



**Strictly Private and Confidential**

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

26 March 2019

Dear Ladies and Gentlemen,

**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 N M Rothschild & Sons Limited ("**Rothschild & Co**") 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 Rothschild & Co or for providing advice in relation to the Offer or any other matters referred to in the Scheme Document.

Yours very truly

For and on behalf of  
N M Rothschild & Son Limited

**Charles Montgomerie**