

FORM 4

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1 Name and Address of Reporting Person ² Stephan, Louis Fred			2 Issuer Name and Ticker or Trading Symbol Amcor plc [AMCR]			5 Relationship of Reporting Person(s) to Issuer (Check all applicable) ☐ Director ☐ 10% Owner ☒ Officer (give title below) ☐ Other (specify below) President, Amcor Flexibles NA			
(Last)	(First)	(Middle)	3 Date of Earliest Transaction (Month/Day/Year) 09/13/2019						
83 TOWER ROAD NORTH									
(Street)			4 If Amendment, Date Original Filed (Month/Day/Year)			6 Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person			
WARMLEY, BRISTOL, X0 BS30 8XP									
(City) (State) (Zip)			Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1 Title of Security (Instr 3)		2 Transaction Date (Month/Day/Year)	2A Deemed Execution Date, if any (Month/Day/Year)	3 Transaction Code (Instr 8)	4 Securities Acquired (A) or Disposed of (D) (Instr 3, 4 and 5)		5 Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr 3 and 4)	6 Ownership Form Direct (D) or Indirect (I) (Instr 4)	7 Nature of Indirect Beneficial Ownership (Instr 4)
				Code	V	Amount	(A) or (D)	Price	
Ordinary Shares		09/13/2019		S		69,787	D	\$10.27 ⁽¹⁾	25,704
Ordinary Shares									63,342 ⁽²⁾

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

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

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

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			President, Amcor Flexibles NA	

Stephan, Louis Fred 83 TOWER ROAD NORTH WARMLEY, BRISTOL, X0 BS30 8XP				
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Signatures

<u>/s/ Damien Clayton, by Power of Attorney for Louis Fred Stephan</u> --Signature of Reporting Person	<u>09/16/2019</u> Date
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Explanation of Responses:

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

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

(1) Reflects the weighted average price of 69,787 ordinary shares sold by the Reporting Person in multiple transactions on September 13, 2019 with sale prices ranging from \$10.25 to \$10.275 per share. The Reporting Person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(2) The balance reflects the prior transfer of 63,342 of the Reporting Person's direct shares to his spouse.

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

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