



Interim Report To Bondholders

For the three and six-month period
ended June 30, 2022



**INDEX TO THE INTERIM REPORT TO BONDHOLDERS FOR THE THREE AND SIX-MONTH PERIOD
ENDED JUNE 30, 2022**

Trivium Packaging B.V.

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As used herein, "Trivium" or the "Company" refer to Trivium Packaging B.V. and "we", "our", "us", "Trivium" and the "Group" refer to Trivium and its consolidated subsidiaries, unless the context requires otherwise.

Unaudited Interim Condensed Consolidated Financial Statements

TRIVIUM PACKAGING B.V.
INTERIM CONDENSED CONSOLIDATED STATEMENT OF INCOME

	Unaudited						
	Three-month period ended June 30,						
	Notes	2022			2021		
Before exceptional items \$'m		Exceptional items \$'m Note 5	Total \$'m	Before exceptional items \$'m	Exceptional items \$'m Note 5	Total \$'m	
Revenue	4	834	—	834	638	—	638
Cost of sales		(633)	(7)	(640)	(536)	(5)	(541)
Gross profit		201	(7)	194	102	(5)	97
Sales, general and administration expenses		(69)	(19)	(88)	(50)	(15)	(65)
Amortization of intangible assets	7	(39)	—	(39)	(42)	—	(42)
Operating profit/(loss)		93	(26)	67	10	(20)	(10)
Net finance expense	6	(43)	—	(43)	(45)	—	(45)
Profit/(loss) before tax		50	(26)	24	(35)	(20)	(55)
Income tax (charge)/credit		(27)	1	(26)	8	5	13
Profit/(loss) for the period		23	(25)	(2)	(27)	(15)	(42)

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

TRIVIUM PACKAGING B.V.
INTERIM CONDENSED CONSOLIDATED STATEMENT OF INCOME

	Unaudited						
	Six-month period ended June 30,						
	2022			2021			
Notes	Before exceptional items \$'m	Exceptional items \$'m Note 5	Total \$'m	Before exceptional items \$'m	Exceptional items \$'m Note 5	Total \$'m	
Revenue	4	1,614	—	1,614	1,344	—	1,344
Cost of sales		(1,180)	(18)	(1,198)	(1,105)	(37)	(1,142)
Gross profit		434	(18)	416	239	(37)	202
Sales, general and administration expenses		(130)	(35)	(165)	(108)	(24)	(132)
Amortization of intangible assets	7	(79)	—	(79)	(84)	—	(84)
Operating profit/(loss)		225	(53)	172	47	(61)	(14)
Net finance expense	6	(83)	—	(83)	(88)	—	(88)
Profit/(loss) before tax		142	(53)	89	(41)	(61)	(102)
Income tax (charge)/credit		(58)	5	(53)	3	15	18
Profit/(loss) for the period		84	(48)	36	(38)	(46)	(84)

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

TRIVIUM PACKAGING B.V.
INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Note	Unaudited		Unaudited	
	Three-month period ended June 30,		Six-month period ended June 30,	
	2022	2021	2022	2021
	\$'m	\$'m	\$'m	\$'m
(Loss)/profit for the period	(2)	(42)	36	(84)
Other comprehensive income:				
<i>Items that may subsequently be reclassified to statement of income</i>				
Foreign currency translation adjustments:				
—Arising in the period	(37)	13	(52)	(18)
	(37)	13	(52)	(18)
<i>Effective portion of changes in fair value of cash flow hedges:</i>				
—New fair value adjustments into reserve	45	—	69	34
—Movement out of reserve to income statement	(52)	9	(67)	(25)
—Movement in deferred tax	2	—	—	(2)
	(5)	9	2	7
<i>(Loss)/gain recognized on cost of hedging:</i>				
—New fair value adjustments into reserve	(2)	1	(6)	1
—Movement in deferred tax	—	—	—	—
	(2)	1	(6)	1
<i>Items that will not be reclassified to income statement</i>				
—Re-measurement of employee benefit obligations	9	33	3	24
—Movement in deferred tax	(10)	(2)	(19)	(7)
	23	1	45	17
Total other comprehensive (loss)/income for the period	(21)	24	(11)	7
Total comprehensive (loss)/income for the period	(23)	(18)	25	(77)

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

TRIVIUM PACKAGING B.V.
INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Notes	Unaudited At June 30, 2022 \$'m	Audited At December 31, 2021 \$'m
Non-current assets			
Intangible assets	7	2,869	3,146
Property, plant and equipment	7	984	1,010
Deferred tax assets		42	66
Other non-current assets		7	5
Derivative financial instruments		54	—
		3,956	4,227
Current assets			
Inventories		644	387
Trade and other receivables		434	415
Contract assets		56	28
Assets held for sale		3	3
Derivative financial instruments		3	5
Cash and cash equivalents		74	215
		1,214	1,053
TOTAL ASSETS		5,170	5,280
Equity			
Issued capital		44	44
Share premium		930	930
Other reserves		(40)	25
Retained earnings		(239)	(320)
TOTAL EQUITY		695	679
Non-current liabilities			
Borrowings	8	2,812	2,909
Employee benefit obligations	9	276	339
Deferred tax liabilities		353	390
Provisions		16	30
Deferred revenue		17	18
Derivative financial instruments		—	2
		3,474	3,688
Current liabilities			
Borrowings	8	38	22
Interest payable		48	50
Trade and other payables		826	723
Deferred revenue		1	27
Income tax payable		43	27
Provisions		43	64
Derivative financial instruments		2	—
		1,001	913
TOTAL LIABILITIES		4,475	4,601
TOTAL EQUITY and LIABILITIES		5,170	5,280

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

TRIVIUM PACKAGING B.V.
INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Unaudited						Total equity \$'m
	Attributable to the owner of the parent						
	Share capital \$'m	Share premium \$'m	Foreign currency translation reserve \$'m	Cash flow hedge reserve \$'m	Cost of hedging reserve \$'m	Retained earnings \$'m	
At January 1, 2021	44	930	53	22	5	(215)	839
Loss for the period	—	—	—	—	—	(84)	(84)
Other comprehensive (loss)/income for the period	—	—	(18)	7	1	17	7
Hedging gains transferred to cost of inventory	—	—	—	(6)	—	—	(6)
At June 30, 2021	44	930	35	23	6	(282)	756
At January 1, 2022	44	930	7	13	5	(320)	679
Profit for the period	—	—	—	—	—	36	36
Other comprehensive (loss)/income for the period	—	—	(52)	2	(6)	45	(11)
Hedging gains transferred to cost of inventory	—	—	—	(9)	—	—	(9)
At June 30, 2022	44	930	(45)	6	(1)	(239)	695

