ARD Finance S.A. Interim Report

For the three and nine months ended September 30, 2024

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Unaudited consolidated interim financial statements for the three and nine months ended September 30, 2024

Management Report

SUMMARY INFORMATION

ARD Finance S.A. (the “Company”) was incorporated under the laws of Luxembourg on May 6, 2011 and is a subsidiary of ARD Holdings S.A. The Company’s registered office is 56, rue Charles Martel, L-2134 Luxembourg, Luxembourg.

The Company is a holding company whose assets as of September 30, 2024, consist mainly of its direct and indirect interest in the share capital of Ardagh Group S.A., a company incorporated and existing under the laws of Luxembourg, and certain related party receivables. The Company and those of its subsidiaries which are above Ardagh Group S.A. in the corporate structure are referred to as the “ARD Finance Group”.

All of the business of the Company and its controlled subsidiaries (the “Group”) is conducted by Ardagh Group S.A. (“Ardagh”) and its subsidiaries (together, the “Ardagh Group”). The Ardagh Group and its subsidiaries are a leading supplier of sustainable innovative, value-added rigid packaging solutions, in Europe, Africa, North America and Brazil. The Ardagh Group’s products include metal beverage cans and glass containers primarily for beverage and food markets, which are characterized by stable, consumer-driven demand. End-use categories include beer, food, hard seltzers, wine, spirits, carbonated soft drinks, energy drinks, juices and sparkling waters, as well as pharmaceuticals. Any description of the business of the Group is a description of the business of the Ardagh Group.

Ardagh indirectly holds approximately 76% of the ordinary shares and 100% of the preferred shares of Ardagh Metal Packaging S.A. (“AMPSA”). AMPSA is a leading supplier of metal beverage cans globally, with a particular focus on the Americas and Europe. This business supplies sustainable and infinitely recyclable metal packaging to a diversified customer base of leading global, regional and national beverage producers.

Ardagh also holds an approximate 42% stake in Trivium Packaging B.V. (“Trivium”), a leading supplier of metal packaging in the form of cans and aerosol containers, serving a broad range of end-use categories, including food, seafood, pet food and nutrition, as well as beauty and personal care.

All of the financing of the Group other than the USD 6.500% / 7.250% Senior Secured Toggle Notes due 2027, and the EUR 5.000% / 5.750% Senior Secured Toggle Notes due 2027 (together the “Toggle Notes”, as described in Note 10 – Financial assets and liabilities) are liabilities of the Ardagh Group.

On April 15, 2024, Ardagh Investment Holdings Sarl (“AIHS”), an unrestricted subsidiary of Ardagh Group S.A. executed definitive documentation for a new senior secured credit facility with certain investment funds and other entities managed by affiliates of Apollo Capital Management, L.P. (collectively, the “Apollo Investors”). The new facility consists of: (i) an initial €790 million senior secured term loan (“Initial Term Loan”); (ii) a $250 million (equivalent) senior secured exchange term loan (the “Exchange Loan”); and additional senior secured term loans in an amount sufficient to fund a debt service reserve account at AIHS (collectively, the “Facilities”). The Facilities are secured on all material assets of AIHS, including a pledge on equity interests of AIHS and its subsidiaries in Ardagh Metal Packaging S.A. The Facilities will mature in 2029.

On June 13, 2024, AIHS drew down the Initial Term Loan and on-lent approximately €755 million of the proceeds to the Existing Issuers by subscribing to new Senior Secured Notes due 2029 (the “Proceeds Notes”) issued by the Existing Issuers. The Proceeds Notes were used to redeem in full, the $700 million Senior Secured Notes due 2025 issued by the Existing Issuers. AIHS has not utilized the Exchange Loan, which is an uncommitted facility.

The Facilities and the Proceeds Notes are each on customary terms for third-party indebtedness and preserve the flexibility for Ardagh in the currently outstanding debt of the Existing Issuers, including the ability to make investments and to incur debt, other than restricting Ardagh's ability to pay dividends and other distributions, which will prevent ARD Finance S.A. from paying cash interest on the PIK Notes for all interest periods after June 30, 2024.

