

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 6057(b) and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2017 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</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.) ☒ 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>REXAM PENSION PLAN</u>	1b Three-digit plan number (PN) ▶	<u>001</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>BALL, INC.</u> <u>10 LONGS PEAK DRIVE</u> <u>BROOMFIELD, CO 80021</u>	1c Effective date of plan <u>11/01/1971</u>	2b Employer Identification Number (EIN) <u>06-1122239</u>	2c Plan Sponsor's telephone number <u>303-939-4000</u>
		2d Business code (see instructions) <u>339900</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	Filed with authorized/valid electronic signature.	<u>10/15/2018</u>	<u>JAMES G. WALKER</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

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2017)
v. 170203

3a Plan administrator's name and address ☐ Same as Plan Sponsor EMPLOYEE BENEFITS ADMINISTRATION COMMITTEE 10 LONGS PEAK DRIVE BROOMFIELD, CO 80021		3b Administrator's EIN 35-0160610 3c Administrator's telephone number 303-939-4000
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name		4b EIN 4d PN
5 Total number of participants at the beginning of the plan year		5 24625
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) 418
a(2) Total number of active participants at the end of the plan year		6a(2) 385
b Retired or separated participants receiving benefits		6b 9974
c Other retired or separated participants entitled to future benefits		6c 4338
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d 14697
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e 1813
f Total. Add lines 6d and 6e		6f 16510
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested		6h 8
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 3H		
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) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (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) ☒ <u>1</u> 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)

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 2017 Form M-1 annual report. If the plan was not required to file the 2017 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 A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance 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. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2017 This Form is Open to Public Inspection
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017	
A Name of plan REXAM PENSION PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 BALL, INC.	D Employer Identification Number (EIN) 06-1122239

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier THE PRUDENTIAL INSURANCE COMPANY OF AMERICA

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
22-1211670	68241	GA-048073		01/01/2017	12/31/2017

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).
--

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end	4	
5 Current value of plan's interest under this contract in separate accounts at year end	5	

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

b Premiums paid to carrier	6b	171437691
c Premiums due but unpaid at the end of the year	6c	-7994642
d If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
 (3) ☒ other (specify) ▶ **NONPARTICIPATING GROUP ANNUITY CONTRACTS**

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
 (3) ☐ guaranteed investment (4) ☐ other ▶

b Balance at the end of the previous year	7b	
c Additions: (1) Contributions deposited during the year	7c(1)	
(2) Dividends and credits	7c(2)	
(3) Interest credited during the year	7c(3)	
(4) Transferred from separate account	7c(4)	
(5) Other (specify below)	7c(5)	
▶		
(6) Total additions	7c(6)	0
d Total of balance and additions (add lines 7b and 7c(6))	7d	0
e Deductions:		
(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	
(2) Administration charge made by carrier	7e(2)	
(3) Transferred to separate account	7e(3)	
(4) Other (specify below)	7e(4)	
▶		
(5) Total deductions	7e(5)	0
f Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	0

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
b ☐ Dental
c ☐ Vision
d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
f ☐ Long-term disability
g ☐ Supplemental unemployment
h ☐ Prescription drug
i ☐ Stop loss (large deductible)
j ☐ HMO contract
k ☐ PPO contract
l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received	9a(1)		
(2) Increase (decrease) in amount due but unpaid	9a(2)		
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3))		9a(4)	0
b Benefit charges (1) Claims paid	9b(1)		
(2) Increase (decrease) in claim reserves	9b(2)		
(3) Incurred claims (add (1) and (2))		9b(3)	0
(4) Claims charged		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies	9c(1)(F)		
(G) Other retention charges	9c(1)(G)		
(H) Total retention		9c(1)(H)	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).)		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.	10b	

Specify nature of costs.

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

<div>SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>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).</div> <div>▶ File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>2017</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

▶ 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 REXAM PENSION PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF BALL, INC.	D Employer Identification Number (EIN) 06-1122239

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500
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Part I	Basic Information
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1 Enter the valuation date: Month 01 Day 01 Year 2017			
2 Assets:			
a Market value	2a	1487148856	
b Actuarial value	2b	1487148856	
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	19628	1245133286	1245133286
b For terminated vested participants	4833	186650645	186650645
c For active participants	418	26696974	28632352
d Total	24879	1458480905	1460416283
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	5.74 %	
6 Target normal cost	6	13714515	

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		
Signature of actuary	10/05/2018	Date
JOANN LANZETTA	17-05472	Most recent enrollment number
MERCER	609-520-2500	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	97900444
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	97900444
10 Interest on line 9 using prior year's actual return of <u>8.83</u> %	0	8644609
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		9593514
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>5.96</u> %		571773
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		10165287
d Portion of (c) to be added to prefunding balance		10165287
12 Other reductions in balances due to elections or deemed elections	0	3289001
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	113421339

Part III Funding Percentages

14 Funding target attainment percentage	14	94.06%
15 Adjusted funding target attainment percentage	15	101.83%
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	94.44%
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
04/14/2017	5267259	0			
Totals ▶			18(b)	5267259	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	5184950

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
0	0	0	0

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

21 Discount rate:				
a Segment rates:	1st segment: 4.16 %	2nd segment: 5.72 %	3rd segment: 6.48 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age.....				22 60
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	13714515
b Excess assets, if applicable, but not greater than line 31a	31b	0
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment.....	86688766	14235310
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	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33).....	34	27949825
	Carryover balance	Prefunding balance
35 Balances elected for use to offset funding requirement.....	0	22764875
36 Additional cash requirement (line 34 minus line 35)	36	5184950
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	5184950
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	0
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
		2017
		This Form is Open to Public Inspection.

For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017		
A Name of plan REXAM PENSION PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 BALL, INC.	D Employer Identification Number (EIN) 06-1122239	

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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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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)

AON HEWITT

36-2235791

(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?
15 50 64	NONE	1259455	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

LEGAL & GENERAL INVESTMENTS

20-8058531

(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?
28 50	NONE	700304	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

JANUS CAPITAL CORP

84-0765359

(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?
28 50	NONE	533487	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)

BLACKROCK INSTITUTIONAL TRUST

94-3112180

(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?
28 50	NONE	419366	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(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 17 50	NONE	369000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

BARROW, HANLEY, MEWHINNEY & 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?
28 50	NONE	315280	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)

NORTHERN TRUST COMPANY

36-1561860

(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 27 28 50	TRUSTEE	262712	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

TOWERS WATSON DELAWARE INC.

53-0181291

(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?
17 50	NONE	203084	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

PRICEWATERHOUSECOOPERS, LLP

13-4008324

(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?
10 50	NONE	36000	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)

MOORE & VAN ALLEN

56-0559307

(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?
29 50	NONE	20605	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

HOLLAND & HART, LLP

84-0382505

(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?
29 50	NONE	18683	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

WORLD ASSET MANAGEMENT

20-5661226

(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?
28 50	NONE	10548	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
(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
(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
(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
(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
(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:	PRICEWATERHOUSECOOPERS	b EIN:	13-4008324
c Position:	ACCOUNTANT		
d Address:	214 N. TRYON STREET, SUITE 5200 CHARLOTTE, NC 28202	e Telephone:	704-344-7500

Explanation: CHANGE IN ACCOUNTANT/AUDITOR

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:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan 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 <div style="border: 1px solid black; padding: 5px; font-size: 1.2em; font-weight: bold;">2017</div> This Form is Open to Public Inspection.
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

A Name of plan REXAM PENSION PLAN	B Three-digit plan number (PN) ►	001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500 BALL, INC.	D Employer Identification Number (EIN) 06-112239
--	--

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
---------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: REXAM INC. MASTER RETIREMENT TRUST

b Name of sponsor of entity listed in (a): BALL, INC.

c EIN-PN 06-112239-051	d Entity code M	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1300018375
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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)
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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)
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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)
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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)
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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)
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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)
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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
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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) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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 2017 This Form is Open to Public Inspection
For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</u>		
A Name of plan <u>REXAM PENSION PLAN</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>BALL, INC.</u>	D Employer Identification Number (EIN) <u>06-1122239</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		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)	18352357	0
	(2) Participant contributions	1b(2)		
	(3) Other.....	1b(3)	0	7994642
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
	(2) U.S. Government securities.....	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other.....	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)		
	(5) Partnership/joint venture interests	1c(5)		
	(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)		
	(10) Value of interest in pooled separate accounts.....	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)	1470288040	1300018375
	(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)		
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
	(15) Other	1c(15)		

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	1488640397	1308013017

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	989980	399625
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	989980	399625

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	1487650417	1307613392
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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)	5267259	
(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)		5267259
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)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(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)		0
(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)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		130906838
(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)		
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		136174097

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	140683475	
(2) To insurance carriers for the provision of benefits	2e(2)	163443048	
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		304126523
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)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	12084599	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		12084599
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		316211122

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-180037025
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: ANTON COLLINS MITCHELL LLP

(2) EIN: 01-0724563

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:

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.).....

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.)

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	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		15000000
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.)			
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.			

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

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
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 4084608. (See instructions.)

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>▶ File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2017</div> <div>This Form is Open to Public Inspection.</div>
For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017		
A Name of plan REXAM PENSION PLAN		B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 BALL, INC.		D Employer Identification Number (EIN) 06-1122239
Part I	Distributions	
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 0
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): 36-1561860		
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		3 134
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.)	
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	
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		
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.	
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		
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2017 v. 170203		

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

- 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: 8.0% Investment-Grade Debt: 87.0% High-Yield Debt: 0.0% Real Estate: 0.0% Other: 5.0%

- 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):

Rexam Pension Plan

Financial Statements

December 31, 2017 and 2016

Rexam Pension Plan

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 Note: Supplemental schedules required by Section 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.	



Independent Auditor's Report

To the Participants and Administrator of the
Rexam Pension Plan
Broomfield, Colorado

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Rexam Pension Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2017 the related statement of changes in net assets available for 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 audit 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 ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Northern Trust Company, trustee of the Plan, 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 investment transactions. The plan administrator has obtained a certification from the trustee as of and for the year ended December 31, 2017, that the information provided to the plan administrator by the trustee is complete and accurate.

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 on the 2017 financial statements. Accordingly, we do not express an opinion on the 2017 financial statements.



Emphasis of Matter – Annuity Purchase, Spin off and Plan Termination

As discussed in Note 1 of the financial statements, the governing body of the Plan approved a group annuity purchase for certain individuals in pay status during the year ended December 31, 2017. As discussed in Note 12 of the financial statements, the governing body of the Plan approved a spin off of certain employees to another plan, a group annuity purchase for certain individuals in pay status and subsequent termination of the Plan. Our opinion has not been modified with respect to these events.

Other Matters – 2016 Financial Statements

The financial statements of the Plan as of and for the year ended December 31, 2016, were audited by predecessor auditors. 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, the plan administrator instructed the predecessor auditors not to perform, and they did not perform, any auditing procedures with respect to the information certified by the trustee. Their report, dated October 10, 2017, indicated that (a) because of the significance of the information that they did not audit, they were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the financial statements; and (b) the form and content of the information included in the financial statements other than that derived from information certified by the trustee, were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Report on Form and Content in Compliance With DOL Rules and Regulations 2017

The form and content of the information included in the 2017 financial statements other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards general 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 the Employee Retirement Income Security Act of 1974.

Anton Collins Mitchell LLP

Denver, Colorado
October 12, 2018

Rexam Pension Plan
Statements of Net Assets Available for Benefits
December 31, 2017 and 2016

	2017	2016
Assets		
Plan interest in Rexam Inc. Master Retirement Trust, at fair value (Notes 5 and 6)	\$ 1,300,018,375	\$ 1,470,288,040
Employer contribution receivable	-	18,352,357
Group annuity purchase refund receivable	7,994,642	-
Total assets	<u>1,308,013,017</u>	<u>1,488,640,397</u>
Liabilities		
Accrued administrative expenses	<u>399,625</u>	<u>989,980</u>
Total liabilities	<u>399,625</u>	<u>989,980</u>
Net assets available for benefits	<u>\$ 1,307,613,392</u>	<u>\$ 1,487,650,417</u>

See accompanying Independent Auditor's Report and the notes to the financial statements.

Rexam Pension Plan
Statements of Changes in Net Assets Available for Benefits
Years Ended December 31, 2017 and 2016

	2017	2016
Additions		
Employer contributions	\$ 5,267,259	\$ 32,602,219
Plan interest in Rexam Inc. Master Retirement Trust investment income	<u>130,906,838</u>	<u>131,104,589</u>
Total additions	<u>136,174,097</u>	<u>163,706,808</u>
Deductions		
Benefit payments	140,683,475	237,535,630
Administrative expenses	<u>12,084,599</u>	<u>15,942,432</u>
Total deductions	<u>152,768,074</u>	<u>253,478,062</u>
Net decrease prior to transfers and group annuity purchase	(16,593,977)	(89,771,254)
Transfers and Group Annuity Purchase (See Note 1)		
Berry Plastics Corporation Pension Plan for Brookville (PA) Union Employees	-	(10,127,594)
Group Annuity Purchase, net of refund	<u>(163,443,048)</u>	<u>-</u>
Total transfers and group annuity purchase	<u>(163,443,048)</u>	<u>(10,127,594)</u>
Net decrease	(180,037,025)	(99,898,848)
Net assets available for benefits		
Beginning of year	<u>1,487,650,417</u>	<u>1,587,549,265</u>
End of year	<u>\$ 1,307,613,392</u>	<u>\$ 1,487,650,417</u>

See accompanying Independent Auditor's Report and the notes to the financial statements.