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

TRIVIUM PACKAGING B.V.
INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Notes	Unaudited		Unaudited	
		Three-month period ended June 30,		Six-month period ended June 30,	
		2022	2021	2022	2021
		\$'m	\$'m	\$'m	\$'m
Cash flows from operating activities					
Cash generated from operations	10	99	7	25	30
Income tax paid		(23)	(6)	(30)	(9)
Interest paid		(6)	(13)	(72)	(87)
Net cash from/(used in) operating activities		70	(12)	(77)	(66)
Cash flows from investing activities					
Purchase of property, plant and equipment		(35)	(22)	(81)	(51)
Purchase of intangible assets		(7)	(3)	(11)	(9)
Proceeds from disposal of property, plant and equipment		—	—	21	2
Proceeds from disposal of a subsidiary, net of cash disposed	5	1	—	1	—
Net cash used in investing activities		(41)	(25)	(70)	(58)
Cash flows from financing activities					
Proceeds from borrowings	8	—	66	66	136
Repayment of borrowings	8	(44)	—	(50)	(12)
Lease payments		(6)	(6)	(11)	(12)
Debt issue costs paid		(3)	—	(3)	—
Net cash (used in)/from financing activities		(53)	60	2	112
Net (decrease)/increase in cash and cash equivalents		(24)	23	(145)	(12)
Cash and cash equivalents at the beginning of the period		94	118	215	157
Foreign exchange gains/(losses) on cash and cash equivalents		4	1	4	(3)
Cash and cash equivalents at the end of the period		74	142	74	142

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

TRIVIUM PACKAGING B.V.
NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. General information

Trivium Packaging B.V. (the “Company”) was incorporated in the Netherlands on July 8, 2019. The Company’s registered office is Schiphol Boulevard 149, World Trade Centre (“WTC”) Schiphol, Tower B, 1118 BG Schiphol, The Netherlands.

Trivium Packaging B.V. and its subsidiaries (together the “Group”) are a leading supplier of innovative, value-added, rigid metal packaging solutions. The Group’s products mainly include metal containers primarily for servicing end-use categories which include beauty and personal care, beverage, food, home care and industrial, nutrition, paints and coatings, petfood, pharmaceutical, seafood, vitamins, supplements and over the counter packaging.

These interim condensed consolidated financial statements reflect the consolidation of the legal entities forming the Group for the three and six-month period ended June 30, 2022 (the “reporting date”) and for the comparative period presented. Amounts disclosed for the three and six-month period ended June 30, 2022 and June 30, 2021, respectively are unaudited.

The significant accounting policies that have been applied to the interim condensed consolidated financial statements are described in Note 3.

The interim condensed consolidated financial statements were approved for issue by the Supervisory Board of Trivium Packaging B.V. (the “Supervisory Board”) on July 29, 2022.

2. Statement of directors’ responsibilities

The Directors are responsible for preparing the interim condensed consolidated financial statements. The Directors are required to prepare financial information for each financial period on the state of affairs of the Group and of the profit or loss of the Group for that period. In preparing the interim condensed financial consolidated statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the Group will continue in business.

The Directors confirm that they have complied with the above requirements in preparing the interim condensed consolidated financial statements. Changes to accounting policies applied in the three and six-month period ended June 30, 2022 are outlined in Note 3.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Group’s website at: www.triviumpackaging.com.

3. Summary of significant accounting policies, critical accounting estimates, assumptions and judgements

Basis of preparation

The interim condensed consolidated financial statements of the Group for the three and six-month period ended June 30, 2022 have been prepared in accordance with, and are in compliance with, IAS 34 “Interim Financial Reporting”. The interim condensed consolidated financial statements do not include all of the information required for full annual financial statements and should therefore be read in conjunction with the Report to Bondholders for the year ended December 31, 2021, which was prepared in accordance with, and in compliance with, International Financial Reporting Standards (“IFRS”) and related interpretations as issued by the International Accounting Standards Board (“IASB”).

The interim condensed consolidated financial statements are presented in U.S. dollar, rounded to the nearest million.

The accounting policies, presentation and methods of computation followed in the interim condensed consolidated financial statements are consistent with those applied in the Group’s latest Report to Bondholders for the year ended December 31, 2021.

Income tax in interim period is accrued using the effective tax rate expected to be applied to annual earnings.

Going concern

At the date that the interim condensed consolidated financial statements were approved for issue, the Supervisory Board has formed its judgment that there is a reasonable expectation that the Group will have adequate resources to continue in operational existence for the foreseeable future. Accordingly, these interim condensed consolidated financial statements have been prepared on a going concern basis. In assessing whether the going concern assumption is appropriate, the Supervisory Board has taken into account all available information about a period, extending to at least, August 31, 2023. In arriving at its conclusion, the Supervisory Board has taken account of the Group’s current and anticipated trading performance, together with current and anticipated levels of cash and net debt and the availability of committed borrowing facilities. It is the Supervisory Board’s judgment that it is appropriate to prepare the interim condensed consolidated financial statements using the going concern basis.

Recently adopted accounting standards and changes in accounting policies

The Group has considered the following amendments for first time application for their annual reporting period commencing January 1, 2022:

- narrow scope amendments to IFRS 3, IAS 16, IAS 37; and
- annual improvements on IFRS 1, IFRS 9, IAS 41 and IFRS 16

The impact of the above amendments and improvements have been assessed by the Supervisory Board and are not deemed to have had a material impact to the Group.

Recent accounting pronouncements

The Supervisory Board’s assessment of the impact of new standards, which are not yet effective and have not been early adopted by the Group, on the interim condensed consolidated financial statements and disclosures, is on-going.

4. Segment and revenue analysis

The Group has two operating and reportable segments, Europe and Americas, which excludes certain corporate headquarter costs that have not been allocated to these segments. This reflects the basis on which the Group performance is reviewed by management and presented to the CODM.