On September 24, 2024, Ardagh Metal Packaging S.A. and certain of its subsidiaries entered into an agreement for a new €269 million ($300 million equivalent) senior secured term loan facility (the “Term Loan”) with certain investment funds and other entities managed by affiliates of Apollo Capital Management, L.P. (collectively "Apollo"). The Term Loan matures in September 2029 and is secured on a pari passu basis alongside the Senior Secured Green Notes.

These unaudited consolidated interim financial statements reflect the consolidation of the legal entities forming the Group for the periods presented.

As used herein, "we", "our" and "us" refer to the Ardagh Group and its consolidated subsidiaries, unless the context requires otherwise. Ardagh's operations have the following operating businesses: "Ardagh Metal Packaging" and "Ardagh Glass Packaging".

SELECTED FINANCIAL INFORMATION

The following discussion should be read together with, and is qualified in its entirety by reference to, the unaudited consolidated interim financial statements for the three and nine months ended September 30, 2024 (the "Unaudited Consolidated Interim Financial Statements") including the related notes thereto. As used in this section, the "Group" refers to ARD Finance S.A. and its subsidiaries.

Some of the measures used in this report are not measurements of financial performance under IFRS® Accounting Standards 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 operating performance or any other measures of performance derived in accordance with IFRS Accounting Standards.

The following table sets forth summary consolidated financial information for ARD Finance S.A.

	Three months ended September 30,		Nine months ended September 30,	
	2024	2023	2024	2023
Income Statement Data	(in $ millions except percentages)		(in $ millions except percentages)	
Revenue	2,388	2,486	6,909	7,188
Adjusted EBITDA [1]	**362**	**334**	**999**	**1,056**
Depreciation and amortization	(228)	(214)	(671)	(619)
Exceptional operating items [2]	(11)	(19)	(214)	(217)
Net finance expense [3]	(175)	(149)	(506)	(433)
Share of post-tax profit/(loss) in equity accounted joint venture [4]	12	(3)	(10)	(34)
Loss before tax	**(40)**	**(51)**	**(402)**	**(247)**
Income tax (charge)/credit	(20)	4	(41)	15
Loss for the period	**(60)**	**(47)**	**(443)**	**(232)**
Other Data				
Adjusted EBITDA margin [1]	15.2%	13.4%	14.5%	14.7%
Net finance expense before exceptional items [5]	175	150	506	438
Maintenance capital expenditure [6]	65	109	257	366
Growth investment capital expenditure [6]	15	150	91	383

Balance Sheet Data	**As at September 30, 2024**	**As at December 31, 2023**
	(in $ millions except ratios)	
Cash and cash equivalents and restricted cash [7]	763	732
Working capital [8]	824	393
Total assets	11,608	11,807
Total equity	(4,296)	(3,718)
Net borrowings [9]	12,491	11,912
Net debt [10]	11,827	11,264
Ratio of net debt to LTM Adjusted EBITDA [1,10,11]	9.5x	8.7x

All footnotes are listed on page 9 of this document.

Three months ended September 30, 2024 compared with three months ended September 30, 2023

Segment results for the three months ended September 30, 2024 and 2023 are:

Revenue	**Ardagh Metal Packaging Europe**	**Ardagh Metal Packaging Americas**	**Ardagh Glass Packaging Europe & Africa**	**Ardagh Glass Packaging North America**	**Group**
	$'m	**$'m**	**$'m**	**$'m**	**$'m**
Revenue 2023	**562**	**732**	**784**	**408**	**2,486**
Movement	8	9	(80)	(35)	(98)
FX translation	2	—	(2)	—	—
Revenue 2024	**572**	**741**	**702**	**373**	**2,388**