Rexam Pension Plan

Notes to Financial Statements

December 31, 2017 and 2016

1. Description of the Plan

The following brief description of the Rexam Pension Plan (the “Plan”) is provided for general information purposes only. A complete description of the Plan may be obtained by reference to the Plan Document and summary plan description, which are available from the Company.

General

On June 30, 2016, Ball Corporation acquired Rexam PLC. Rexam Inc., formerly a wholly-owned subsidiary of Rexam PLC, is now a subsidiary of Ball Corporation, and effective November 1, 2016, Rexam Inc. changed its name to Ball Inc.

The Plan is a noncontributory, defined benefit plan covering various employees of Ball Inc. (the “Company”). It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”). The Employee Benefits Administration Committee (the “Committee”) of Ball Corporation (“Plan Administrator”) controls and manages the operation and administration of the Plan.

In conjunction with the acquisition of Rexam PLC by Ball Corporation, Ball Corporation completed the required sale of certain US Rexam plants to Ardagh Group as of June 30, 2016. Effective with the sale of certain Rexam plants to Ardagh Group, affected United Steel Workers and non-union hourly employees ceased accruing benefits under the Plan. The Company amended the Plan as of June 30, 2016 to fully vest the accrued benefits for all employees that transferred to the Ardagh Group and had a nonvested benefit (e.g., those with less than five years of vesting service). Otherwise, benefits under the Plan will be paid only under the terms of the Plan in effect prior to the sale, e.g., with no early retirement enhancement or recognition of future service with Ardagh Group for purposes of the Plan benefit determination. Ball Corporation retained all liabilities and assets of the Plan associated with employees who transferred to Ardagh Group. Because the June 30, 2016 sale (of certain plants to the Ardagh Group) reduced the number of active participants in the Plan by more than 20%, Ball Corporation filed Pension Benefit Guaranty Corporation (“PBGC”) Form 10 in September 2016 to comply with PBGC reporting requirements for significant events.

Plan Benefits

The Plan provides benefits for both hourly and salaried employees. The Plan contains benefit schedules that outline the provisions that are applicable to the Plan participants employed at the various Company locations.

Vesting

Participants become vested upon the first to occur of the participant’s (a) attainment of age 65 while in service (b) becoming disabled while in service or (c) completion of three to five years of vesting service depending on the population by location. If a participant is not vested at the time of the participant’s separation from service, the participant’s accrued benefit is forfeited. All forfeitures under the Plan are applied to reduce the contributions required to be made by the Company.

Lump Sum

In May 2016 the Plan issued lump sum distributions of approximately \$92 million to approximately 2,400 participants with pension benefit obligations of approximately \$99 million.

Plan Transfer

On June 1, 2014, Rexam Inc. and Berry Plastics Corporation entered into an Equity Purchase Agreement to divest the active (union) participants at the Rexam Brookville location to Berry Plastics Corporation. Effective April 15, 2016, the present value of the benefits, \$10,127,594 was transferred to the Berry Plastics Corporation Pension Plan for Brookville (PA) Union Employees.

Rexam Pension Plan

Notes to Financial Statements

December 31, 2017 and 2016

Annuity Purchase

During 2017, the Plan purchased group annuity contracts with an insurance company. On August 22, 2017, the insurance company assumed approximately \$164 million in projected benefit obligations for approximately 8,000 retirees. Upon execution of the contracts, the insurance company assumed the liability irrevocably, and guarantees the benefits of those retirees that are due under this Plan. The accumulated benefit obligation associated with the group annuity purchase totaled approximately \$161 million.

Plan Termination

The Company reserves the right at any time to terminate this Plan by delivering to the Plan participants' written notice of such termination.

Upon termination, after reserving an amount sufficient to pay all expenses and charges, the proceeds of the assets of the Plan will be allocated among the following groups in the order of preference described below:

- (1) Persons currently receiving retirement benefits;
- (2) Persons who would have been receiving retirement benefits if they had retired prior to the beginning of a three-year period which ended on the termination date of the Plan;
- (3) Persons who have a vested interest in their accrued benefits; and
- (4) Persons who have become entitled to Plan benefits by reason of Plan termination.

If the remaining assets of the Plan are insufficient to satisfy the benefits of all persons within a group, the assets shall be allocated pro rata among all persons within the group on the basis of the present value of their respective benefits as of the date of termination. Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination, subject to a statutory ceiling on the amount of an individual's monthly benefit.

Whether all participants receive their benefits should the Plan be terminated at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide those benefits, the priority of those benefits to be paid and the level and type of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for by the then existing assets and the PBGC guarantee, while other benefits may not be provided for at all.

See Note 12 - Subsequent Events for subsequent termination of Plan and related transactions.

Rexam Pension Plan

Notes to Financial Statements

December 31, 2017 and 2016

2. Significant Accounting Policies

Basis of Accounting

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

Use of Estimates

The preparation of the financial statements in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits at the date of the financial statements. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The fair value of the Plan's interest in the Rexam Inc. Master Retirement Trust ("Master Trust") is based on the beginning of year value of the Plan's interest in the Master Trust plus actual contributions and transfers in and allocated investment income (loss) less actual distributions and allocated administrative expenses for the current year.

Individual investments of the Master Trust are stated at fair value, which is described in Notes 5 and 6. Securities held by the Master Trust and traded on a national securities exchange are valued at the last reported sales price on the last business day of the Plan year; investments traded in the over-the-counter market and listed securities for which no sale was reported on that date are valued at the average of the last reported bid and ask prices. When such prices are unavailable, the Plan's Investment Committee determines the Plan's valuation policies utilizing information provided by its investment advisers and custodians. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those estimated future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to services rendered by the employees to the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits for retired, terminated, or present employees or their beneficiaries are based on employees' compensation during their participation in the Plan. Benefits payable under all circumstances, retirement, death, disability and termination of employment, are included to the extent they are deemed attributable to employee service rendered as of the valuation date.

Funding Policy

Contributions by participants are neither required nor permitted. The Company contributes to the Plan at such times and in such amounts as considered necessary so that contributions are sufficient to provide benefits as actuarially calculated under the terms of the Plan. The Plan has currently met all minimum funding requirements of ERISA. The principal or income of the Master Trust cannot be used for any purpose other than for the exclusive benefit of the Plan participants or their beneficiaries.

Administrative Expenses

Trustee fees and expenses, independent legal, accounting and actuarial consulting fees, premiums to the PBGC, and investment management fees of the Master Trust are paid from the net assets

Rexam Pension Plan

Notes to Financial Statements

December 31, 2017 and 2016

available for benefits. In addition, certain investment related expenses are included as a reduction in net appreciation (depreciation) of fair values of investments of the Master Trust.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Recent Accounting Pronouncements

In May 2015, the Financial Accounting Standard Board ("FASB") issued Accounting Standards Update ("ASU") 2015-07 (*Fair Value Measurement (Topic 820) Disclosures for Investments in Certain Entities that Calculate Net Asset Value per Share (or its Equivalent)*). ASU 2015-07 removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value ("NAV") per share practical expedient. ASU 2015-07 is effective for fiscal years beginning after December 15, 2016, with early adoption permitted. The Plan adopted this pronouncement for the year ended December 31, 2017. The standard involves presentation and disclosure, and therefore, did not have a material impact on the Plan's Statement of Net Assets Available for Benefits.

In February 2017, the FASB issued ASU 2017-06 (*Defined Benefit Pension Plans (Topic 960) Employee Benefit Plan Master Trust Reporting*). ASU 2017-06 requires three separate updates to be made. One, a plan's interest in a master trust and any changes in that interest must be stated separately on the statement of net assets and the statement of changes in net assets. Second, plans must disclose the dollar amount of their interest in each type of investment and no longer are required to disclose the plan's overall percentage interest in the master trust. Lastly, this update requires plans to disclose the master trust's other asset and liability balances, and the dollar amount of the plan's interest in these balances. ASU 2017-06 is effective for fiscal years beginning after December 15, 2018, with early adoption permitted. The standard involves presentation and disclosure, and therefore, is not expected to have a material impact on the Plan's statement of net assets available for benefits or statement of changes in net assets available for benefits.

3. Accumulated Plan Benefits

The actuarial present value of accumulated plan benefits is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits earned by the participants to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements, such as for death, disability, withdrawal or retirement) between the valuation date and the expected date of payment.

The total actuarial present value of accumulated plan benefits as of January 1, 2017, is summarized as follows. Had the valuations been performed as of December 31, 2016, there would be no material differences. The following amounts are shown as of December 31, 2016 and for the year then ended.

Actuarial present value of accumulated plan benefits

Active participants	\$ 36,275,868
Inactive participants with deferred benefits	252,293,589
Inactive participants receiving benefits	<u>1,395,207,646</u>
Total vested benefits	1,683,777,103
Nonvested benefits	<u>2,355,031</u>
Total actuarial present value of accumulated plan benefits	<u>\$ 1,686,132,134</u>

Rexam Pension Plan

Notes to Financial Statements

December 31, 2017 and 2016

Changes in the present value of accumulated plan benefits are as follows:

Actuarial present value of accumulated plan benefits as of December 31, 2015	\$ 1,782,164,948
Increase (decrease) during year attributable to:	
Benefits accumulated and actuarial gains	(3,317,820)
Increase for interest due to decrease in discount period	79,104,672
Benefits paid, spin-off due to transfer and lump sum settlement (Note 1)	(247,663,224)
Change in assumptions (a)	75,067,659
Change in plan provisions	775,899
Net decrease	<u>(96,032,814)</u>
Actuarial present value of accumulated plan benefits as of December 31, 2016	\$ 1,686,132,134

Significant actuarial assumptions underlying the actuarial computations as of December 31, 2016 are:

Assumed rate of return on investments	4.30% per annum
Mortality tables used	Pre-retirement mortality is based on MRP-2007 tables with generational projection using scale MSS-2007 and post-retirement mortality is based on the Mercer Industry Longevity Experience Study (MILES-2010) combined collar tables for Auto, Industrial Goods and Transportation (AIGT) companies, with one-year set forward for females and with generational projection using scale MSS-2007 applied from 2010. The post-retirement mortality assumption is based on an experience study conducted by Mercer in 2014.
Actuarial cost method	Unit credit cost method
Retirement age	Based on retirement rate table within Plan Provisions

All of 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.

- (a) As of December 31, 2016, the actuarial assumption for the assumed rate of return on investments was changed from 4.80% to 4.30% from the prior valuation. The adjusted rate is consistent with expected returns on the current asset classes and resulted in an increase of the present value of accumulated benefits of \$75,067,659.

4. Certified Information

Certain information related to investments disclosed in the accompanying financial statements, including investments held at December 31, 2017 and 2016 and net appreciation (depreciation) in fair value of investments, interest and dividends for the years ended December 31, 2017 and 2016 was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by Northern Trust Company ("Trustee" of the Plan). This financial information was obtained or derived from the certified trust statements in accordance with 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure

Rexam Pension Plan

Notes to Financial Statements

December 31, 2017 and 2016

under ERISA. Information included in the accompanying financial statements as to investment in the Master Trust, investment income/(loss) from the Master Trust, and investment information at December 31, 2017 and 2016 and for the years ended December 31, 2017 and 2016 is presented solely upon those certifications.

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and notes to the financial statements.

5. Plan Interest in Master Trust

All assets of the Plan are invested in the Master Trust, which was established for the investment of assets of the Plan and other Company sponsored retirement plans. Each participating retirement plan has an undivided interest in the Master Trust. The assets of the Master Trust are held by the Trustee of the Plan. The Plan's interest in the net assets of the Master Trust at both December 31, 2017 and 2016 was approximately 99.7%. Investment income and expenses are allocated to each participating plan based upon its respective pro rata share in the net assets of the Master Trust.

The following table presents the net assets of the Master Trust for the years ended December 31, 2017 and 2016:

	Unaudited	
	2017	2016
Investments, at fair value		
Cash and cash equivalents	\$ 47,881,394	\$ 32,894,863
Commingled Funds	32,698,959	452,990,518
Corporate bonds and notes	1,065,812,192	878,031,532
Corporate equity securities	74,391,750	-
Limited Partnership	2,421,893	3,057,352
U.S. government and agency securities	80,365,362	106,963,956
Total investments, at fair value	<u>\$ 1,303,571,550</u>	<u>\$ 1,473,938,221</u>

The following are the changes in net assets for the Master Trust for the years ended December 31, 2017 and 2016:

	Unaudited	
	2017	2016
Changes in net assets		
Net appreciation (depreciation) in fair value of investments	\$ 82,574,459	\$ 85,211,296
Interest	46,655,828	46,174,305
Dividends	2,011,640	(17)
Net investment income (loss)	131,241,927	131,385,584
Net transfers	(288,509,426)	(224,194,933)
Administrative expenses	(13,086,172)	(15,965,704)
Increase (decrease) in net assets	<u>(170,353,671)</u>	<u>(108,775,053)</u>
Net assets		
Beginning of year	<u>1,473,925,221</u>	<u>1,582,700,274</u>
End of year	<u>\$ 1,303,571,550</u>	<u>\$ 1,473,925,221</u>

Rexam Pension Plan

Notes to Financial Statements

December 31, 2017 and 2016

6. Fair Value Measurements

FASB Accounting Standards Codification (“ASC”) 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described as follows:

- Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities observable in active markets.
- Level 2 Inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets and quoted prices for identical or similar assets or liabilities in markets that are not active. If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of ownership of the asset or liability.
- Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets of the Master Trust measured at fair value. There have been no changes in the methodologies used at December 31, 2017 and 2016.