Performance of the business is assessed based on Adjusted EBITDA, which is the profit or loss for the period before income tax charge or credit, net finance expense, gain or loss on disposal of property plant and equipment (“PPE”), depreciation and amortization, exceptional operating items and accrual for the long-term performance-based plan (expected to be payable in 2025). Other items are not allocated to segments, as these are reviewed by the CODM on a group-wide basis. Segmental revenues are derived from sales to external customers. Inter-segment revenues are not material.

Reconciliation of the profit/(loss) for the period to Adjusted EBITDA:

	Three-month period ended June 30,		Six-month period ended June 30,	
	2022 \$'m	2021 \$'m	2022 \$'m	2021 \$'m
(Loss)/profit for the period	(2)	(42)	36	(84)
Income tax charge/(credit)	26	(13)	53	(18)
Net finance expense (Note 6)	43	45	83	88
Loss on disposal of PPE	3	—	3	—
Depreciation and amortization (Note 7)	62	69	129	140
Exceptional operating items (Note 5)	26	20	53	61
Long-term performance-based plan (Note 9)	11	7	20	14
Adjusted EBITDA	169	86	377	201

Segment results for the three and six-month period ended June 30, 2022 and 2021 are:

	Three-month period ended June 30,		Six-month period ended June 30,	
	2022 \$'m	2021 \$'m	2022 \$'m	2021 \$'m
Revenue				
Europe	557	438	1,085	931
Americas	277	200	529	413
Group	834	638	1,614	1,344
Adjusted EBITDA				
Europe	92	50	227	126
Americas	80	39	157	80
Corporate costs	(3)	(3)	(7)	(5)
Group	169	86	377	201

One customer in the Americas segment accounted for more than 10% of total revenue in the three and six-month period ended June 30, 2022 and 2021.

Within each reportable segment our packaging containers have similar production processes and classes of customer. Further, they have similar economic characteristics, as evidenced by similar profit margins, degrees of risk and opportunities for growth. We operate in mature markets across our reportable segments. The following illustrates the disaggregation of revenue by destination for the three and six-month period ended June 30, 2022 and 2021:

	Europe \$'m	North America \$'m	Rest of the world \$'m	Total \$'m
Three-month period ended June 30, 2022				
Europe	513	3	41	557
Americas	—	230	47	277
Group	513	233	88	834
Three-month period ended June 30, 2021				
Europe	397	4	37	438
Americas	—	163	37	200
Group	397	167	74	638
Six-month period ended June 30, 2022				
Europe	995	5	85	1,085
Americas	—	441	88	529
Group	995	446	173	1,614
Six-month period ended June 30, 2021				
Europe	848	7	76	931
Americas	—	339	74	413
Group	848	346	150	1,344

5. Exceptional items

	Three-month period ended June 30,		Six-month period ended June 30,	
	2022 \$'m	2021 \$'m	2022 \$'m	2021 \$'m
Restructuring and other costs	3	2	1	34
Exceptional event related costs	4	3	17	3
Exceptional items – cost of sales, net	7	5	18	37
Restructuring and other costs	3	(3)	4	—
Exceptional event related costs	8	8	12	8
Transaction and transformation related costs	8	10	19	16
Exceptional items – SG&A expenses, net	19	15	35	24
Exceptional income tax credit	(1)	(5)	(5)	(15)
Total exceptional items, net of tax	25	15	48	46

Exceptional items are those that in management's judgment need to be disclosed by virtue of their size, nature or incidence.

2022

Exceptional items before tax of \$53 million have been recognized for the six-month period ended June 30, 2022, primarily comprising:

- \$18 million in cost of sales of which \$1 million relates to customer start-up and site closure costs. In addition, there are \$17 million of expenses as a result of exceptional events (see details below), comprising of \$12 million of impairment relating to the Russia-Ukraine conflict, \$4 million in respect of the ongoing recovery of our plant at Erfstadt, Germany, which was flooded in 2021, and \$1 million in respect of a recent hailstorm incident at our plant in Weissenhurm, Germany.
- \$35 million in SG&A of which \$4 million relates to restructuring costs and \$12 million were incurred in relation to the Russia-Ukraine conflict for impairment of assets and subsequent disposal of our sole operating plant in Vyazma, Russia (see details below). In addition, \$19 million related to costs associated with the ongoing execution of the transformation plan of the Group and advisor fees.

2021

Exceptional items before tax of \$61 million have been recognized for the six-month period ended June 30, 2021, primarily comprising:

- \$37 million in cost of sales of which \$32 million relates to the announced closures of our plants in Veenendaal, Netherlands, and Schweighouse, France, the right-sizing of our plant in Beaurepaire, France, \$3 million related to the cyber security incident that occurred during the period and \$1 million of customer start-up costs.
- \$24 million in SG&A of which \$3 million related to restructuring costs, \$13 million related to transformation-related costs due to the ongoing execution of the transformation plan of the Group and \$8 million related to the cyber security incident.

Exceptional events

The Group has been impacted by the invasion of Russia into Ukraine as a result of having operations in both countries. In addition, the plant in Weissenthurm, Germany was impacted by a hailstorm incident in May 2022 and the recovery activities at the plant in Erftstadt, Germany as a result of a flood in July 2021, continued during the six-month period ended June 30, 2022.

Russia-Ukraine conflict

At the start of the conflict, the Group operated with two plants in Ukraine and one plant in Russia. The Group has sold their sole operational plant in Vyazma, Russia during the six-month period ended June 30, 2022. The plants in Ukraine continue to operate on a normal level with currently strong local demand for the Group's products. In aggregate, the Ukraine operations contribute less than 1% of the Group's total revenue and assets at the reporting date.

Ukraine

The plants in Ukraine remain operational, however they are in an uncertain trading environment due to the ongoing conflict. The Group is committed to a continued presence in Ukraine but given the enhanced risk of operating in a conflict zone, the impairment assessment at the reporting date confirmed a lower recoverable amount hence requiring an impairment of \$8 million to be maintained in respect of the write-off of inventory and tangible fixed assets.

The Group used a value in use ("VIU") model for the purposes of impairment testing, as this reflects the Group's intention to hold and operate the assets. The VIU model was adjusted for the uncertainty in the trading environment that could hamper future cashflows and profitability as well as for the enhanced risk of operating in a conflict zone that increases the weighted average cost of capital. Consideration was also given to current trading performance of the plants and sensitivity of the model to changes in future profitability and discount rates.

