 286	733,612,195.32	0.00	733,612,195.32	769	1,367,171,432.55		0.00	

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U.S. GOVERNMENT SECURITIES									
912803EK5	STRIP PRINC	0.010	11/15/2044						
13	42,355,890.28	8	15,153,273.55	0.00	15,863,871.50	21	57,509,163.83	-710,597.95	
U.S. GOVERNMENT SECURITIES TOTALS									
13	42,355,890.28	8	15,153,273.55	0.00	15,863,871.50	21	57,509,163.83	-710,597.95	

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

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CORP. DEBT INSTR. - PREFERRED									
CORP. DEBT INSTR. - PREFERRED TOTALS									
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	

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Plan #: 008

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

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CORP. DEBT INSTR. - ALL OTHER									
CORP. DEBT INSTR. - ALL OTHER TOTALS									
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	0.00

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

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(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE						
#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
CORPORATE STOCKS - PREFERRED									
CORPORATE STOCKS - PREFERRED TOTALS									
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	

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Plan #: 008

AGI RIP TRUST ALL ACC

PLAN YEAR ENDING: 12/31/15

EIN:35-1958205

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#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
CORPORATE STOCKS - COMMON									
CORPORATE STOCKS - COMMON TOTALS									
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	

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Plan #: 008
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PARTN./JOINT VENTURE INTERESTS									

PARTN./JOINT VENTURE INTERESTS TOTALS									

0	0.00	0	0.00	0.00	0	0.00	0.00		

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OTHER									
OTHER TOTALS									
0	0.00	0	0.00	0.00	0.00	0	0.00	0.00	

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#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			
COMMON/COLLECTIVE TRUSTS									
03599A967	DAILY EAFE FUND								
0	0.00	1	76,233,757.86	0.00	75,650,000.00	1	76,233,757.86	583,757.86	
782995930	S + P 500 FLAGSHIP FUND								
0	0.00	1	101,610,089.04	0.00	94,468,000.00	1	101,610,089.04	7,142,089.04	
COMMON/COLLECTIVE TRUSTS TOTALS									
0	0.00	2	177,843,846.90	0.00	170,118,000.00	2	177,843,846.90	7,725,846.90	

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REGISTERED INVESTMENT COMPANY									
ACI00MAI6	PRUDENTIAL LONG DUR CORP BOND								
0	0.00 4	82,199,825.58	0.00	77,688,428.15	4	82,199,825.58	4,511,397.43		
783980105	SEI INSTITUTIONAL INVESTMENT T								
8	157,171,301.63 4	10,356,547.54	0.00	11,115,554.91	12	167,527,849.17	-759,007.37		
783980303	SEI INSTITUTIONAL INVESTMENT T								
3	71,105,801.05 2	1,500,122.90	0.00	1,560,994.44	5	72,605,923.95	-60,871.54		
783980584	SEI INTERMEDIATE DURATION CRED								
12	124,335,887.21 2	40,199,370.34	0.00	41,016,530.45	14	164,535,257.55	-817,160.11		
783980626	SEI INSTITUTIONAL INVESTMENT T								
10	138,838,557.97 4	9,409,762.39	0.00	9,735,134.37	14	148,248,320.36	-325,371.98		
783980634	SEI LONG DURATION CORPORATE BO								
12	276,511,157.86 2	82,335,399.37	0.00	86,408,334.07	14	358,846,557.23	-4,072,934.70		
783980642	SEI INSTITUTIONAL MANAGED TRUS								
8	92,306,195.21 4	5,834,677.30	0.00	6,235,091.32	12	98,140,872.51	-400,414.02		
783980758	SEI INSTITUTIONAL INVESTMENT T								
2	60,511,054.68 2	1,277,882.47	0.00	1,305,617.29	4	61,788,937.15	-27,734.82		
783980774	SEI INSTITUTIONAL INVESTMENT T								
6	286,263,406.09 4	96,214,858.17	0.00	106,873,302.65	10	382,478,264.26	-10,658,444.48		
REGISTERED INVESTMENT COMPANY TOTALS									
61	1,207,043,361.70 28	329,328,446.06	0.00	341,938,987.65	89	1,536,371,807.76	-12,610,541.59		

Schedule SB, Line 24 — Change in Actuarial Assumptions**Actuarial Assumption Changes Since Prior Valuation**

- The interest accumulation rate for the Retirement Accumulation Plan was changed from 3.5% in 2014 to 2.85% for 2015.
- The incidence of disability was changed to the Class 1 rates from the Conference of Consulting Actuaries 1985 Pension Disability Study from 50% of the disability incidence developed in the Third Actuarial Valuation of the Railroad Retirement System.
- The increase in maximum salary and benefit limitations was changed from 3.0% to 2.5%.
- The expense component of normal cost decreased from \$3,113,000 to \$2,102,000 to reflect our expectations for the current plan year.