Cash and cash equivalents:

Valued using cash balances held at banking institutions. Cash equivalents are short-term (less than 90 days) commitments that are easily convertible into cash.

Corporate bonds and notes:

Valued using market inputs including benchmark yields, reported trades, broker/dealer quotes, issuer spreads, two-sided markets, benchmark securities, bids, offers and reference data including market research publications. Inputs may be prioritized differently at certain times based on market conditions.

Commingled funds:

Valued using market inputs and NAV of shares held by the Plan at year-end.

Corporate equity securities:

Valued at the closing price reported on the active market on which the individual security is traded. The Master Trust participated in short selling of certain equity securities. A short sale is the sale of a stock that an investor does not own or a sale which is consummated by the delivery of a stock borrowed by, or for the account of, the investor. Investments in securities and securities sold short that are freely tradable and are listed on major securities exchanges are valued at their last reported sales price as of the valuation date. Many over-the-counter (“OTC”) contracts have bid and ask prices that can be observed in the marketplace. Bid prices reflect the highest price that

Rexam Pension Plan

Notes to Financial Statements

December 31, 2017 and 2016

the marketplace participants are willing to pay for an asset. Ask prices represent the lower price that the marketplace participants are willing to accept for an asset. For securities whose inputs are based on bid-ask prices, the Master Trust's valuation policies do not require that fair value always be a predetermined point in the bid-ask range. The Master Trust's policy for securities traded in the OTC markets and listed securities for which no sale was reported on that date are generally valued at their last reported bid price if held long, and last reported ask price if sold short. To the extent these securities are actively traded and valuation adjustments are not applied, they are categorized in Level 1 of the fair value hierarchy. Securities traded on inactive markets or valued by reference to similar instruments are generally categorized in Level 2 of the fair value hierarchy. The objective of the use of a short equity strategy is to achieve consistent, positive absolute returns by hedging the risk of an economic long position in the same security or in a related security.

Limited Partnerships:

Certain partnership investments receive fair market valuations on a quarterly basis. Certain other partnerships invest in market-traded securities, both on a long and short basis. These investments are valued using NAV as a practical expedient.

Certain of these investments are considered illiquid and are meant to be held for the life of the funds but, if necessary, sales can be arranged through the secondary market. Distributions are received through the liquidation of the underlying assets of the funds.

U.S. government and agency securities:

Valued using the pricing of similar agency issues, live trading feeds from several vendors and benchmark yields.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although management 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.

The following tables set forth by level, within the fair value hierarchy, the Master Trust's assets at fair value as of December 31, 2017 and 2016:

Master Trust Assets at Fair Value as of December 31, 2017			
	Level 1	Level 2	Total
Cash and cash equivalents	\$ -	\$ 47,881,394	\$ 47,881,394
Commingled Funds	-	32,698,959	32,698,959
Corporate bonds and notes	-	1,065,812,192	1,065,812,192
Corporate equity securities	74,391,750	-	74,391,750
U.S. government and agency securities	24,268,025	56,097,337	80,365,362
Total investments, at fair value	<u>\$ 98,659,775</u>	<u>\$ 1,202,489,881</u>	<u>\$ 1,301,149,657</u>
Other investments measured at net asset value (i)			2,421,893
Total Assets			<u>\$ 1,303,571,550</u>

Rexam Pension Plan
Notes to Financial Statements
December 31, 2017 and 2016

Master Trust Assets at Fair Value as of December 31, 2016			
	Level 1	Level 2	Total
Cash and cash equivalents	\$ -	\$ 32,894,863	\$ 32,894,863
Commingled Funds	-	452,990,518	452,990,518
Corporate bonds and notes	-	878,018,532	878,018,532
U.S. government and agency securities	56,351,405	50,612,551	106,963,956
Total investments, at fair value	\$ 56,351,405	\$ 1,414,516,464	\$ 1,470,867,869
Other investments measured at net asset value (i)			3,057,352
Total Assets			<u>\$ 1,473,925,221</u>

(i) In accordance with Subtopic 820-10, certain investments that are measured at fair value using the NAV per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the statement of financial position.

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

The Plan evaluates the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. For the year ended December 31, 2017 and 2016, there were no significant transfers in or out of levels 1, 2, or 3's, except as required by ASU 2015-07.

7. Fair Value of Investments that Calculate Net Asset Value as a Practical Expedient

The following table summarizes investments measured at fair value based on NAV's per share as of December 31, 2017 and 2016, respectively.

December 31, 2017	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Limited Partnerships (a)	\$ 2,421,893	\$ 4,725,000	Monthly	30-60 Days
December 31, 2016	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Limited Partnerships (a)	\$ 3,057,352	\$ 4,725,000	Monthly	30-60 Days

Rexam Pension Plan

Notes to Financial Statements

December 31, 2017 and 2016

- (a) In 2017 and 2016, this category held investments in HarbourVest Partners and Brinson Partnership Fund Trust. These funds are partnerships that make investments in limited partnerships of other pooled investments vehicles which, in turn, make equity-oriented investments in young, growing or emerging companies, as well as investments in management buy-in, management buy-out or leveraged buy-out transactions, or other partnerships directly purchased in the secondary market that are diversified by geography, industry, or time. The Plan can redeem monthly from the fund.

8. Income Tax Status

The Internal Revenue Service ("IRS") has determined and informed the Company by letter dated August 18, 2016, that the Plan and related Trust are designed in accordance with applicable sections of the Internal Revenue Code ("IRC"). The Plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable provisions of the IRC.

U.S. GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2017 and 2016, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

The Plan underwent a Department of Labor investigation for participants with a vested benefit that were over the age of 65, who had not started their benefits. The Plan was released from the audit with no further action needed on March 14, 2018.

9. Risks and Uncertainties

The Master Trust holds various investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the statement of net assets available for benefits and the statement of changes in net assets available for benefits.

Contributions made to the Plan and actuarial calculations of the present value of accumulated plan benefits are determined based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term could be material to the financial statements.

10. Related Party and Party-in-Interest Transactions

The Master Trust invests in certain funds managed by the Trustee who is a party-in-interest. A statutory exemption exists for transactions with this party-in-interest.

Rexam Pension Plan

Notes to Financial Statements

December 31, 2017 and 2016

11. Annuity Contracts Excluded from Plan Assets

GA-048073 is a Group Annuity Contract purchased from Prudential Insurance Company of America. The contract provides an annuity to certain retirees in the Plan as of August 2, 2017 generally for those receiving \$300 or less per month, with certain exclusions. The value of the annuity is based on compensation and years of service.

12. Subsequent Events

The Plan has evaluated subsequent events through October 12, 2018, the date the financial statements were available to be issued and has identified the following subsequent events for disclosure.

The Company resolved to spin-off the assets and liabilities attributable to a certain group of Plan participants effective as of August 31, 2018 to the Ball Corporation Salaried Pension Plan (the "Spin-off"). Assets of approximately \$1,164 million and approximately \$1,389 million in Plan liabilities transferred due to the Spin-off. There were no changes in benefits as a result of the Spin-off.

During 2018, the Plan purchased group annuity contracts with an insurance company. On September 7, 2018, the Plan paid the insurance company approximately \$31 million for the purchase of annuities for 726 retirees. Upon execution of the contracts, the insurance company assumed the liability, and guarantees the related benefits of those retirees that are due under this Plan. The accumulated benefit obligation associated with the group annuity purchase totaled approximately \$29 million.

The Company resolved to terminate the Plan effective September 1, 2018. No further benefits will accrue after this date, no persons will become eligible after that date and all remaining participants become fully vested. The Company will fund remaining amounts, if any, needed to fully fund the Plan. Final termination of the Plan shall be made in accordance with Plan Document and the rules and regulations of the PBGC.

*Schedule SB, Line 26 — Schedule of Active Participant Data***Distribution of active salaried participants with frozen benefits**

ATTAINED AGE	YEARS OF BENEFIT SERVICE AS OF DECEMBER 31, 2016 FREEZE									
	UNDER 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & UP
Under 25										
25-29										
30-34										
35-39		3								
40-44		1	1							
45-49	3	1	5	1	1					
50-54	1	5	4	1	1					
55-59		7	2		3	2	1			
60-64		2	2	3	1	1	2			
65-69			1							
70 & up		1								

*Schedule SB, Line 26 — Schedule of Active Participant Data***Distribution of active union participants**

ATTAINED AGE	YEARS OF BENEFIT SERVICE AS OF JANUARY 1, 2017									
	UNDER 1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & UP
Under 25										
25-29	4	19	5							
30-34	5	20	14	6	1					
35-39	2	17	17	12	4	1				
40-44	3	18	11	16	8					
45-49	1	9	8	21	5		2			
50-54		4	8	13	6	1	1			
55-59	1	7	4	18	1		3	2	9	
60-64		6	3	8	3	1	3	1	7	3
65-69				2		1	1	3	4	5
70 & up					2			1	1	

*Schedule SB, Part V — Statement of Actuarial Assumptions/Methods***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		4.16%	1.52%
• Next 15 years		5.72%	3.80%
• Over 20 years		6.48%	4.79%
• Effective interest rate		5.74%	3.89%

Mortality sponsor elections

Section 430(h)(3) prescribed separate static annuitant and non-annuitant mortality tables. These tables are based on RP-2000 mortality tables projected with mortality improvement to the valuation year plus 7 and 15 years based on Scale AA.

Cash balance plans

• Interest accumulation rate	4.5%
• Whipsaw calculations	No
• Annuity conversion	
– Mortality table	IRC Section 417(e) unisex mortality
– Interest rate basis	4.0%

Other economic assumptions

• Inflation	2.25% per year. The inflation assumption is based on the inflation assumption periodically published by Mercer Investment Consulting in their Capital Market Outlook.
• Expenses	\$12,700,000 based on projected administrative expenses for the current year.

DEMOGRAPHIC ASSUMPTIONS

• Withdrawal	See table of sample rates. The withdrawal rates are based on a modified standard select and ultimate table issued by the Society of Actuaries. Annual review of the experience has shown that this table produced a reasonable approximation of the rates of termination experienced by the plan.
• Disability incidence	See table of sample rates.

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

- Retirement age See table of sample rates. The retirement percentages are separated for salaried, union and transferred employees. They are based on a prior study and the expectation that the future retirement patterns and circumstances of the employer will not differ significantly from past experience.

Benefit commencement age for	<u>Future vested deferred</u>	<u>Current vested deferred</u>
– Salaried/non-union hourly	62 or 65	62 or 65
– USW hourly	62 or 65	62 or 65
– OI hourly	N/A	60 or 65
• Spouse assumptions	<u>Male participants</u>	<u>Female participants</u>
– Percentage married	85%	85%
– Spouse age difference	3 years younger	3 years older

Form of payment	<u>Single life</u>	<u>50% J&S</u>	<u>100% J&S</u>
• Active retirements	65%	25%	10%
• Future vested deferred	65%	25%	10%
• Current vested deferred	65%	25%	10%

For active participants in Plan #001 and #020 [account balance portion of benefit] – the percent of employees electing a lump sum distribution varies by age:

<u>Age</u>	<u>Percent</u>
Under 30	100%
30-39	90%
40-44	85%
45 and up	80%

Unpredictable contingent event assumptions

Likelihood of event is de minimis.

*Schedule SB, Part V — Statement of Actuarial Assumptions/Methods***Table of Sample Rates**

ATTAINED AGE	RETIREMENT PERCENTAGE		
	SALARIED EMPLOYEES	UNION EMPLOYEES	TRANSFERS
Under 55	0%	0%	0%
55	5%	10%	5%
56	5%	10%	5%
57	5%	10%	5%
58	5%	10%	5%
59	5%	10%	5%
60	10%	10%	20%
61	20%	20%	20%
62	40%	40%	30%
63	30%	30%	30%
64	30%	30%	30%
65 and above	100%	100%	100%

ATTAINED AGE	WITHDRAWAL PERCENTAGE					
	SERVICE					
	0	1	2	3	4	5+
20	26.6%	23.6%	21.6%	19.6%	17.6%	13.7%
25	23.1%	20.1%	18.1%	16.1%	14.1%	10.2%
30	20.0%	17.0%	15.0%	13.0%	11.0%	7.1%
35	18.8%	15.8%	13.8%	11.8%	9.8%	6.0%
40	17.8%	14.8%	12.8%	10.8%	8.8%	5.5%
45	16.8%	13.8%	11.8%	9.8%	8.1%	5.0%
50	15.8%	12.8%	10.8%	9.2%	7.6%	4.5%
55	14.8%	11.9%	10.3%	8.7%	7.1%	4.0%
60	13.9%	11.4%	9.8%	8.2%	6.6%	3.5%

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

ATTAINED AGE	DISABILITY PERCENTAGE	
	MALE	FEMALE
25	0.03%	0.03%
30	0.03%	0.04%
35	0.04%	0.07%
40	0.08%	0.13%
45	0.16%	0.24%
50	0.33%	0.40%
55	0.69%	0.64%
60	1.15%	0.90%

Disability rates vary by age for Former Plan #008, #020, #023, #027, #082, #200, #201, #202, #203, #204, #205, #207, #212. All other Former Plans do not have a disability decrement.

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

ACTUARIAL METHODS

Asset Methods

The asset valuation method is the fair market value.