Russia

The Group concluded that its presence in Russia is not viable given the current conflict environment. Consequently, in June 2022, the Group sold its sole operational plant in Vyazma, Russia for \$4 million, which marks a full operational exit from the Russian market. The proceeds from disposal, net of cash disposed was \$1 million. A restructuring provision has been recorded based on mutual agreement with the impacted staff. The Group has incurred a total exceptional loss of \$16 million on the sale of the Russian business, which was recognised initially as a \$7 million impairment of certain asset balances during the three months ended March 31, 2022, followed by an additional loss of \$9 million, principally relating to the allocation of the Group's goodwill to the carrying value of the Russian investment as this is seen as a disposal of a portion of the Europe CGU (see Note 7 for details).

Flooding event (Erftstadt, Germany)

As a consequence of the flooding event in July 2021, the Erftstadt plant's recovery process is still ongoing. Production continues to operate at a lower level during the recovery of the impacted lines. Incremental recovery, ramp up costs and impairment of property, plant and equipment of \$4 million was recorded during the six-month period ended June 30, 2022.

Hailstorm damage (Weissenthurm, Germany)

On May 20, 2022, the plant in Weissenthurm, Germany was impacted due to a severe hailstorm in the region. As a result, normal levels of production, sales and logistic operations at the plant were interrupted. The incident also resulted in damages to inventory and items of PPE.

The total estimated impact from the hailstorm incident is still being evaluated by management, along with efforts in pursuing a claim with our insurers in relation to the damages incurred from this incident. To date, an amount of \$1 million has been recorded as exceptional costs relating mainly to damages to inventory and items of PPE.

6. Net finance expense

	Three-month period ended June 30,		Six-month period ended June 30,	
	2022 \$'m	2021 \$'m	2022 \$'m	2021 \$'m
Senior Secured and Senior Notes	37	39	74	78
Other interest expense	6	3	8	6
Interest expense	43	42	82	84
Net foreign currency translation losses	—	3	1	2
Net pension interest costs	1	—	2	1
Net (gains)/losses on derivative financial instruments	(1)	—	(2)	1
Net finance expense	43	45	83	88

Included within Senior Secured and Senior Notes is net interest income on cross currency interest rate swaps (“CCIRS”) of \$4 million and \$8 million for the three and six-month period ended June 30, 2022 (three and six-month period ended June 30, 2021: \$3 million and \$6 million, respectively).

7. Intangible assets and property, plant and equipment

	Goodwill \$'m	Customer relationships \$'m	Technology, Software and other \$'m	Total intangible assets \$'m	Property, plant and equipment \$'m
At December 31, 2021					
Cost	1,762	1,457	277	3,496	1,199
Accumulated amortization and depreciation	—	(295)	(55)	(350)	(189)
Net book value	1,762	1,162	222	3,146	1,010
Period ended June 30, 2022					
Opening net book value	1,762	1,162	222	3,146	1,010
Additions	—	—	11	11	88
Impairment	—	—	—	—	(2)
Disposals	(10)	—	—	(10)	(5)
Charge for the period	—	(64)	(15)	(79)	(50)
Foreign exchange	(117)	(67)	(15)	(199)	(57)
Net book value at June 30, 2022	1,635	1,031	203	2,869	984
At June 30, 2022					
Cost	1,635	1,358	264	3,257	1,195
Accumulated amortization and depreciation	—	(327)	(61)	(389)	(211)
Net book value	1,635	1,031	203	2,869	984

Disposal of goodwill relates to the sale of the Group's sole operational plant in Vyazma, Russia which was part of the Europe CGU to which goodwill was allocated.

At June 30, 2022, the carrying amount of the right-of-use assets included within property, plant and equipment was \$79 million (December 31, 2021: \$86 million).

The Group recognized a depreciation and amortization charge of \$62 million and \$129 million for the three and six-month period ended June 30, 2022 (three and six-month period ended June 30, 2021: \$69 million and \$140 million).

Impairment test for goodwill

Goodwill is not subject to amortization and is therefore tested annually for impairment following the approval of the annual budget (normally at the end of the financial year), or more frequently if events or changes in circumstances indicate a potential impairment.

Management has considered whether any impairment existed at the reporting date, including assessing whether any cash-generating units ("CGU") had experienced or are expected to experience prolonged cessation of operations or had suffered or are expected to suffer either a prolonged decline in demand and profitability. Since the Group's anticipated future trading performance is expected to continue to be comparable to that previously anticipated by management, the results of the assessment were such that no impairment indicators have been identified which would give rise to an impairment and that management have concluded that the goodwill is fully recoverable at June 30, 2022.

8. Financial assets and liabilities

At June 30, 2022, the Group's net debt and available liquidity was as follows:

Facility	Currency	Maximum amount drawable	Final maturity date	Facility type	Amount drawn		Undrawn amount/liquidity
		Local currency 'm			Local currency 'm	\$'m	\$'m
3.750% Senior Secured Notes	EUR	625	15-Aug-26	Bullet	625	649	—
5.500% Senior Secured Notes	USD	1,050	15-Aug-26	Bullet	1,050	1,050	—
Floating Senior Secured (three-month EURIBOR + 3.750%)	EUR	355	15-Aug-26	Bullet	355	369	—
8.500% Senior Notes	USD	700	15-Aug-27	Bullet	700	700	—
Global Asset Based Loan Facility	USD	290	11-Apr-27	Revolving	19	19	271
Lease Obligations	Various	—	—	Amortizing	—	83	—
Other Borrowings/credit lines	Various	—	—	Amortizing	—	1	—
Total borrowings / undrawn facilities						2,871	271
Deferred debt issue costs						(21)	—
Net borrowings / undrawn facilities						2,850	271
Cash and cash equivalents						(74)	74
Derivative financial instruments used to hedge foreign currency and interest rate risk						(54)	—
Net debt / available liquidity						2,722	345

Net debt includes the fair value of associated CCIRS derivative financial instruments that are used to hedge foreign exchange and interest rate risks relating to finance debt.

Interest payable of \$48 million (December 31, 2021: \$50 million) includes interest on Senior Secured and Senior Notes of \$55 million (December 31, 2021: \$56 million) and net interest receivable on CCIRS of \$7 million (December 31, 2021: \$6 million).

The fair value of the Group's total borrowings excluding lease obligations at June 30, 2022 is \$2,678 million (December 31, 2021: \$2,949 million).