Adjusted EBITDA	**Ardagh Metal Packaging Europe**	**Ardagh Metal Packaging Americas**	**Ardagh Glass Packaging Europe & Africa**	**Ardagh Glass Packaging North America**	**Group**
	$'m	**$'m**	**$'m**	**$'m**	**$'m**
Adjusted EBITDA 2023	**67**	**104**	**133**	**30**	**334**
Movement	11	13	(2)	7	29
FX translation	1	—	(2)	—	(1)
Adjusted EBITDA 2024	**79**	**117**	**129**	**37**	**362**
2024 margin %	**13.8%**	**15.8%**	**18.4%**	**9.9%**	**15.2%**
2023 margin %	**11.9%**	**14.2%**	**17.0%**	**7.4%**	**13.4%**

Revenue

Ardagh Metal Packaging Europe. Revenue increased by $10 million, or 2%, to $572 million in the three months ended September 30, 2024, compared with $562 million in the same period last year. The increase in revenue was principally due to the pass through of higher input costs to customers and favorable foreign currency translation effects, partly offset by unfavorable volume/mix effects (impact of IFRS 15 contract asset).

Ardagh Metal Packaging Americas. Revenue increased by $9 million, or 1%, to $741 million in the three months ended September 30, 2024, compared with $732 million in the same period last year. The increase in revenue was principally due to favorable volume/mix effects and the pass through of higher input costs to customers.

Ardagh Glass Packaging Europe & Africa. Revenue decreased by $82 million, or 10%, to $702 million in the three months ended September 30, 2024, compared with $784 million in the same period last year. The decrease was principally due to the pass through of lower input costs to customers, notably energy, partly offset by favorable volume/mix effects.

Ardagh Glass Packaging North America. Revenue decreased by $35 million, or 9%, to $373 million in the three months ended September 30, 2024, compared with $408 million in the same period last year. The decrease principally reflected unfavorable volume/mix effects, partly offset by the pass through of higher input costs to customers.

Adjusted EBITDA

Ardagh Metal Packaging Europe. Adjusted EBITDA increased by $12 million, or 18%, to $79 million in the three months ended September 30, 2024, compared with $67 million in the same period last year. The increase in Adjusted EBITDA was principally due to higher input cost recovery and favorable volume/mix effects, partly offset by higher operating costs.

Ardagh Metal Packaging Americas. Adjusted EBITDA increased by $13 million, or 13%, to $117 million in the three months ended September 30, 2024, compared with $104 million in the same period last year. The increase was primarily driven by favorable volume/mix effects and lower operating costs.

Ardagh Glass Packaging Europe & Africa. Adjusted EBITDA decreased by $4 million, or 3%, to $129 million in the three months ended September 30, 2024, compared with $133 million in the same period last year. Excluding adverse foreign currency translation effects, Adjusted EBITDA declined by 1%, principally due to continued production downtime, a less favourable mix and lower input cost recovery compared with the same period last year, partly offset by favorable volume effects and production cost efficiencies.

Ardagh Glass Packaging North America. Adjusted EBITDA increased by $7 million, or 23%, to $37 million in the three months ended September 30, 2024, compared with $30 million in the same period last year. This was principally driven by increased selling prices, partly offset by a lower volume/mix.

Nine months ended September 30, 2024 compared with nine months ended September 30, 2023

Segment results for the nine months ended September 30, 2024 and 2023 are:

Revenue	Ardagh Metal Packaging Europe	Ardagh Metal Packaging Americas	Ardagh Glass Packaging Europe & Africa	Ardagh Glass Packaging North America	Group
	$'m	$'m	$'m	$'m	$'m
Revenue 2023	**1,603**	**2,077**	**2,241**	**1,267**	**7,188**
Movement	(8)	17	(196)	(113)	(300)
FX translation	24	—	(3)	—	21
Revenue 2024	**1,619**	**2,094**	**2,042**	**1,154**	**6,909**