Participant Methods

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

- **Participants included:** The plan sponsor and plan recordkeeper 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 non-vested 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.
- **Transferred participants:** The liabilities for employees who have transferred into another plan of the plan sponsor have been included with the liabilities for deferred vested participants.
- **Compensation history:** We have used and relied upon compensation history provided by the plan sponsor .

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 or benefit multiplier levels 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 normal cost

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

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/death 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.

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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 2017 This Form is Open to Public Inspection
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

► 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 REXAM PENSION PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF Ball, Inc.	D Employer Identification Number (EIN) 06-1122239	
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>2017</u>				
2 Assets:				
a Market value.....				2a 1,487,148,856
b Actuarial value.....				2b 1,487,148,856
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		19,628	1,245,133,286	1,245,133,286
b For terminated vested participants		4,833	186,650,645	186,650,645
c For active participants		418	26,696,974	28,632,352
d Total		24,879	1,458,480,905	1,460,416,283
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 5.74%
6 Target normal cost.....				6 13,714,515

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	<div style="text-align: center;"> Signature of actuary </div> <div style="text-align: center;"> JOANN LANZETTA Type or print name of actuary </div> <div style="text-align: center;"> MERCER Firm name </div> <div style="text-align: center;"> ONE UNIVERSITY SQUARE DRIVE SUITE 100 PRINCETON NJ 08540-6455 Address of the firm </div>	<div style="text-align: center;"> <div style="text-align: right;"> Date 1705472 </div> <div style="text-align: right;"> Most recent enrollment number 609-520-2500 </div> <div style="text-align: right;"> Telephone number (including area code) </div> </div>
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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	97,900,444
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8).....	0	97,900,444
10 Interest on line 9 using prior year's actual return of <u>8.83%</u>	0	8,644,609
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year).....		9,593,514
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>5.96%</u>		571,773
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		10,165,287
d Portion of (c) to be added to prefunding balance.....		10,165,287
12 Other reductions in balances due to elections or deemed elections	0	3,289,001
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12).....	0	113,421,339

Part III Funding Percentages

14 Funding target attainment percentage	14	94.06%
15 Adjusted funding target attainment percentage.....	15	101.83%
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	94.44%
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
04/14/2017	5,267,259				
Totals ►			18(b)	5,267,259	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	5,184,950

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
0	0	0	0

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

21 Discount rate:				
a Segment rates:	1st segment: 4.16 %	2nd segment: 5.72 %	3rd segment: 6.48 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 60
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	13,714,515	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	86,688,766	14,235,310	
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		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	27,949,825	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	22,764,875	22,764,875
36 Additional cash requirement (line 34 minus line 35)	36	5,184,950	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	5,184,950	
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	0	
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 60.

(A)	(B)	(C)
Retirement age	Salaried Employees	Union Employees
55	5.0%	10.0%
56	5.0%	10.0%
57	5.0%	10.0%
58	5.0%	10.0%
59	5.0%	10.0%
60	10.0%	10.0%
61	20.0%	20.0%
62	40.0%	40.0%
63	30.0%	30.0%
64	30.0%	30.0%
65	100.0%	100.0%
Weighted Average Age	61.28	60.20
Counts	56	362

This average has been calculated assuming the portion of each life that has not retired at each age does not retire according to the table above assuming no decrements other than retirement.

Schedule SB, Part V — Summary of Plan Provisions

Benefits Included or Excluded

Unless noted below, all benefits provided by the plan, as restated and amended through January 1, 2017, are included in this valuation:

- **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 because the likelihood of an event is de minimis.
- **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 70½.
 - *Deferred vested participants:* Current deferred vested participants over normal retirement age are valued including retroactive payments with interest.
- **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.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #001 – RETIREMENT INCOME PENSION PLAN*****This former plan is frozen as of December 31, 2006.***

Effective date	January 1, 1971.
Contributions	Employer pays the full plan cost.
Participating Employees	<p>Regular non-union full-time, part-time and temporary employees at the following locations: Charlotte ASC, Torrington (salaried only), Thomaston, Closures locations (Evansville, Princeton, Madison) and Containers (Union, MO).</p> <p>Eligible employees become participants on the first of the month following age 21 and one year of service. There are no new participants after December 31, 2006.</p>
Vesting service	Vesting service is elapsed time from date of hire.
Credited service	Credited service is elapsed time from date of hire, subject to restrictions for acquired groups and locations not adopting the plan or its predecessors upon acquisition.
Accrued benefit	<p>For participants with fewer than 65 points as of December 31, 2003, the accrued benefit is equal to the sum of (1) plus (2):</p> <p>(1) The pension equity formula benefit as of December 31, 2003 converted to an opening balance.</p> <p>(2) The Rexam Account Balance Formula from January 1, 2004.</p> <p>For participants with 65 points or more as of December 31, 2003, the accrued benefit is equal to the greater of (1) plus (2) as described above or (3):</p> <p>(3) The pension equity formula benefit in effect as of December 31, 2003 applied to all service and pay through termination.</p>
<i>Pension Equity Benefit Formula</i>	<p>A life annuity (not greater than the maximum benefit limit) starting at normal retirement equal to the sum of (1) and (2) – the Final Pay Amount—divided by an actuarial equivalence factor (IRS 417(e) mortality and interest rates with a five-month lookback) to convert from lump sum to life annuity:</p> <p>(1) 5-year final average compensation multiplied by the Total Basic Percentage</p> <p>(2) 5-year final average compensation in excess of covered compensation multiplied by the Total Excess Percentage</p>

*Schedule SB, Part V — Summary of Plan Provisions**Pension Equity Benefit Percentages*

Total Basic Percentage and Total Excess Percentage are the sums of the annual percentages determined by age and service with the company, according to the following table:

<u>For Each Year of Service Between the Ages</u>	<u>Basic Percentage</u>	<u>Excess Percentage</u>
Up to 29	2.00%	0.00%
30-34	3.00	0.00
35-39	4.00	1.00
40-44	5.00	2.00
45-49	6.00	2.00
50-54	8.00	3.00
55-59	11.00	4.00
60 and over	14.00	5.00

Rexam Account Balance Formula

Pay credits and interest credits from January 1, 2004. Interest credits are determined using an interest rate that is the greater of the 10-year Treasury Bond rate based on a 4-month lookback period with annual stability and 4.5%. Pay credit percentages applied to each month's Compensation are determined as follows:

<u>Age at Determination Date</u>	<u>Pay Credit Percentage Up to the Social Security Wage Base</u>	<u>Pay Credit Percentage Above the Social Security Wage Base</u>
Up to 29	2.00%	3.00%
30-34	2.50	3.50
35-39	3.25	4.25
40-44	4.00	6.00
45-49	5.00	7.00
50-54	6.50	8.50
55-59	8.25	11.25
60 and over	10.00	13.00

Special Minimum

For employees eligible for retirement by December 31, 1994: Lump sum value of December 31, 1994 prior plan accrued benefit multiplied by 1994 lump sum factor using December 31, 1994 age.

Schedule SB, Part V — Summary of Plan Provisions

Benefit Freeze	Effective December 31, 2006, the accrued benefit was frozen. The Rexam Account Balance will continue to earn interest credits.
Employee Contributions	Former SCI employees were required to make contributions through December 31, 1993. These contributions can be withdrawn on or after termination of employment. The benefit attributable to employee contributions is an offset to the employer provided accrued benefit.
Compensation	Total pay earned during a calendar year excluding certain long term bonus payments and special payments, and not to exceed the IRS limits.
Normal Retirement Eligibility	Age 65.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	Age 55 with 5 years of service.
Early Retirement Benefit	For the cash balance portion of the formula, the account balance is converted to an immediate annuity based on IRS 417(e) mortality and interest rates with a five-month lookback. For the Pension Equity formula portion, the accrued benefit reduced 6% for each of the first 5 years and 4% for each of the next 5 years that benefit commencement precedes normal retirement.
Postponed Retirement Benefit	The accrued benefit using credited service and final average compensation at postponed retirement.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service (3 years for cash balance) or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit accrued to date of termination payable at age 65 or reduced for commencement before normal retirement date using same assumptions/factors as for Early Retirement Benefit.
Disability Eligibility	Plan has no age or service requirements, available if total and permanent disability.
Disability Benefit	
- Before Age 65	LTD plan pays benefits.
- After Age 65	Pension plan pays accrued benefit based on service credit continuing after disability and Compensation remaining level at the rate prior to disablement.
Preretirement Death Benefit Eligibility	Upon vesting.
Preretirement Death Benefit	An automatic spouse's death benefit equal to 100% of the Final Pay Amount calculated as of the date of death.

Schedule SB, Part V — Summary of Plan Provisions

Unreduced Form of Payment Life annuity.

FORMER PLAN #003 – NON-UNION HOURLY

Effective date November 1, 1996.

Contributions Employer pays the full plan cost.

Participating Employees No future participating employees. Before this the plan covered all full-time hourly employees at the Graphics (South Hadley) location.

Vesting service Elapsed time from date of hire, but not after June 17, 2002 divestiture.

Credited service Elapsed time from date of hire except as restricted in the benefit formula.

Accrued benefit Life annuity payable at normal retirement equal to \$20.00 per month multiplied by years of credited service up to December 31, 1996 and \$22.00 per month multiplied by years of credited service after January 1, 1997. Credited service is not counted before December 4, 1978 and it is frozen as of December 31, 2001.

Normal Retirement Eligibility Age 65 and 5 years of service.

Normal Retirement Benefit Accrued benefit.

Early Retirement Eligibility Age 55 and 15 years of service.

Early Retirement Benefit The accrued benefit reduced 5% per year prior to age 62.

Postponed Retirement Benefit The accrued benefit at postponed retirement.

Deferred Vested Eligibility Full vesting in the accrued benefit occurs at the earlier of completing 5 years of employment or reaching the normal retirement age.

Deferred Vested Benefit Normal retirement benefit payable at age 65 or reduced by 5% for each year the first payment precedes the employee's normal retirement date.

Disability Eligibility Total and permanent disability, completion of 15 years of service and younger than age 55.

Disability Benefit Accrued benefit at disablement payable immediately and reduced 5% per year prior to age 65; minimum of \$4 per month times credited service at disability date.

Preretirement Death Benefit Eligibility 5 years of service.

Schedule SB, Part V — Summary of Plan Provisions

Preretirement Death Benefit	<p>An automatic spouse's death benefit as a life annuity determined as if the participant:</p> <ol style="list-style-type: none">(1) Terminated on the date of death (or actual termination date, if earlier)(2) Survived to earliest retirement date (or date of death, if later)(3) Retired with a 50% joint and survivor option in effect(4) Died on the following day. <p>Payment of the death benefit begins on the participant's earliest retirement date, or date of death, if later.</p>
Transfers	<p>Transfers from hourly to salaried status generally retain their accrued benefits under the hourly plan and receive future service credit, only, under the Rexam Pension Plan. Transfers from Matthews and Lancaster receive special benefits, as specified under the old Southeastern hourly plan.</p>
Unreduced Form of Payment	<p>Life Annuity.</p>

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #015 – COLLECTIVELY BARGAINED**

Effective date	April 29, 1991.
Contributions	Employer pays the full plan cost.
Participating Employees	No future participating employees since all the businesses covered under the plan have been divested. Before this, the plan covered union employees of Release (Bedford Park), DSI (Johnston, Louisville, Reading and West Springfield) and Image Products (North Portland).
Vesting service	Elapsed time from date of hire.
Credited service	Elapsed time from date of hire except as restricted in the benefit formula.
Accrued benefit	
- Bedford Park	\$26.00 per month (effective February 1, 1999) multiplied by credited service to a maximum of 35 years frozen at February 28, 2001 divestiture.
- Johnston	\$21.00 per month (effective January 1, 2001) multiplied by credited service, minus the benefit the Participant is entitled from the Textile Workers' Pension Fund, and frozen at April 18, 2001 divestiture.
- Lowville	\$13.00 per month (effective April 1, 2001) multiplied by credited service.
- North Portland	\$23.00 to \$38.50 per month (effective October 1, 2000), depending on hourly compensation rate, multiplied by credited service, and frozen at June 17, 2002.
- Reading	\$25.00 per month (effective February 20, 2000) multiplied by years of credited service after March 31, 1989 plus \$1.00 per month multiplied by Alco service before April 1, 1989, and frozen at April 18, 2001 divestiture.
- West Springfield	\$24.00 per month (effective August 29, 2000) multiplied by years of credited service, and frozen at April 18, 2001 divestiture.
Normal Retirement Eligibility	Age 65 for Bedford Park, Lowville, North Portland, and West Springfield. Age 65 and 5 years of service for Johnston and Reading.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	Age 55 and 10 years of service for Bedford Park, Johnston and Lowville. Age 60 and 5 years of service for Reading.