A number of the Group's borrowing agreements contain certain covenants that restrict the Group's flexibility in areas such as incurrence of additional indebtedness (primarily maximum secured borrowings to Adjusted EBITDA and a minimum Adjusted EBITDA to interest expense), payment of dividends and incurrence of liens. The Global Asset Based Loan Facility is subject to a springing fixed charge coverage ratio covenant. The facility also includes cash dominion, representations, warranties, events of default and other covenants that are generally of a nature customary for such facilities.

The Group renegotiated its Global Asset Based Loan Facility whereby the Facility limit was increased from \$250 million to \$330 million, effective from April 12, 2022, with an extension to the maturity date of the Facility to April 11, 2027.

At December 31, 2021, the Group's net debt and available liquidity was as follows:

Facility	Currency	Maximum amount drawable	Final maturity date	Facility type	Amount drawn		Undrawn amount/liquidity
		Local currency 'm			Local currency 'm	\$'m	\$'m
3.750% Senior Secured Notes	EUR	625	15-Aug-26	Bullet	625	708	—
5.500% Senior Secured Notes	USD	1,050	15-Aug-26	Bullet	1,050	1,050	—
Floating Senior Secured (three-month EURIBOR + 3.750%)	EUR	355	15-Aug-26	Bullet	355	402	—
8.500% Senior Notes	USD	700	15-Aug-27	Bullet	700	700	—
Global Asset Based Loan Facility	USD	240	31-Oct-24	Revolving	—	—	240
Lease Obligations	Various	—	—	Amortizing	—	90	—
Other Borrowings/credit lines	Various	—	—	Amortizing	—	3	—
Total borrowings / undrawn facilities						2,953	240
Deferred debt issue costs						(22)	—
Net borrowings / undrawn facilities						2,931	240
Cash and cash equivalents						(215)	215
Derivative financial instruments used to hedge foreign currency and interest rate risk						2	—
Net debt / available liquidity						2,718	455

The maturity profile of the Group's borrowings is as follows:

	At June 30, 2022 \$'m	At December 31, 2021 \$'m
Within one year or on demand	38	22
Between one and three years	25	26
Between three and five years	2,084	2,177
Greater than five years	724	728
Total borrowings	2,871	2,953
Deferred debt issue costs	(21)	(22)
Net borrowings	2,850	2,931

Fair value methodology

There has been no change to the fair value hierarchies for determining and disclosing the fair value of financial instruments.

Fair values are calculated as follows:

- (i) Senior secured and senior notes - The fair value of debt securities in issue is based on valuation techniques in which all significant inputs are based on observable market data, which represent Level 2 inputs.
- (ii) Global Asset Based Loan Facility and other borrowings - The estimated value of fixed interest-bearing deposits is based on discounted cash flows using prevailing money-market interest rates for debts with similar credit risk and remaining maturity and represents Level 2 inputs.
- (iii) CCIRS - The fair values of the CCIRS are based on quoted market prices and represent Level 2 inputs.
- (iv) Commodity and foreign exchange derivatives - The fair value of these derivatives are based on quoted market prices and represent Level 2 inputs.

Net investment hedge in foreign operations

The Group has designated \$482 million of its 5.5% Senior Secured Notes due 2026 as a net investment hedge. In the three and six-month period ended June 30, 2022, the Group reclassified losses of \$31 million and \$41 million arising from the hedging instrument into the other comprehensive income as the designation continued to be an effective hedge (three and six-month period ended June 30, 2021: gain of \$6 million and loss of \$22 million).

9. Employee benefit obligations

Employee benefit obligations at June 30, 2022 have been reviewed in respect of the latest applicable discount rates, inflation rates and asset valuations and a re-measurement gain of \$33 million and \$64 million has been recognized in the interim condensed consolidated statement of comprehensive income for the three and six-month period ended June 30, 2022 (three and six-month period ended June 30, 2021: gain of \$3 million and \$24 million).

The net movement in the employee benefit obligations/assets during the period is shown below:

	Defined benefit plans				Other long-term employee benefits	Total net employee benefits
	US	Germany	UK	Other		
	\$'m	\$'m	\$'m	\$'m	\$'m	\$'m
At December 31, 2021	3	(226)	(7)	(1)	(108)	(339)
Decrease (increase) in obligation	5	58	40	—	(17)	86
Decrease in asset valuation	(6)	—	(33)	—	—	(39)
Foreign exchange gain/(loss)	—	15	(1)	—	4	18
At June 30, 2022	2	(153)	(1)	(1)	(121)	(274)

At June 30, 2022, the total net employee benefit obligations is presented within non-current liabilities amounting to \$276 million, whilst the surplus of \$2 million relating to the defined benefit schemes in the US is classified within other non-current assets in the interim condensed statement of financial position.

In the event of a wind-up of the US scheme, following the full settlement of scheme liabilities by the Trustees, the pension scheme rules provide the Group with an unconditional right to a refund of any remaining surplus. In the ordinary course of business, the Trustees have no rights to wind up or change the benefits due to members of the scheme. As a result, the net surplus in these pension schemes is recognized in full.

Other long-term employee benefits at June 30, 2022 includes \$94 million relating to the long-term performance-based plan (December 31, 2021: \$73 million). In the three and six-month period ended June 30, 2022 a \$12 million and \$21 million charge was recognized in respect of the long-term performance-based plan (three and six-month period ended June 30, 2021: \$5 million and \$12 million). Of this charge, an amount of \$1 million for both the three and six-month period ended June 30, 2022, (three and six-month period ended June 30, 2021: nil and nil) related to the discounting effect of a long-term liability, which is disclosed as net pension interest costs within net finance expense.

10. Cash generated from operating activities

	Three-month period ended June 30,		Six-month period ended June 30,	
	2022 \$'m	2021 \$'m	2022 \$'m	2021 \$'m
Profit/(loss) for the period	(2)	(42)	36	(84)
Income tax charge/(credit)	26	(13)	53	(18)
Net finance expense (Note 6)	43	45	83	88
Depreciation and amortization (Note 7)	62	69	129	140
Exceptional operating items (Note 5)	26	20	53	61
Long-term performance-based plan (Note 9)	11	7	20	14
Loss on disposal of PPE	3	—	3	—
Movement in working capital	(52)	(66)	(311)	(139)
Transformation-related and other exceptional costs paid	(11)	(5)	(27)	(20)
Exceptional restructuring paid	(7)	(8)	(14)	(12)
Cash generated from operating activities	99	7	25	30

11. Related party transactions

The Group is party to a Mutual Services Agreement (“MSA”) with its shareholder, Ardagh Group S.A. (“Ardagh”), pursuant to which the Group and Ardagh provide services to each other. The currently ongoing services relate to administrative support in respect of tax reporting, R&D and other services with an expected handover date to Trivium of October 31, 2022. The MSA also provides for the sharing of certain facilities leased by the Group in connection with the provision of services, with appropriate segregations in place between the Group’s entities, on the one hand, and Ardagh, on the other hand.