Adjusted EBITDA	Ardagh Metal Packaging Europe	Ardagh Metal Packaging Americas	Ardagh Glass Packaging Europe & Africa	Ardagh Glass Packaging North America	Group
	$'m	$'m	$'m	$'m	$'m
Adjusted EBITDA 2023	**180**	**272**	**468**	**136**	**1,056**
Movement	18	35	(107)	(3)	(57)
FX translation	3	—	(3)	—	—
Adjusted EBITDA 2024	**201**	**307**	**358**	**133**	**999**
2024 margin %	**12.4%**	**14.7%**	**17.5%**	**11.5%**	**14.5%**
2023 margin %	**11.2%**	**13.1%**	**20.9%**	**10.7%**	**14.7%**

Revenue

Ardagh Metal Packaging Europe. Revenue increased by $16 million, or 1%, to $1,619 million in the nine months ended September 30, 2024, compared with $1,603 million in the same period last year. Excluding favorable foreign currency translation effects of $24 million, revenue decreased by $8 million, principally due to the pass through of lower input costs to customers.

Ardagh Metal Packaging Americas. Revenue increased by $17 million, or 1%, to $2,094 million in the nine months ended September 30, 2024, compared with $2,077 million in the same period last year. The increase in revenue principally reflected favorable volume/mix effects, partly offset by the pass through of lower input costs to customers.

Ardagh Glass Packaging Europe & Africa. Revenue decreased by $199 million, or 9%, to $2,042 million in the nine months ended September 2024, compared with $2,241 million in the same period last year. The decrease was principally due to the pass through of lower input costs to customers, notably energy, partly offset by favorable volume/mix effects.

Ardagh Glass Packaging North America. Revenue decreased by $113 million, or 9%, to $1,154 million in the nine months ended September 30, 2024, compared with $1,267 million in the same period last year. The decrease principally reflected unfavorable volume/mix effects, partly offset by the pass through of higher input costs to customers.

Adjusted EBITDA

Ardagh Metal Packaging Europe. Adjusted EBITDA increased by $21 million, or 12%, to $201 million in the nine months ended September 30, 2024, compared with $180 million in the same period last year. The increase in Adjusted EBITDA was principally due to favorable volume/mix effects and higher input cost recovery, partly offset by higher operating costs.

Ardagh Metal Packaging Americas. Adjusted EBITDA increased by $35 million, or 13%, to $307 million in the nine months ended September 30, 2024, compared with $272 million in the same period last year. The increase was principally driven by favorable volume/mix effects and lower operating costs.

Ardagh Glass Packaging Europe & Africa. Adjusted EBITDA decreased by $110 million, or 24%, to $358 million in the nine months ended September 30, 2024, compared with $468 million in the same period last year. This decline was principally due to continued production downtime, a less favorable mix and lower input cost recovery, compared with the same period last year, partly offset by favorable volume effects.

Ardagh Glass Packaging North America. Adjusted EBITDA decreased by $3 million, or 2%, to $133 million in the nine months ended September 30, 2024, compared with $136 million in the same period last year. This was principally driven by unfavorable volume/mix effects and higher operating costs, partly offset by increased selling prices.

Footnotes to the Selected Financial Information

(1) Adjusted EBITDA consists of profit/(loss) for the period before income tax expense/(credit), net finance expense, depreciation and amortization, exceptional operating items and share of profit or loss in equity accounted joint venture. 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 Accounting Standards 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 Accounting Standards.

(2) Exceptional operating items are shown on a number of different lines in the Consolidated Interim Income Statement as referred to in Note 5 - Exceptional items of the Unaudited Consolidated Interim Financial Statements.

(3) Includes exceptional finance income and expense.

(4) Includes exceptional share of post-tax profit/(loss) in equity accounted joint venture.

(5) Net finance expense before exceptional items is as set out in Note 6 - Net finance expense of the Unaudited Consolidated Interim Financial Statements.