Schedule SB, Part V — Summary of Plan Provisions

	For North Portland, the earliest of: Age 55 and 15 years of service Age 58 and 14 years of service Age 59 and 10 years of service Age 60 and 5 years of service Age 55 and 5 years of service for West Springfield.
Early Retirement Benefit	
- Bedford Park	The accrued benefit reduced prior to normal retirement age; sample factors include 49.1% at 55, 80.8% at 60, and 100% at 62.
- Johnston and Reading	The accrued benefit reduced 6% per year prior to normal retirement age.
- Lowville	The accrued benefit reduced 4% per year prior to normal retirement age.
- North Portland	The accrued benefit reduced 3% per year prior to normal retirement age. Unreduced at age 55 and 20 years of service.
- West Springfield	The accrued benefit reduced 3% per year prior to normal retirement age until age 62. Actuarially reduced from age 62 to age 55; sample factors include 51.2% at 55 and 76.7% at 60.
Postponed Retirement Benefit	The accrued benefit at postponed retirement.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of employment or reaching the normal retirement age. For participants who were terminated as part of the Release or DSI divestiture, they became 100% vested if actively employed on the respective sale date.
Deferred Vested Benefit	Normal retirement benefit payable at age 65 or reduced for commencement before normal retirement date.
Disability Eligibility	Age 50 and 10 years of service for Bedford Park. 10 years of service for Johnston, North Portland and West Springfield. Immediate for Lowville. 15 years of service for Reading.
Disability Benefit	The accrued benefit reduced for early retirement for Bedford Park and Lowville. The accrued benefit unreduced for early retirement for Reading, Johnston, North Portland, and West Springfield.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	50% joint & survivor payable at early retirement age.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #020 – ANCG SALARIED*****This former plan is frozen as of December 31, 2006.***

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Rexam BCA salaried employees begin participating on January 1 following age 20½ and completion of six months of service. There are no new participants after December 31, 2006.
Vesting service	Elapsed time from date of hire.
Credited service	Elapsed time from date of hire, except as restricted by past service date or former plan service date. Effective July 28, 1999, no future credited service will be granted for former ANC employees in the ANCG Salaried Plan (Former Plan #208 (020)) who became active employees of Pechiney Plastic Packaging, Inc. as of that date. These participants will have a "frozen" benefit in the ANCG Salaried Plan (see below for details). For participants who continued employment with ANCG (now Rexam) in Former Plan #208 (020), benefit accruals will continue under the terms of the Salaried Plan.

Past Service Limitation:	<u>Division</u>	<u>Location</u>	<u>Past Service Date</u>
For Former NCC Salaried Plan 2 Locations:	Dura-Closure	Hutchinson	08/19/1974
		Consolidated Cork	02/25/1971
		Bedford Park, CA	03/01/1980
		Bernardin, IN	03/06/1980
	NCC-Glass	Oil City	08/11/1969
		Shawmut	08/31/1969
		Kerr	09/19/1983
	NCC-MCD	Kaiser	03/07/1983
	Plastic Container		08/01/1979
	Division		
For ANCG Salaried Plan Locations:	Color-Ad		04/01/1988
	Ludlow		12/01/1987
	Longview		01/11/1991
	Winston-Salem		07/01/1993
	Asheville		04/01/1995

Accrued benefit	For participants with fewer than 65 points as of December 31, 2003, the accrued benefit is equal to the sum of (1) plus (2): (1) The ANC Salaried formula with service frozen as of December 31, 2003, but with final average pays continuing through termination. (2) The Ball/Rexam Account Balance Formula from January 1, 2004.
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Schedule SB, Part V — Summary of Plan Provisions

For participants with 65 points or more as of December 31, 2003, the accrued benefit is equal to the greater of (1) plus (2) as described above or (3):

(3) The ANC Salaried formula in effect as of December 31, 2003 applied to all service and pay through termination.

- ANC Salaried Formula

A monthly benefit equal to (a) reduced by (b), plus (c) below:

(a) 1.5% of the Participant's Highest Average Salary times Service not in excess of 35 years.

(b) 1.5% of the Participant's Primary Social Security Benefit times Service covered by (a) that occur after December 31, 1978.

(c) 1% of the Participant's Highest Average Salary times Service in excess of 35 years, if any.

- Ball/Rexam Account Balance Formula

Pay credits and interest credits from January 1, 2004. Interest credits are determined using an interest rate that is the greater of the 10-year Treasury Bond rate based on a 4-month lookback period with annual stability and 4.5%. Pay credit percentages applied to each month's Compensation are determined as follows:

<u>Age at Determination Date</u>	<u>Pay Credit Percentage Up to the Social Security Wage Base</u>	<u>Pay Credit Percentage Above the Social Security Wage Base</u>
Up to 29	2.00%	3.00%
30-34	2.50	3.50
35-39	3.25	4.25
40-44	4.00	6.00
45-49	5.00	7.00
50-54	6.50	8.50
55-59	8.25	11.25
60 and over	10.00	13.00

Schedule SB, Part V — Summary of Plan Provisions

	<p>In no event shall the monthly retirement benefit be less than the benefit accrued at December 31, 1988 from the American National Can Group Retirement Plan for Salaried Employees—Plan 1 or Plan 2, or the Guardian Packaging Corporation Retirement Plan for Salaried Employees if a participant was formerly a participant in any of these plans.</p> <p>Various divisions acquired by American National Can Group are subject to a past service date before which credit for service for benefit accrual purposes is not granted.</p>
- ANCG Frozen Benefit for Active Participants in PPPI	<p>The benefit will be based on service with ANCG (stopping at July 28, 1999) and the Highest Average Salary upon termination from PPPI. Highest Average Salary for the benefit is limited to an average of 5% increases from the ANCG Highest Average Salary at July 28, 1999. Eligibility for benefits is based on combined service with PPPI and ANCG.</p>
Benefit Freeze	<p>Effective December 31, 2006, the accrued benefit was frozen. The Ball/Rexam Account Balance will continue to earn interest credits.</p>
Compensation	<p>Compensation shall include base salary, 401(k) or section 125 salary reductions, overtime, commissions and shift premium payments, and non-deferred incentive awards paid during the year. Compensation does not include any flexible amount regardless of whether received in cash, and cannot exceed IRS limits</p>
Highest Average Salary	<p>The average monthly compensation for the 60 consecutive months of service affording the highest such average monthly compensation.</p>
Primary Social Security Benefit	<p>The monthly amount to which an employee is or would be entitled, assuming that he would continue to receive, until he reached 65, compensation at the same rate as in effect on the date of termination.</p>
Normal Retirement Eligibility	<p>Age 65</p>
Normal Retirement Benefit	<p>Accrued benefit.</p>
Early Retirement Eligibility	<p>Age 55 with 5 years of service.</p>

Schedule SB, Part V — Summary of Plan Provisions

Early Retirement Benefit	<p>For the cash balance portion of the formula, the account balance is converted to an immediate annuity based on IRS 417(e) mortality and interest with a five-month lookback. For the ANC Salaried formula portion, a monthly benefit equal to (a) reduced by (b), plus (c) below:</p> <p>(a) 1.5% of participant's highest average salary times service not in excess of 35 years. Such amount shall be reduced by $\frac{1}{4}$ of 1% for each month by which the benefit commencement date precedes age 62. Such reduction shall not apply if the participant retires after age 60 with at least 30 years of service.</p> <p>(b) 1.5% of the participant's primary social security benefit times service covered by (a) that occurs after December 31, 1978. Such amount shall be reduced by $\frac{1}{180}$th for the first 60 months and $\frac{1}{360}$th for the next 60 months by which the benefit commencement date precedes normal retirement date.</p> <p>(c) 1.0% of the participant's highest average salary times service in excess of 35 years, if any. Such amount shall be reduced by $\frac{1}{4}$ of 1% for each month by which the benefit commencement date precedes age 62. Such reduction shall not apply if the participant retires after age 60 with at least 30 years of service.</p>
Postponed Retirement Benefit	The normal retirement benefit, computed using highest average salary and service to actual date of retirement.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service (3 years for cash balance) or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit accrued to date of termination payable at age 65 or reduced for commencement before normal retirement date using same assumptions/factors as for Early Retirement Benefit.
Disability Eligibility	Eligible if entitled to benefits under the Company's Long-Term Disability (LTD) Plan and disability benefits under provisions of the Social Security Act.

*Schedule SB, Part V — Summary of Plan Provisions***Disability Benefit**

Normal retirement benefit commencing as of normal retirement date or, if later, when LTD benefits stop, based on highest average salary (for the ANC Salaried formula) on Compensation (for the Account Balance formula) on the date of disability and service at normal retirement date, assuming changes occur in the Social Security law from the date of disability.

For ANCG Frozen PPPI Participants:

Date of Disability before January 1, 1989: Ball/Rexam pays complete benefit.

Date of Disability between January 1, 1989 and July 28, 1999: Ball/Rexam responsible for portion of the benefit that corresponds of service before July 28, 1999.

Date of Disability after July 28, 1999: Ball/Rexam responsible for portion of the benefit based on service with ANCG and the Highest Average Salary upon disability at PPPI, limited to an average of 5% increases from the ANCG Highest Average Salary at July 28, 1999.

Preretirement Death Benefit Eligibility

Upon vesting.

Preretirement Death Benefit

For a participant who is age 55, the benefit is an immediate annuity to the surviving spouse equal to (1) 50% of the monthly ANC Salaried benefit the participant would have been entitled to had he retired the day before his death and elected the 50% J&S option, plus (2) the Ball/Rexam Account Balance benefit at date of death paid as a lump sum or annuity.

For all other participants, the benefit is a deferred annuity to the surviving spouse equal to (1) 50% of the monthly ANC Salaried benefit the participant would have been entitled to had he terminated employment on the date of his death, survived to early retirement age, elected to 50% J&S option, and then died the following day, plus (2) the Ball/Rexam Account Balance benefit at date of death paid as a lump sum or immediate annuity.

Unreduced Form of Payment

Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***Special Provisions Applicable to Former Nonhighly-Compensated Members of the American National Can Group Retirement for Salaried Employees – Plan 1 (i.e., former ACPI Salaried Plan)**

Note: Eligibility for these special provisions is based on service in the ANCG Salaried Plan, but the actual monthly retirement benefit and the annual salary is based on accredited service and salary as of December 31, 1988 (under the terms of the ACPI Salaried Plan then in effect).

For participants who transferred employment from ANCG to PPPI, ANCG does not retain any liability under the ANCG 25-Year Survivorship or the ANCG 10-Year Survivorship Plan.

Contributions	Employer pays the full plan cost. For non-grandfathered participants, benefit is provided under the group life insurance plan.
Survivor Income Eligibility	The following requirements must be met at death: Hired before January 1, 1979 Ten years of service Employee is active, on leave, on long-term or short-term disability, and not covered by the Survivorship Benefit.
Survivor Income Benefit	For death before age 55: a monthly benefit of \$100 payable until the employee's age 55. After the employee's age 55, monthly benefit equal to the greater of \$100 or the Preretirement Spouse's Benefit. For death after age 55: a monthly benefit equal to the greater of \$100 or 15% of the monthly retirement benefit (as if retired on date of death), plus the Preretirement Spouse's Benefit.
Survivorship Benefit Eligibility	The following requirements must be met at death: Employed on or before April 30, 1975 25 years of service before age 65, and Either active, on long-term or short-term disability, or an early retiree (does not include vested terminations).
Survivorship Benefit	An amount calculated from a benefit base of two times annual salary (base pay plus salary reduction only) for the calendar year preceding death, long-term or short-term disability, or early retirement. If the benefit base is greater than \$5,000, the amount shall be paid in monthly installments to a beneficiary in such amounts as would have been payable had the benefit base been used to purchase a straight life annuity from an insurance company.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #023 – CANCO NON-UNION HOURLY**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Non-union hourly Canco employees. Participation begin on date of hire, or January 1 after age 20 if later.
Vesting service	Elapsed time from date of hire.
Credited service	Elapsed time from participation.
Accrued benefit	<p>Elk Grove – 1.9% of highest five year average earnings less 1.67% of Primary Social Security Benefit times years of service (maximum offset 50%), but not less than accrued benefit as of December 31, 1998.</p> <p>December 31, 1998 accrued benefit based on December 31, 1998 benefit level (\$24.50 to \$28.50 per month) times December 31, 1998 service.</p> <p>Maximum benefit is 60% of highest five year average earnings.</p> <p>Compensation includes base pay and overtime at straight rate and success sharing bonus.</p> <p>Employees at the divested Food Metal Hoopston, St. Paul, and West Point locations have frozen benefits as of August 1, 1995 with continuing eligibility for 30-year service retirement.</p>
Normal Retirement Eligibility	Age 62 with 10 years of service.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	30 years of service.
- Reduced	Age 60 with 10 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement. Otherwise, accrued benefit reduced ½% per month before age 62.
Plant Closing/Layoff Eligibility	<p>Rule of 75/80</p> <ul style="list-style-type: none"> - 15 years of benefit service, age 55 or over and age plus benefit service at least 75 - 15 years of benefit service and age plus benefit service at least 80 <p>Rule of 65/25</p> <ul style="list-style-type: none"> - 25 years of benefit service and age plus benefit service at least 65
Plant Closing/Layoff Benefit	Accrued benefit, plus supplemental benefit payable to age 62 equal to \$365 per month.