The Group recognized expenses of \$1 million and \$2 million in respect of the MSA during the three and six-month period ended June 30, 2022 (three and six-month period ended June 30, 2021: \$2 million and \$6 million).

At June 30, 2022 the Group has a net related party payable to the Dutch pension fund of \$3 million (December 31, 2021: \$3 million).

12. Contingent liabilities

Environmental issues

The Group is regulated under various national and local environmental, occupational health and safety and other governmental laws and regulations relating to:

- the operation of installations for the manufacturing of metal packaging and surface treatment using solvents;
- the generation, storage, handling, use and transportation of hazardous materials;
- the emission of substances and physical agents into the environment;
- the discharge of wastewater and disposal of waste;
- the remediation of contamination;
- the design, characteristics, collection and recycling of its packaging products; and
- the manufacture, sale and servicing of machinery and equipment for the container metal packaging industry.

The Group believes, based on current information, that it is in substantial compliance with applicable environmental laws and regulations and permit requirements. It does not believe it will be required, under existing or anticipated future environmental laws and regulations, to expend amounts, over and above the amounts accrued, which will have a material effect on its business, financial condition or results of operations or cash flows. In addition, no material proceedings against the Group arising under environmental laws are pending.

Legal matters

The French Competition Authority is currently investigating practices implemented in the sector of the manufacturing and sale of food products in contact with materials that may contain or may have contained Bisphenol A. There is, at this stage, no certainty as to the extent of any charge which may arise as a result of this investigation. Accordingly, no provision or indemnification liability has been recognized.

With the exception of the above legal matter, the Group is involved in certain other legal proceedings arising in the normal course of its business. The Group believes that none of these proceedings, either individually or in aggregate, are expected to have a material adverse effect on its business, financial condition, results of operations or cash flows.

13. Seasonality of operations

The Group's revenue and cash flows are both subject to seasonal fluctuations with the Group generally building inventories in anticipation of these seasonal demands resulting in working capital requirements typically being greatest during the first quarter of the year. The demand for our food and seafood products is typically greater in the second and third quarters of the year. The Group manages the seasonality of working capital principally by supplementing operating cash flows with drawings under our Global Asset Based Loan facility.

14. Events after the reporting period

No subsequent events were noted between the reporting date and the date of approval of these interim condensed consolidated financial statements.

Management's Discussion and Analysis of Financial Condition and Results of Operations

SELECTED FINANCIAL INFORMATION

The following discussion should be read together with, and is qualified in its entirety by, reference to the interim condensed consolidated financial statements for the three and six-month period ended June 30, 2022 including the related notes thereto. As used in this section, the "Group" refers to Trivium Packaging B.V. and its subsidiaries.

Some of the measures used in this report are not measures of financial performance under IFRS and should not be considered an alternative to cash flow from operating activities as a measure of liquidity or an alternative to operating profit/(loss) or profit/(loss) for the period as indicators of our operating performance or any other measures of performance derived in accordance with IFRS.

The following table sets forth summary consolidated financial information for the Group:

	Unaudited (in \$ millions, except percentages)		Unaudited (in \$ millions, except percentages)	
	Three-month period ended June 30,		Six-month period ended June 30,	
	2022	2021	2022	2021
Income statement data				
Revenue	834	638	1,614	1,344
Adjusted EBITDA ⁽¹⁾	169	86	377	201
Depreciation and amortization	(62)	(69)	(129)	(140)
Exceptional operating items ⁽²⁾	(26)	(20)	(53)	(61)
Net finance expense ⁽³⁾	(43)	(45)	(83)	(88)
Loss on disposal of PPE	(3)	—	(3)	—
Long-term performance-based plan ⁽⁴⁾	(11)	(7)	(20)	(14)
Profit/(loss) before tax	24	(55)	89	(102)
Income tax (charge)/credit	(26)	13	(53)	18
(Loss)/profit after tax	(2)	(42)	36	(84)
Other data				
Adjusted EBITDA margin ⁽¹⁾	20.3%	13.5%	23.4%	15.0%
Interest expense ⁽³⁾	43	42	82	84
Capital expenditure ⁽⁵⁾	42	25	71	58
Ratio of net debt to LTM Adjusted EBITDA ⁽¹⁾⁽⁸⁾⁽⁹⁾			4.3x	7.3x
			Unaudited	Audited
			At June 30,	At December 31,
			2022	2021
			\$'m	\$'m
Balance sheet data				
Cash ⁽⁶⁾			74	215
Total assets			5,170	5,280
Net borrowings ⁽⁷⁾			2,850	2,931
Total equity			695	679
Net debt ⁽⁸⁾⁽⁹⁾			2,722	2,718

* LTM adjusted EBITDA used to calculate the ratio of net debt to LTM adjusted EBITDA is an unaudited last twelve months adjusted EBITDA.

All footnotes are on page 28 of this document.

OPERATING AND FINANCIAL REVIEW

The consolidated results for the three and six-month period ended June 30, 2022 and June 30, 2021 are presented below.

