

# Jefferies

Jefferies International Limited

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The Directors  
RPC Group Plc  
Sapphire House  
Crown Way, Rushden  
Northamptonshire  
NN10 6FB

Dear Ladies and Gentlemen,

26 March 2019

**Recommended cash offer for RPC Group Plc (“RPC”) by Berry Global International Holdings Limited (an indirect wholly-owned subsidiary of Berry Global Group, Inc. (“Berry”)) (the “Offer”)**

We refer to:

- 1.1 the circular to be sent to the holders of ordinary shares in the share capital of RPC in relation to the implementation of the Offer by way of a scheme of arrangement of RPC under Part 26 of the Companies Act 2006, to be dated on or around 26 March 2019 (the **"Scheme Document"**); and,
- 1.2 the announcement of the publication of the Scheme Document (the **"Announcement"**) to be released shortly after the Scheme Document is posted.

We hereby consent to the issue of the Scheme Document and the Announcement with the inclusion therein of the references to our name in the form and context in which they appear.

We hereby confirm that Jefferies International Limited (**"Jefferies"**) is acting as financial adviser to RPC and no one else in connection with the Offer or the contents of the Scheme Document and will not be responsible to anyone other than RPC for providing the protections afforded to clients of Jefferies or for providing advice in relation to the Offer or any other matters referred to in the Scheme Document.

Yours faithfully

for and on behalf of  
Jefferies International Limited



**Jonathan Wilcox**