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Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit accrued to date of termination commencing at normal retirement age or reduced by $\frac{1}{2}\%$ for each month the first payment precedes the employee's normal retirement date.
Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit, plus supplement benefit payable to age 62 equal to \$365 per month minus any Social Security disability benefit.
Spouse Benefit Eligibility	10 years of service or retired after February 15, 1974.
Spouse Benefit	\$132.50 per month.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit less \$132.50 spouse's benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #027 – BEVERAGE GROUP**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Non-union hourly employees at Olive Branch, Freemont and Fairfield. No additional participants or future benefit accruals after June 30, 2016 sale to Ardagh. Regular full-time or part-time employees at Oklahoma City covered under the USW collectively bargained agreement. Participation begins at date of hire or January 1 following age 20 if later.
Vesting service	Elapsed time from date of hire.
Credited service	Elapsed time from participation, except for Oklahoma City employees hired after February 25, 2001 – these employees receive service from date of hire but not under this plan.
Accrued benefit	1.9% of highest five year average compensation less 1.67% of Primary Social Security Benefit times years of credited service (maximum offset 50%) up to 60% five year average compensation. Compensation includes base pay, overtime at straight rate and success sharing bonus. For employees at Oklahoma City, the formula above only applies for service prior to February 25, 2001. For service after February 25, 2001, they receive the benefits and provisions of the USWA Master plan, summarized in Plan #200 – Represented Employees #1.
Normal Retirement Eligibility	Age 65.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	Age 60 with 30 years of service.
- Reduced	Age 60 with 10 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement. Otherwise, accrued benefit reduced ½% per month before the earlier of age 65 or age 60 with 30 years of service.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit accrued to date of termination commencing at normal retirement age or reduced by ½% for each month the first payment precedes the employee's normal retirement date.
Disability Eligibility	10 years of service.

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Disability Benefit	Unreduced accrued benefit.
Spouse Benefit Eligibility	5 years of service.
Spouse Benefit	½ of accrued benefit payable as early as age 60.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #034 – HOWMET COMBINED PLAN**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	There are no active employees in this group. The plan ceased all future benefit accruals as of January 5, 1996. All participants were 100% vested in their accrued benefit.
Accrued benefit	Accrued benefits were calculated by Towers Perrin for all active participants and former salaried participant who transferred to hourly plans. Howmet Corporation provided all other retiree and terminated vested accrued benefits.
Normal Retirement Eligibility	Age 65.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	Age 55 with 5 years of service.
Early Retirement Benefit	Accrued benefit reduced ¼% per month from age 62 for early commencement. Salaried employees age 50 and over on December 31, 1995 are eligible to age into this benefit. Otherwise, the reduction is from age 65.
Deferred Vested Eligibility	Accrued benefit is fully vested for all participants as of January 5, 1996.
Deferred Vested Benefit	Normal retirement benefit commencing at age 65 or reduced by ¼% for each month the first payment precedes the employee's normal retirement date.
Disability Benefit	Accrued benefit payable at age 65. The benefit is reduced ¼% per month from age 65 from commencement between age 55 and age 65.
Preretirement Death Benefit Eligibility	5 years of service.

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Preretirement Death Benefit

Each married participant receives the following:

If an active participant age 50 or over on December 31, 1995, the benefit payable to the surviving spouse is the accrued benefit reduced for payment under the 100% Joint & Survivor option. The benefit is further reduced .25% per month from age 62 if the benefit commences between the dates the participant would have turned age 55 and age 62.

Surviving spouses of all other vested participants receive the accrued benefit reduced for payment under the 100% Joint & Survivor option and further reduced .25% per year from age 65 if the benefit commences between the dates the participant would have turned age 55 and age 65.

The benefit in either case above is reduced .17% per month for payment before the date the participant would have turned age 55.

Unreduced Form of Payment

Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #051 – SHELBYVILLE HOURLY**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Shelbyville hourly employees not covered by any labor agreement. Effective July 28, 1999, benefits were frozen for ANC participants who became active employees of PPPI as of that date, with future accruals being granted in PPPI Plan #004. The frozen ANCG benefit will be based on service with ANCG and the ultimate benefit level as of July 28, 1999 (\$19.25 per month). Service with both ANCG and PPPI combined will be used to determine eligibility for benefits.
Accrued benefit	Frozen benefit equal to \$19.25 per month times service to July 28, 1999.
Normal Retirement Eligibility	Age 65.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	Age 62 with 30 years of service.
- Reduced	Age 55 with 15 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement. Otherwise, accrued benefit reduced 1/4% per month before age 65 (before age 62 if more than 30 years of service).
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit commencing at age 65 or reduced by 1/4% for each month the first payment precedes the employee's normal retirement date.
Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #067 – JOINT GCIU**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Joint GCIU members. Effective July 28, 1999, benefits were frozen for ANC participants who became active employees of PPPI as of that date, with future accruals being granted in PPPI Plan #003. The frozen ANCG benefit will be based on service with ANCG and the ultimate negotiated benefit level as of July 28, 1999 (\$29.50 per month). Service with both ANCG and PPPI combined will be used to determine eligibility for benefits.
Accrued benefit	Frozen benefit equal to \$29.50 times service to July 28, 1999.
Normal Retirement Eligibility	Age 65.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	Age 62 with 15 years of service.
- Reduced	Age 55 with 15 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement. Otherwise, accrued benefit reduced 1/2% per month before age 62.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit commencing at age 65 or reduced by ½% for each month the first payment precedes the employee's normal retirement date.
Disability Eligibility	15 years of service.
Disability Benefit	Accrued benefit.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit with \$100 minimum monthly benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #068 – JOINT UPIU**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Joint UPIU members. Effective July 28, 1999, benefits were frozen for ANC participants who became active employees of PPPI as of that date, with future accruals being granted in PPPI Plan #003. The frozen ANCG benefit will be based on service with ANCG and the ultimate negotiated benefit level as of July 28, 1999 (\$28.50 per month). Service with both ANCG and PPPI combined will be used to determine eligibility for benefits.
Accrued benefit	Frozen benefit equal to \$28.50 per month times service to July 28, 1999.
Normal Retirement Eligibility	Age 65.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	Age 62 with 15 years of service.
- Reduced	Age 55 with 15 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement. Otherwise, accrued benefit reduced 1/2% per month before age 62.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit commencing at age 65 or reduced by 1/2% for each month the first payment precedes the employee's normal retirement date.
Disability Eligibility	15 years of service.
Disability Benefit	Accrued benefit.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit with \$100 minimum monthly benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #069 – MENASHA IAM**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Menasha IAM Effective July 28, 1999, benefits were frozen for ANC participants who became active employees of PPPI as of that date, with future accruals being granted in PPPI Plan #003. The frozen ANCG benefit will be based on service with ANCG and the ultimate negotiated benefit level as of July 28, 1999 (\$28.50 per month). Service with both ANCG and PPPI combined will be used to determine eligibility for benefits.
Accrued benefit	Frozen benefit equal to \$28.50 per month times service to July 28, 1999.
Normal Retirement Eligibility	Age 65.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	Age 62 with 15 years of service.
- Reduced	Age 55 with 15 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement. Otherwise, accrued benefit reduced 1/2% per month before age 62.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit commencing at age 65 or reduced by 1/2% for each month the first payment precedes the employee's normal retirement date.
Disability Eligibility	15 years of service.
Disability Benefit	Accrued benefit.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit with \$100 minimum monthly benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #082 – ELK GROVE EMD**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Non-union hourly employee at any of the following locations: Graphics Support Group in Bellwood, IL provided the employee was formerly employed in the Art and Engraving Department in Elk Grove Village, IL or was first hired at the facility in Bellwood, IL Equipment Manufacturing Plant in Elk Grove Village, IL Participation begins on date of hire, or January 1, after age 20 if later.
Vesting Service	Elapsed time from date of hire.
Credited Service	Elapsed time from date of hire.
Accrued benefit	<p>Art & Engraving – Better of accrued benefit as of December 31, 1998 and 1.9% of highest five year average earnings less 1.67% of Primary Social Security Benefit times years of service (maximum offset 50%).</p> <p>December 31, 1998 accrued benefit based on December 31, 1998 benefit level (\$24.50 to \$28.50 per month) times December 31, 1998 service.</p> <p>Minimum benefit is \$28.50 per month times credited service as of December 31, 1998. Maximum benefit is 60% of highest 5 year average earnings.</p> <p>Equipment Manufacturing Division – December 31, 1994 accrued benefit plus 1% final average pay for service after January 1, 1995. The December 31, 1994 accrued benefit multiplier is increased \$1 if over age 50 on December 31, 1994. Additionally, a special lump sum retirement allowance applies to employees hired before January 1, 1995.</p> <p>Compensation includes base pay and overtime at straight rate and success sharing bonus.</p>
Normal Retirement Eligibility	Age 62 with 10 years of service.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	30 years of service. (EMD employees must be hired before January 1, 1995.)
- Reduced	Age 60 with 10 years of service.

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Early Retirement Benefit	Unreduced accrued benefit at full early retirement. Otherwise, accrued benefit reduced 1/2% per month before age 62.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit commencing at age 65 or reduced by ½% for each month the first payment precedes the employee's normal retirement date.
Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit, plus supplemental benefit payable to age 62 equal to \$365 per month minus any Social Security disability benefit.
Spouse Benefit Eligibility	10 years of service or retired after March 1, 1981. EMD employees must be hired before January 1, 1995.
Spouse Benefit	\$132.50 per month.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit less \$132.50 spouse's benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #110 – LINCOLN PARK**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Lincoln Park hourly employees. Effective July 28, 1999, benefits were frozen for ANC participants who became active employees of PPPI as of that date, with future accruals being granted in PPPI Plan #004. The frozen ANCG benefit will be based on service with ANCG and the ultimate benefit level as of July 28, 1999 (\$16.50 per month). Service with both ANCG and PPPI combined will be used to determine eligibility for benefits.
Accrued benefit	Frozen benefit equal to \$16.50 per month times service to July 28, 1999.
Normal Retirement Eligibility	Age 65 with 5 years of service.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	None.
Early Retirement Benefit	None.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit commencing at age 65.
Disability Eligibility	None.
Disability Benefit	None.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #111 – WASHINGTON, NJ**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Washington, NJ unorganized employees. Effective July 28, 1999, benefits were frozen for ANC participants who became active employees of PPPI as of that date, with future accruals being granted in PPPI Plan #004. The frozen ANCG benefit will be based on service with ANCG and the ultimate negotiated benefit level as of July 28, 1999 (\$21.40 per month). Service with both ANCG and PPPI combined will be used to determine eligibility for benefits.
Accrued benefit	Frozen benefit equal to \$21.40 per month times service to July 28, 1999.
Normal Retirement Eligibility	Age 65.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	Age 62 with 30 years of service.
- Reduced	Age 55 with 10 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement. Otherwise, accrued benefit reduced ¼% per month before age 65 (before age 62 if more than 30 years of service).
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit commencing at age 65 or reduced by ¼% for each month the first payment precedes the employee's normal retirement date.
Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #139 – NEENAH GRAPHIC GAIU**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Neenah Graphic GAIU members. Effective July 28, 1999, benefits were frozen for ANC participants who became active employees of PPPI as of that date, with future accruals being granted in PPPI Plan #003. The frozen ANCG benefit will be based on service with ANCG and the ultimate negotiated benefit level as of July 28, 1999 (\$15.00 per month). Service with both ANCG and PPPI combined will be used to determine eligibility for benefits.
Accrued benefit	Frozen benefit equal to \$15.00 per month times service to July 28, 1999. Benefits are offset by any benefits payable as base retirement benefits from the GAIU plan. The Company contribution to the GAIU plan is 6% of straight-time earnings. The offset is assumed to be greater than the benefit, and therefore these employees are assumed to have no benefit payable from this plan.
Normal Retirement Eligibility	Age 65.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	Age 60 with 10 years of service.
Early Retirement Benefit	Accrued benefit reduced ½% per month before age 65.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit commencing at age 65 or reduced by ½% for each month the first payment precedes the employee's normal retirement date.
Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #163 – ST. LOUIS PARK**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	St. Louis Park (Color Ad) Hourly Effective July 28, 1999, benefits were frozen for ANC participants who became active employees of PPPI as of that date, with future accruals being granted in PPPI Plan #003. The frozen ANCG benefit will be based on service with ANCG and the ultimate benefit level as of July 28, 1999 (\$10.00 per month times service prior to January 1, 1990 plus \$19.00 times service after January 1, 1990). Service with both ANCG and PPPI combined will be used to determine eligibility for benefits.
Accrued benefit	Frozen benefit equal to \$10.00 per month times service to January 1, 1990 plus \$19.00 per month times service between January 1, 1990 and July 28, 1999.
Normal Retirement Eligibility	Age 65.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	None.
Early Retirement Benefit	None.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit commencing at age 65.
Disability Eligibility	None.
Disability Benefit	None.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #174 – MINNEAPOLIS GCIU**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Minneapolis GCIU Effective July 28, 1999, benefits were frozen for ANC participants who became active employees of PPPI as of that date, with future accruals being granted in PPPI Plan #003. The frozen ANCG benefit will be based on service with ANCG and the ultimate negotiated benefit level as of July 28, 1999 (\$26.50 per month times service after May 1, 1985). Service with both ANCG and PPPI combined will be used to determine eligibility for benefits.
Accrued benefit	Frozen benefit equal to \$26.50 per month times service from May 1, 1985 to July 28, 1999.
Normal Retirement Eligibility	Age 65.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	Age 55 with 10 years of service.
Early Retirement Benefit	Accrued benefit reduced 2/5% per month before age 65.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit commencing at age 65 or reduced by 2/5% for each month the first payment precedes the employee's normal retirement date.
Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #200 – REPRESENTED EMPLOYEES #1**