Reported Currency	Unaudited - Reported (in \$ millions, except percentages)		Unaudited - Reported (in \$ millions, except percentages)	
	Three-month period ended June 30		Six-month period ended June 30	
	2022	2021	2022	2021
Revenue				
Europe	557	438	1,085	931
Americas	277	200	529	413
Group	834	638	1,614	1,344
Adjusted EBITDA ⁽¹⁾				
Europe	92	50	227	126
Americas	80	39	157	80
Corporate	(3)	(3)	(7)	(5)
Group	169	86	377	201
Adjusted EBITDA margin ⁽¹⁾				
Europe	16.5%	11.4%	20.9%	13.5%
Americas	28.9%	19.5%	29.7%	19.4%
Corporate	n/a	n/a	n/a	n/a
Group	20.3%	13.5%	23.4%	15.0%

Constant Currency	Unaudited - Constant Currency (in \$ millions, except percentages)		Unaudited - Constant Currency (in \$ millions, except percentages)	
	Three-month period ended June 30		Six-month period ended June 30	
	2022	2021	2022	2021
Revenue				
Europe	557	396	1,085	855
Americas	277	200	529	413
Group	834	596	1,614	1,268
Adjusted EBITDA ⁽¹⁾				
Europe	92	44	227	116
Americas	80	39	157	80
Corporate	(3)	(2)	(7)	(4)
Group	169	81	377	192
Adjusted EBITDA margin ⁽¹⁾				
Europe	16.5%	11.1%	20.9%	13.6%
Americas	28.9%	19.5%	29.7%	19.4%
Corporate	n/a	n/a	n/a	n/a
Group	20.3%	13.6%	23.4%	15.1%

All footnotes are on page 28 of this document.

Review of the period

Three-month period ended June 30, 2022

Group

Revenue for the three-month period ended June 30, 2022 increased by \$196 million, or 31%, to \$834 million, compared to \$638 million for the three-month period ended June 30, 2021. Adjusted EBITDA for the three-month period ended June 30, 2022 increased by \$83 million, or 97%, to \$169 million compared to \$86 million for the three-month period ended June 30, 2021. Excluding unfavorable foreign currency translation effects on revenue and adjusted EBITDA of \$42 million and \$5 million, respectively, revenue increased by \$238 million and adjusted EBITDA increased by \$88 million.

Europe

Revenue for the three-month period ended June 30, 2022 increased by \$119 million, or 27%, to \$557 million, compared to \$438 million for the three-month period ended June 30, 2021. On a constant currency basis, revenue increased by \$161 million or 41%, primarily due to higher selling prices relating to the pass-through of increased input costs and favorable volumes/mix effects. Adjusted EBITDA for the three-month period ended June 30, 2022 increased by \$42 million, or 84%, to \$92 million, compared to \$50 million for the three-month period ended June 30, 2021. On a constant currency basis, adjusted EBITDA increased by \$48 million or 109%, driven by a positive year-on-year input cost inflation effect (timing) and incremental margin benefits realized from the Group's ongoing transformation program, partly offset by lower efficiencies.

Americas

Revenue for the three-month period ended June 30, 2022 increased by \$77 million, or 39%, to \$277 million, compared to \$200 million for the three-month period ended June 30, 2021. The increase in revenue relates to higher selling prices primarily related to the pass-through of increased input costs, partly offset by unfavorable volume/mix effects. Adjusted EBITDA for the three-month period ended June 30, 2022 increased by \$41 million, or 105%, to \$80 million, compared to \$39 million for the three-month period ended June 30, 2021 driven by a positive year-on-year input cost inflation effect (timing) and benefits realized from the Group's ongoing transformation program, partly offset by lower efficiencies.

Corporate costs

Corporate costs reflect certain headquarter costs that have not been allocated to the segments. For the three-month period ended June 30, 2022, the Group incurred corporate costs of \$3 million compared with \$3 million for the three-month period ended June 30, 2021.

Six-month period ended June 30, 2022

Group

Revenue for the six-month period ended June 30, 2022 increased by \$270 million, or 20%, to \$1,614 million, compared to \$1,344 million for the six-month period ended June 30, 2021. Adjusted EBITDA for the six-month period ended June 30, 2022 increased by \$176 million, or 88%, to \$377 million compared to \$201 million for the six-month period ended June 30, 2021. Excluding unfavorable foreign currency translation effects on revenue and adjusted EBITDA of \$76 million and \$9 million, respectively, revenue increased by \$346 million and adjusted EBITDA increased by \$185 million.

Europe

Revenue for the six-month period ended June 30, 2022 increased by \$154 million, or 17%, to \$1,085 million, compared to \$931 million for the six-month period ended June 30, 2021. On a constant currency basis, revenue increased by \$230 million or 27%, primarily due to higher selling prices relating to the pass-through of increased input costs, partly offset by unfavorable volume/mix effects mainly arising in the first quarter of 2022. Adjusted EBITDA for the six-month period ended June 30, 2022 increased by \$101 million, or 80%, to \$227 million, compared to \$126 million for the six-month period ended June 30, 2021. On a constant currency basis, adjusted EBITDA increased by \$111 million or 96%, driven by a positive year-on-year input cost inflation effect (timing) and incremental margin benefits realized from the Group's ongoing transformation program, partly offset by lower volume/mix effects and efficiencies.

Americas

Revenue for the six-month period ended June 30, 2022 increased by \$116 million, or 28%, to \$529 million, compared to \$413 million for the six-month period ended June 30, 2021. The increase in revenue relates to higher selling prices primarily related to the pass-through of increased input costs, partly offset by unfavorable volume/mix effects. Adjusted EBITDA for the six-month period ended June 30, 2022 increased by \$77 million, or 96%, to \$157 million, compared to \$80 million for the six-month period ended June 30, 2021 driven by a positive year-on-year input cost inflation effect (timing) and benefits realized from the Group's ongoing transformation program, partly offset by lower volume/mix effects and efficiencies.

Corporate costs

Corporate costs reflect certain headquarter costs that have not been allocated to the segments. For the six-month period ended June 30, 2022, the Group incurred corporate costs of \$7 million compared with \$5 million for the six-month period ended June 30, 2021.

Capital Expenditure

	Three-month period ended June 30,		Six-month period ended June 30,	
	2022 \$'m	2021 \$'m	2022 \$'m	2021 \$'m
Capital expenditure				
Europe	33	19	39	44
Americas	9	6	32	14
Group	42	25	71	58

Capital expenditure is the sum of purchases of property, plant and equipment and software and other intangibles, net of proceeds relating to property, plant and equipment, as per the consolidated statement of cash flows. Capital expenditure in Europe for the three and six-month period ended June 30, 2022 is stated net of the insurance proceeds of \$21 million from the exceptional flood event in our plant in Ertstadt, Germany.

Liquidity and Capital Resources at June 30, 2022

Our principal sources of cash are cash generated from operations and external financings, including borrowings and other credit facilities. Our principal funding arrangements include borrowings available under the Group's Global Asset Based Loan Facility. These and other sources of external financing are described further in the following table.