Effective date	December 1, 1954.
Contributions	Employer pays the full plan cost.
Participating Employees	<p>Regular full-time and part-time employees covered by the Master Agreement between Ball/Rexam and the United Steelworkers of America at the following locations:</p> <ul style="list-style-type: none"> - St, Paul, MN - Birmingham, AL - Phoenix, AZ - Chatsworth, CA (former IPP#3) <p>No additional participants or future benefit accruals at Bishopville or Chicago after June 30, 2016 sale to Ardagh.</p>
Vesting Service	Completed years, months and days, measured from date of hire to date of termination of employment.
Credited Service	<p>Completed years, months and days, measured from date of hire to date of termination of employment. For employees in the Chicago IAM location, credited service ceased to accrue on September 1, 1999. For employees in the Food Metal Edison locations, credited service ceased to accrue on August 1, 1995. For employees in the Birmingham location, service is credited only after September 1, 1974. For employees in the Chatsworth location, service is credited only after April 1, 1986.</p>
Accrued benefit	
USW	
- Hired prior to May 6, 2007	<p>\$67.00 to \$71.00 per month (effective February 25, 2015), depending on job class, times service plus a special retirement lump sum based on 560 hours (minus accrued vacation hours) of vacation pay if service is more than 25 years or 520 hours (minus accrued vacation hours) of vacation pay if service is less than 25 years.</p> <p>The benefit multiplier will increase to \$68.00 to \$72.00 per month (effective February 25, 2017) and to \$68.50 to \$ 72.50 per month (effective February 25, 2018), depending on job class.</p>

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- Hired on or after May 6, 2007	<p>\$40.00 to \$44.00 per month (effective February 25, 2013), depending on job class, times service plus a special retirement lump sum based on 560 hours (minus accrued vacation hours) of vacation pay if service is more than 25 years or 520 hours (minus accrued vacation hours) of vacation pay if service is less than 25 years.</p> <p>The benefit multiplier will increase to \$41.00 to \$45.00 per month (effective February 25, 2017), to \$42.00 to \$46.00 per month (effective February 25, 2018), and to \$43.00 to \$47.00 per month (effective February 25, 2019), depending on job class.</p>
- Chicago IAM	Frozen benefits as of September 1, 1999 with continuing eligibility for 30-year service retirement.
- Food Metal Edison and LaPorte	Frozen benefits as of August 1, 1995 with continuing eligibility for 30-year service retirement.
Normal Retirement Eligibility	Age 62 with 10 years of service.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	30 years of service.
- Reduced	Age 60 with 10 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement. Otherwise, accrued benefit reduced ½% per month before age 62.
Plant Closing/Layoff Eligibility	
- USW	<p>Rule of 70/75</p> <ul style="list-style-type: none"> - 15 years of continuous service, age 50 or over and age plus continuous service at least 70 - 15 years of continuous service and age plus continuous service at least 75 <p>Rule 65</p> <ul style="list-style-type: none"> - 20 years of continuous service and age plus continuous service at least 65
- IAM	<p>Rule of 70/75</p> <ul style="list-style-type: none"> - 15 years of continuous service, age 50 or over and age plus continuous service at least 70 - 15 years of continuous service and age plus continuous service at least 75
Plant Closing/Layoff Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$500 per month.

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Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$365 per month minus any Social Security disability benefit. Disability supplement increases to \$500 per month under the Rule of 70/75 or Rule of 65.
Spouse Benefit Eligibility	
- USW	10 years of service or retired after March 1, 1981.
- IAM	10 years of service or retired after July 16, 1981.
Spouse Benefit	\$225 per month.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit less spouse's benefit, with payment deferred to earliest retirement age.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #201 – MODESTO AND SAN LEANDRO**

Effective date	January 1, 1976.
Contributions	Employer pays the full plan cost.
Participating Employees	Unionized employees at Modesto and San Leandro, with no new employees in this plan after March 1, 1998.
Vesting Service	Completed years, months and days, measured from date of hire to date of termination of employment. Vesting service will continue to accrue while employed.
Accrued benefit	
- San Leandro (other than Food Metal)	Frozen benefits as of March 1, 1998 with continuing eligibility for 30-year service retirement.
- Food Metal Modesto and San Leandro	Frozen benefits as of August 1, 1995 with continuing eligibility for 30-year service retirement.
Normal Retirement Eligibility	Age 62 with 10 years of service.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	30 years of service.
- Reduced	Age 60 with 10 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement age. Otherwise, accrued benefit reduced ½% per month before age 62.
Plant Closing/Layoff Eligibility	Rule of 75/80 <ul style="list-style-type: none"> - 15 years of continuous service, age 55 or over and age plus continuous service at least 75 - 15 years of continuous service and age plus continuous service at least 80
Plant Closing/Layoff Benefit	Accrued benefit, plus supplemental benefit payable to age 62 equal to \$1.75 per month times service.
Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit plus supplemental benefit payable to age 62 (if not eligible for Social Security disability benefits) equal to \$1.75 per month times service.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #202 – HUTCHINSON**

Effective date	January 1, 1968.
Contributions	Employer pays the full plan cost.
Participating Employees	Hourly employees at the Birmingham (former W.H. Hutchinson & Son, Inc.) location, with no new participants after November 1987.
Accrued benefit	Frozen benefits as of November 1987.
Normal Retirement Eligibility	Age 62.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	Age 60 with 5 years of service.
Early Retirement Benefit	Accrued benefit, reduced ½% per month before age 62.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #203 – CANCO USW**

Effective date	May1, 1950.
Contributions	Employer pays the full plan cost.
Participating Employees	Bargained employees at Hammond, St. Paul, Gateway, and St. Louis locations, with no new employees in this plan after May 1, 1996.
Vesting Service	A full year of vesting service is credited for any vesting computation period in which the employee is credited with at least 1000 hours of service. For employees in the Food Metal Hammond and St. Paul locations, vesting service will continue to accrue while employed by those locations.
Accrued benefit	
- Food Metal Hammond and St. Paul	Frozen benefits as of August 1, 1995 with continuing eligibility for 30-year service retirement.
- Gateway	Frozen benefits as of January 1, 1996.
- St. Louis	Frozen benefits as of May 1, 1996.
Normal Retirement Eligibility	Age 62 with 10 years of service.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	30 years of service.
- Reduced	Age 60 with 10 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement age. Otherwise, accrued benefit reduced ½% per month before age 62.
Plant Closing/Layoff Eligibility	Rule of 70/75 <ul style="list-style-type: none"> - 15 years of continuous service, age 55 or over and age plus continuous service at least 70 - 15 years of continuous service and age plus continuous service at least 75 Rule of 65 <ul style="list-style-type: none"> - 20 years of continuous service and age plus continuous service at least 65.
Plant Closing/Layoff Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$365 per month.
Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$500 per month minus any Social Security disability benefit.

Schedule SB, Part V — Summary of Plan Provisions

Spouse Benefit Eligibility	10 years of service or retired after February 15, 1974.
Spouse Benefit	\$225 per month.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit less \$225 spouse's benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #204 – CANCO IAM – KENT/VANCOUVER**

Effective date	July 1, 1950.
Contributions	Employer pays the full plan cost.
Participating Employees	Bargained employees at Kent and Vancouver, with no new employees in this plan after October 15, 1996.
Vesting Service	A full year of vesting service is credited for any vesting computation period in which the employee is credited with at least 1000 hours of service. For employees in the Kent and Food Metal Vancouver locations, vesting service will continue to accrue while employed by those locations.
Accrued benefit	
- Kent	Frozen benefits as of October 15, 1996 with continuing eligibility for 30-year service retirement.
- Food Metal Vancouver	Frozen benefits as of August 1, 1995 with continuing eligibility for 30-year service retirement.
Normal Retirement Eligibility	Age 62 with 10 years of service.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	30 years of service.
- Reduced	Age 60 with 10 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement age. Otherwise, accrued benefit reduced ½% per month before age 62.
Plant Closing/Layoff Eligibility	Rule of 75/80 <ul style="list-style-type: none"> - 15 years of continuous service, age 55 or over and age plus continuous service at least 75 - 15 years of continuous service and age plus continuous service at least 80
Plant Closing/Layoff Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$365 per month.
Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$365 per month minus any Social Security disability benefit.
Spouse Benefit Eligibility	10 years of service or retired after April 16, 1981.
Spouse Benefit	\$132.50 per month.

Schedule SB, Part V — Summary of Plan Provisions

Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit less spouse's benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #204 – CANCO IAM**

Effective date	January 1, 1981.
Contributions	Employer pays the full plan cost.
Participating Employees	Bargained employees at Brunswick, Forest Park, Northtown, and Waukegan locations, with no new employees in this plan after May 1, 1996.
Vesting Service	Completed years and months, measured from date of hire to date of termination of employment. For employees in the Brunswick, Forest Park and Food Metal Northtown and Waukegan locations, vesting service will continue to accrue while employed by those locations.
Accrued benefit	
- Brunswick and Forest Park	Frozen benefits as of October 15, 1996 with continuing eligibility for 30-year service retirement.
- Food Metal Northtown and Waukegan	Frozen benefits as of August 1, 1995 with continuing eligibility for 30-year service retirement.
- Gateway	Frozen benefits as of January 1, 1996.
- St. Louis	Frozen benefits as of May 1, 1996.
Normal Retirement Eligibility	Age 62 with 10 years of service.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	30 years of service.
- Reduced	Age 60 with 10 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement age. Otherwise, accrued benefit reduced ½% per month before age 62.
Plant Closing/Layoff Eligibility	<p>Rule of 75/80</p> <ul style="list-style-type: none"> - 15 years of continuous service, age 55 or over and age plus continuous service at least 75 - 15 years of continuous service and age plus continuous service at least 80 <p>Rule of 65/25</p> <ul style="list-style-type: none"> - 25 years of continuous service and age plus continuous service at least 65
Plant Closing/Layoff Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$365 per month.
Disability Eligibility	10 years of service.

Schedule SB, Part V — Summary of Plan Provisions

Disability Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$365 per month minus any Social Security disability benefit.
Spouse Benefit Eligibility	10 years of service or retired after March 31, 1974.
Spouse Benefit	\$132.50 per month.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit less spouse's benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #205 – DURA-BERNARDIN, INC.**

Effective date	January 1, 1981.
Contributions	Employer pays the full plan cost.
Participating Employees	All current participants have met the participation rules. There will be no new employees in this plan.
Vesting Service	Completed years, months and days, measured from date of hire to date of termination of employment. Vesting service is frozen as of July 1995.
Accrued benefit	Frozen benefits as of July 31, 1995.
Normal Retirement Eligibility	Age 62 with 10 years of service or age 65 with 5 years of service.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	Age 55 with 10 years of service.
Early Retirement Benefit	Accrued benefit reduced ½% per month before age 62.
Disability Benefit Eligibility	10 years of service.
Disability Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$100 per month minus any Social Security disability benefit.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #207 – VALPARAISO**

Effective date	March 7, 1983.
Contributions	Employer pays the full plan cost.
Participating Employees	Regular full-time employees covered by the collective bargaining agreement between Rexam and the Aluminum, Brick and Glass Workers International Union, AFL-CIO-CLC, Local No. 190 covering hourly paid workers in Valparaiso, Indiana. No additional participants or future benefit accruals after June 30, 2016 sale to Ardagh.
Vesting Service	Completed years, months and days, measured from date of hire to date of termination of employment.
Credited Service	Completed years, months and days, measured from date of hire to date of termination of employment.
Accrued benefit	
- Hired prior to September 22, 2008:	\$63.00 to \$67.00 per month (effective January 1, 2016), depending on job class, times service plus special retirement lump sum based on 460 hours of vacation pay.
- Hired on or after September 22, 2008:	<p>\$38.00 to \$42.00 per month (effective January 1, 2016) depending on job class, times service plus special retirement lump sum based on 460 hours of vacation pay .</p> <p>The benefit multiplier will increase to \$39.00 to \$43.00 per month (effective January 1, 2018 for eligible Valparaiso employees still working for Ardagh on or after that date), depending on job class, times service plus special retirement lump sum based on 460 hours of vacation pay.</p>
Normal Retirement Eligibility	Age 62 with 10 years of service.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	
- Full	30 years of service.
- Reduced	Age 60 with 10 years of service.
Early Retirement Benefit	Unreduced accrued benefit at full early retirement. Otherwise, accrued benefit actuarially reduced before age 62.

Schedule SB, Part V — Summary of Plan Provisions

Plant Closing/Layoff Eligibility	<p>Rule of 70/80</p> <ul style="list-style-type: none">- 10 years of vesting service, age 55 or over and age plus vesting service at least 70- Age plus vesting service at least 80 <p>Rule of 65</p> <ul style="list-style-type: none">- 20 years of vesting service and age plus vesting service at least 65 <p>Rule of 55/10 or 30 years of service</p> <ul style="list-style-type: none">- Age 55 with 10 years of vesting service, or- 30 years of vesting service
Plant Closing/Layoff Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$400 per month for Rule of 70/80 and Rule of 65 only.
Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit (minimum \$250 per month) plus supplemental benefit payable to age 62 equal to \$400 per month.
Spouse Benefit Eligibility	10 years of service.
Spouse Benefit	½ of accrued benefit payable immediately.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #208 – BELLEVUE**

Effective date	Amended and restated in its entirety January 1, 1989.
Contributions	Employer pays the full plan cost.
Participating Employees	Bellevue Effective July 28, 1999, benefits were frozen for ANC participants who became active employees of PPPI as of that date, with future accruals being granted in PPPI Plan #002. The frozen ANCG benefit will be based on service with ANCG and the ultimate benefit level as of July 28, 1999 (\$20.50 per month for Bellevue, \$19.00 per month for Asheville and \$28.50 per month for Marathon). Service with both ANCG and PPPI combined will be used to determine eligibility for benefits.
Accrued benefit	Frozen benefit equal to dollar amount times service to July 28, 1999. Dollar amount equals: \$20.50 per month for Bellevue \$19.00 per month for Asheville \$28.50 per month for Marathon Unorganized (former Plan #070).
Normal Retirement Eligibility	Age 65.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	Age 55 with 10 years of service.
Early Retirement Benefit	Accrued benefit reduced 1/2% per month before age 65.
Deferred Vested Eligibility	Full vesting in the accrued benefit occurs at the earlier of completing 5 years of service or reaching normal retirement age.
Deferred Vested Benefit	Normal retirement benefit commencing at age 65 or reduced by 1/2% for each month the first payment precedes the employee's normal retirement date.
Disability Eligibility	15 years of service.
Disability Benefit	Accrued benefit.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #211 – WINSTON-SALEM PENSION PLAN**

Effective date July 1, 1993.