The following table outlines our principal financing arrangements as of June 30, 2022:

Facility	Currency	Maximum amount drawable	Final maturity date	Facility type	Amount drawn		Undrawn amount/liquidity
		Local currency 'm			Local currency 'm	\$'m	\$'m
3.750% Senior Secured Notes	EUR	625	15-Aug-26	Bullet	625	649	—
5.500% Senior Secured Notes	USD	1,050	15-Aug-26	Bullet	1,050	1,050	—
Floating Senior Secured (three-month EURIBOR + 3.750%)	EUR	355	15-Aug-26	Bullet	355	369	—
8.500% Senior Notes	USD	700	15-Aug-27	Bullet	700	700	—
Global Asset Based Loan Facility	USD	290	11-Apr-27	Revolving	19	19	271
Lease Obligations	Various	—	—	Amortizing	—	83	—
Other Borrowings/credit lines	Various	—	—	Amortizing	—	1	—
Total borrowings / undrawn facilities						2,871	271
Deferred debt issue costs						(21)	—
Net borrowings / undrawn facilities						2,850	271
Cash and cash equivalents						(74)	74
Derivative financial instruments used to hedge foreign currency and interest rate risk						(54)	—
Net debt / available liquidity						2,722	345

The Group's long-term liquidity needs primarily relate to the service of our debt obligations. We expect to satisfy our future long-term liquidity needs through a combination of cash flow generated from operations and, where appropriate, to refinance our debt obligations in advance of their respective maturity dates. The Group renegotiated its Global Asset Based Loan Facility whereby the Facility limit was increased from \$250 million to \$330 million, effective from April 12, 2022, with an extension of the maturity date of the Facility to April 11, 2027.

The Group had \$74 million in cash and cash equivalents and restricted cash as of June 30, 2022, as well as available but undrawn liquidity of \$271 million under its credit facilities.

Receivables factoring and related programs

The Group participates in several uncommitted accounts receivable factoring and related programs with various financial institutions, accounted for as true sales of receivables, without recourse to the Group. Receivables of \$237 million were sold under these programs at June 30, 2022 (December 31, 2021: \$240 million).

Footnotes to the Selected Financial Information

- (1) Adjusted EBITDA consists of a profit or loss for the period before income tax expense, net finance expense, depreciation and amortization, long-term performance-based plan and exceptional operating items. Adjusted EBITDA margin is calculated as adjusted EBITDA divided by revenue. Adjusted EBITDA and adjusted EBITDA margin are presented because we believe that they are frequently used by securities analysts, investors and other interested parties in evaluating companies in the packaging industry. However, other companies may calculate adjusted EBITDA and adjusted EBITDA margin in a manner different from ours. Adjusted EBITDA and adjusted EBITDA margin are not measurements of financial performance under IFRS and should not be considered an alternative to profit/(loss) as indicators of operating performance or any other measures of performance derived in accordance with IFRS.
- (2) Exceptional items are shown on a number of different lines in the interim condensed consolidated statement of income. See Note 5 to the interim condensed consolidated financial statements for further details.
- (3) Finance and interest expense is as presented in note 6.
- (4) Long-term performance-based plan costs (expected to be payable in 2025) are included as part of the selling, general and administrative expenses in the interim condensed consolidated statement of income and are included in employee benefit obligations and part of other employee benefits as presented in Note 9.
- (5) Capital expenditure is the sum of purchases of property, plant and equipment and software and other intangibles, net of proceeds from disposal of property, plant and equipment, as per the interim condensed consolidated statement of cash flows on page 9.
- (6) Cash and cash equivalents include restricted cash.
- (7) Net borrowings comprise non-current and current borrowings net of deferred debt issue costs.
- (8) Net debt is comprised of net borrowings and derivative financial instruments used to hedge foreign currency and interest rate risk net of cash and cash equivalents.
- (9) Net debt to LTM Adjusted EBITDA ratio at June 30, 2022 of 4.3x, is based on a net debt at June 30, 2022 of \$2,722 million and LTM adjusted EBITDA of \$627 million. Improvement in LTM adjusted EBITDA for the six-month period ended June 30, 2022 is driven partly by a positive year-on-year input cost inflation effect (timing). Net debt to LTM Adjusted EBITDA ratio at June 30, 2021 of 7.3x, is based on net debt at June 30, 2021 of \$3,013 million and LTM Adjusted EBITDA for the period ended June 30, 2021 of \$410 million (see operating and financial review section).

Net debt to pro-forma LTM adjusted EBITDA at June 30, 2022 of 4.9x, is based on a net debt at June 30, 2022 of \$2,722 million and a pro-forma LTM adjusted EBITDA of \$551 million. Pro-forma LTM adjusted EBITDA is calculated as full year 2021 adjusted EBITDA of \$451 million plus at least \$100 million of projected transformation benefits expected by December 2023.

Cautionary Statement Regarding Forward-Looking Statements

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

This report includes statements that are, or may be deemed to be, forward-looking statements. All statements other than statements of historical fact included in this report regarding our business, financial condition, results of operations and certain of our plans, objectives, assumptions, projections, expectations or beliefs with respect to these items and statements regarding other future events or prospects, are forward-looking statements. These statements include, without limitation, those concerning: our strategy and our ability to achieve it; expectations regarding sales, profitability and growth; our possible or assumed future results of operations; R&D, capital expenditures and investment plans; adequacy of capital; and financing plans; and exceptional events. The words “aim”, “may”, “will”, “expect”, “is expected to”, “anticipate”, “believe”, “future”, “continue”, “help”, “estimate”, “plan”, “schedule”, “intend”, “should”, “would be”, “seeks”, “estimates”, “shall” or the negative or other variations thereof, as well as other statements regarding matters that are not historical fact, are or may constitute forward-looking statements.

Although we believe that the estimates reflected in the forward-looking statements are reasonable, such estimates may prove to be incorrect. By their nature, forward-looking statements involve risk and uncertainty because they relate to events and depend on circumstances that will occur in the future.

All forward-looking statements included in this report are based on information available to us on the date of this report. We undertake no obligation to update publicly or revise any forward-looking statement, whether as a result of new information, future events or otherwise, except as may be required by applicable law. All subsequent written and oral forward-looking statements attributable to us or persons acting on our behalf are expressly qualified in their entirety by the cautionary statements contained throughout this report.



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