Contributions Employer pays the full plan cost.

Participating Employees Regular full-time and part-time employees covered by the collective bargaining agreement between Ball/Rexam and the United Steelworkers of America, at the Winston-Salem, North Carolina location. No additional participants or future benefit accruals after June 30, 2016 sale to Ardagh.

Vesting Service For service prior to January 1, 2002, according to the following schedule for each calendar year:

<u>Hours</u>	<u>Year's Vesting Service</u>
1,000 or more	1.0
800 to 999	0.2
Less than 800	0.0

For service after January 1, 2002, completed years, months and days, measured from the later of date of hire or January 1, 2002, to date of termination of employment.

Credited Service For service prior to January 1, 2002, according to the following schedule for each calendar year:

<u>Hours</u>	<u>Year's Service</u>
1621 or more	1.0
1441 to 1620	0.9
1261 to 1440	0.8
1081 to 1260	0.7
901 to 1080	0.6
800 to 900	0.5
Less than 800	0.0

For service after January 1, 2002, completed years, months and days, measured from the later of date of hire or January 1, 2002, to date of termination of employment.

Schedule SB, Part V — Summary of Plan Provisions

Accrued Benefit

- Hired prior to May 6, 2007 \$67.00 to \$71.00 per month (effective February 25, 2015), depending on job class, times service offset by Stroh's accrued benefit of \$26.50 to \$30.50 per month times service to July 1, 1993, plus a special retirement lump sum based on 560 hours (minus accrued vacation hours) of vacation pay if service is more than 25 or 520 hours (minus accrued vacation hours) of vacation pay if service is less than 25.
- Hired on or after May 6, 2007 \$40.00 to \$44.00 per month (effective February 25, 2013), depending on job class, times service plus a special retirement lump sum based on 560 hours (minus accrued vacation hours) of vacation pay if service is more than 25 or 520 hours (minus accrued vacation hours) of vacation pay if service is less than 25.

Normal Retirement Eligibility Age 62 with 10 years of service for terminations after April 30, 2002.
Age 65 with 5 years of service for terminations before May 1, 2002.

Normal Retirement Benefit Accrued benefit.

Early Retirement Eligibility Age 60 with 10 years of service.
For terminations after June 30, 2005:
Full: 30 years of service
Reduced: Age 60 and 10 years of service

Early Retirement Benefit Unreduced accrued benefit at full early retirement. Otherwise, accrued benefit reduced ½% per month before age 62 for terminations after April 30, 2002. (For terminations prior to May 1, 2002, accrued benefit reduced .55% per month before age 65.)

Plant Closing/Layoff eligibility On or after April 30, 2002
Rule of 70/75

- 15 years of continuous service, age 50 or over and age plus continuous service at least 70.
- 15 years of continuous service and age plus continuous service at least 75.

Rule of 65

- 20 years of continuous service and age plus continuous service at least 65.

Plant Closing/Layoff Benefit Accrued benefit plus supplemental benefit payable to age 62 equal to \$500 per month.

Spouse Benefit Eligibility 10 years of service and retired after April 30, 2002.

Spouse Benefit \$225 per month.

Deferred Vested Eligibility 5 years of service.

Schedule SB, Part V — Summary of Plan Provisions

Deferred Vested Benefit	Accrued benefit payable at normal retirement.
Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$365 per month. Disability supplement increases to \$500 per month under the Rule of 70/75 or Rule of 65 or after April 30, 2002.
Preretirement Death	After completion of 5 years of service each married participant has automatic 50% joint and survivor benefit less spouse's benefit with payment deferred to earliest retirement age.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN #212 – REPRESENTED EMPLOYEES #2 (WHITE HOUSE)**

Effective date	April 15, 1981.
Contributions	Employer pays the full plan cost.
Participating Employees	Regular full-time and part-time employees covered by the Master Agreement between Rexam and the United Steelworkers of America of Local 8316 at Whitehouse, Ohio. No additional participants or future benefit accruals after June 30, 2016 sale to Ardagh.
Vesting Service	Completed years, months and days, measured from date of hire to date of termination of employment.
Credited Service	Completed years, months and days, measured from date of hire to date of termination of employment.
Accrued Benefit	
- Hired prior to May 6, 2007	\$67.00 to \$71.00 per month (effective February 25, 2015), depending on job class, times service plus a special retirement lump sum based on 560 hours (minus accrued vacation hours) of vacation pay if service is more than 25 or 520 hours (minus accrued vacation hours) of vacation pay if service is less than 25.
- Hired on or after May 6, 2007	\$40.00 to \$44.00 per month (effective February 25, 2013), depending on job class, times service plus a special retirement lump sum based on 560 hours (minus accrued vacation hours) of vacation pay if service is more than 25 or 520 hours (minus accrued vacation hours) of vacation pay if service is less than 25.
Normal Retirement Eligibility	Age 62 with 10 years of service.
Normal Retirement Benefit	Accrued benefit.
Early Retirement Eligibility	Terminations Prior to May 25, 2004: Age 60 with 10 years of service. Terminations After May 24, 2004: - Full: 30 years of service - Reduced: Age 60 and 10 years of service
Early Retirement Benefit	Accrued benefit reduced ½% per month before age 62.

Schedule SB, Part V — Summary of Plan Provisions

Plant Closing/Layoff eligibility	<p>Rule of 70/75</p> <ul style="list-style-type: none">- 15 years of continuous service, age 50 or over and age plus continuous service at least 70.- 15 years of continuous service and age plus continuous service at least 75. <p>Rule of 65</p> <ul style="list-style-type: none">- 20 years of continuous service and age plus continuous service at least 65.
Plant Closing/Layoff Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$500 per month.
Disability Eligibility	10 years of service.
Disability Benefit	Accrued benefit plus supplemental benefit payable to age 62 equal to \$365 per month minus any Social Security disability benefit. Disability supplement increases to \$500 per month under the Rule of 70/75 or Rule of 65 or after February 25, 2002.
Spouse Benefit Eligibility	10 years of service.
Spouse Benefit	\$225 per month.
Preretirement Death Benefit Eligibility	5 years of service.
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit less spouse's benefit with payment deferred to earliest retirement age.
Unreduced Form of Payment	Life annuity.

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN – PRECISE TECHNOLOGY**

Effective date	Amended and restated in its entirety January 1, 2001.	
Contributions	Employer pays the full plan cost.	
Participating Employees	Any employee who is a member of the bargaining unit represented by Local 645 of the United Electrical, Radio and Machine Workers of America.	
	Participation begins on the January 1 following date of hire.	
Vesting Service	Completion of 1,000 hours.	
Credited Service	Elapsed time from date of hire.	
Accrued Benefit	\$20.50 per month times credited service.	
Normal Retirement Eligibility	Age 65.	
Normal Retirement Benefit	Accrued benefit.	
Early Retirement Eligibility	Age 60 with 10 years of service.	
Early Retirement Benefit	Accrued benefit reduced ½% per month before age 65.	
Deferred Vested Eligibility	<u>Years of Service</u>	<u>Vesting %</u>
	3	20%
	4	40
	5	60
	6	80
	7 or more	100
Deferred Vested Benefit	Normal retirement benefit accrued to date of termination times the vesting percentage commencing at normal retirement age or reduced by ½% for each month the first payment precedes the employee's normal retirement date.	
Disability Eligibility	10 years of service.	
Disability Benefit	Accrued benefit.	
Preretirement Death Benefit Eligibility	Same as deferred vested eligibility.	
Preretirement Death Benefit	Each married participant has automatic 50% joint and survivor benefit.	
Unreduced Form of Payment	Life annuity.	

*Schedule SB, Part V — Summary of Plan Provisions***FORMER PLAN – OWENS-ILLINOIS HOURLY RETIREMENT PLAN**

Effective date	August 1, 2007.
Contributions	Employer pays the full plan cost.
Participating Employees	<p>Regular full-time and part-time hourly employees who are covered under the terms of a collective bargaining agreement between the Company and the applicable union at the following locations:</p> <ul style="list-style-type: none"> - Brookville, PA (GMP union local 247) – hired before August 1, 2011 - Constantine, MI (GMP union local 265) – hired before February 1, 2009 - Hamlet, NC (GMP union local 256) – hired before June 1, 2008 - Nashua, NH (Local 875 of the New England Joint Board RWDSU, UFCW AFL-CIO, CLC) <p>Employees who were actively employed or on leave of absence with O-I on July 31, 2007 and who were participating in the O-I Plan at the locations listed above are eligible to participate in the plan.</p>
Vesting Service	
- Full Time Employees	Completed years and months, measured from date of hire to date of termination of employment including service earned in the O-I plan as of July 31, 2007.
- Part Time Employees	Completion of 1,000 hours during the plan year including service earned in the O-I plan as of July 31, 2007.
Credited Service	
- Full Time Employees	Completed years and months, measured from date of hire to date of termination of employment including service earned in the O-I plan as of July 31, 2007.
- Part Time Employees	Completion of 1,000 hours during the plan year including service earned in the O-I plan as of July 31, 2007.
Accrued Benefit	The monthly accrued benefit equals credited service times the monthly benefit multiplier, below, will be reduced by the retirement benefit payable under the O-I Plan in effect as of July 31, 2007.

- Brookville, PA	<u>Job Class</u>	<u>On or after August 1, 2013</u>
	A	\$50.00
	B	\$51.00
	C	\$52.00

In no event can the benefit be less than \$13 times benefit service.

Schedule SB, Part V — Summary of Plan Provisions

- Constantine, MI	<u>Job Class</u>	<u>On or after February 1, 2008</u>
	A	\$39.00
	B	\$40.00
	C	\$41.00

In no event can the benefit be less than \$12 times benefit service.

- Hamlet, NC	<u>Job Class</u>	<u>On or after February 1, 2008</u>
	A	\$24.00
	B	\$25.00
	C	\$26.00

- Nashua, NH On or after May 1, 2009: \$27.00

Employees who terminate employment before the end of the contract and are eligible for retirement will have their benefits recalculated to reflect the final negotiated benefit multiplier during the contract.

Normal Retirement Eligibility Age 65.

Normal Retirement Benefit Accrued benefit.

Early Retirement Eligibility

- Full Age 60 for all locations or age 55 with 30 years of service for Brookville, Constantine or Hamlet.
- Reduced Age 55 with 10 years of service.

Early Retirement Benefit

- Retirement eligible at termination Unreduced accrued benefit at full early retirement. Otherwise, accrued benefit reduced ½% per month before age 60.
- Not Retirement eligible at termination Unreduced accrued benefit at normal retirement. Otherwise, for Brookville, Hamlet and Nashua, the accrued benefit reduced ½% per month before age 65; for Constantine, the actuarial equivalent accrued benefit.

Plant Closing Benefit Unreduced accrued benefit at full early retirement with 30 years of service.

Disability Eligibility

- Brookville, Constantine and Hamlet 10 years of benefit service.
- Nashua Age 50 with 15 years of benefit service.

Disability Benefit Accrued benefit.

Schedule SB, Part V — Summary of Plan Provisions

Spouse Benefit Eligibility

- Brookville Age 40 with 10 years of benefit service.
- Constantine and Hamlet Age 45 with 10 years of benefit service.
- Nashua Age 55 with 10 years of benefit service or age 60.

Spouse Benefit

50% of the participants Normal Retirement Benefit with no reduction for early commencement.

Preretirement Death Benefit Eligibility

5 years of service.

Preretirement Death Benefit

Each married participant has automatic 50% joint and survivor benefit less spouse's benefit with payment deferred to earliest retirement age.

Unreduced Form of Payment

Life annuity.

Plan Provision Changes Since Prior Valuation

The Plan offered certain terminated vested participants a temporary lump sum option payable during May 2016. The plan was also amended in connection with the sale of certain parts of the business to Ardagh effective June 30, 2016 to provide full vesting for all participants affected by the sale.

Schedule SB, line 32 — Schedule of Amortization Bases

The total shortfall amortization charge is the sum of the individual shortfall amortization installment for each plan year covered under PPA. Although an individual shortfall amortization installment can be negative, the combined shortfall amortization charge cannot be less than \$0.

SHORTFALL BASES					
YEAR ESTABLISHED		OUTSTANDING BALANCE	YEARS REMAINING		2017 INSTALLMENT
2017	\$	86,688,766	7	\$	14,235,310
Total	\$	86,688,766		\$	14,235,310

Schedule SB, Line 24 — Change in Actuarial Assumptions

- The expense component of normal cost decreased from \$16,649,000 to \$12,700,000 to reflect our expectations of expenses for the current plan year.
- The interest rate basis used for cash balance annuity conversion decreased from 4.25% to 4.00%