(6) Capital expenditure is the sum of purchase of property, plant and equipment and software and other intangibles, net of proceeds from disposal of property, plant and equipment, as per the Consolidated Interim Statement of Cash Flows.

(7) Cash and cash equivalents and restricted cash include short term bank deposits and restricted cash as per the note disclosures to the consolidated interim financial statements included in this interim report.

(8) Working capital is comprised of inventories, trade and other receivables, current related party receivables, current intangible assets, contract assets, current income tax receivable, trade and other payables and current provisions. Other companies may calculate working capital in a manner different to ours.

(9) Net borrowings comprise non-current and current borrowings net of deferred debt issue costs.

(10) 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 and restricted cash.

(11) Net debt to LTM Adjusted EBITDA ratio at September 30, 2024 of 9.5x, is based on net debt at September 30, 2024 of $11,827 million and reported Adjusted EBITDA for the last twelve months ("LTM") to September 30, 2024 of $1,242 million.

Unaudited Consolidated Interim Financial Statements

ARD FINANCE S.A.
CONSOLIDATED INTERIM INCOME STATEMENT

		Unaudited Three months ended September 30, 2024			Unaudited Three months ended September 30, 2023		
	Note	Before exceptional items $'m	Exceptional items $'m	Total $'m	Before exceptional items $'m	Exceptional items $'m	Total $'m
			Note 5			Note 5	
Revenue	4	2,388	–	2,388	2,486	–	2,486
Cost of sales		(2,069)	(5)	(2,074)	(2,195)	(11)	(2,206)
Gross profit		**319**	**(5)**	**314**	**291**	**(11)**	**280**
Sales, general and administration expenses		(142)	(6)	(148)	(125)	(8)	(133)
Intangible amortization	7	(43)	–	(43)	(46)	–	(46)
Operating profit		**134**	**(11)**	**123**	**120**	**(19)**	**101**
Net finance expense	6	(175)	–	(175)	(150)	1	(149)
Share of post-tax profit/(loss) in equity accounted joint venture	8	14	(2)	12	1	(4)	(3)
Loss before tax		**(27)**	**(13)**	**(40)**	**(29)**	**(22)**	**(51)**
Income tax (charge)/credit		(20)	–	(20)	(3)	7	4
Loss for the period		**(47)**	**(13)**	**(60)**	**(32)**	**(15)**	**(47)**
(Loss)/profit attributable to:							
Equity holders				(64)			(51)
Non-controlling interests	14			4			4
Loss for the period				**(60)**			**(47)**

The accompanying notes to the unaudited consolidated interim financial statements are an integral part of these unaudited consolidated interim financial statements.

ARD FINANCE S.A.
CONSOLIDATED INTERIM INCOME STATEMENT

		Unaudited Nine months ended September 30, 2024			Unaudited Nine months ended September 30, 2023		
	Note	**Before exceptional items $'m**	**Exceptional items $'m**	**Total $'m**	**Before exceptional items $'m**	**Exceptional items $'m**	**Total $'m**
			Note 5			Note 5	
Revenue	4	6,909	–	6,909	7,188	–	7,188
Cost of sales		(6,023)	(187)	(6,210)	(6,234)	(174)	(6,408)
Gross profit		**886**	**(187)**	**699**	**954**	**(174)**	**780**
Sales, general and administration expenses		(425)	(27)	(452)	(385)	(43)	(428)
Intangible amortization	7	(133)	–	(133)	(132)	–	(132)
Operating profit		**328**	**(214)**	**114**	**437**	**(217)**	**220**
Net finance expense	6	(506)	–	(506)	(438)	5	(433)
Share of post-tax loss in equity accounted joint venture	8	–	(10)	(10)	(22)	(12)	(34)
Loss before tax		**(178)**	**(224)**	**(402)**	**(23)**	**(224)**	**(247)**
Income tax (charge)/credit		(45)	4	(41)	(29)	44	15
Loss for the period		**(223)**	**(220)**	**(443)**	**(52)**	**(180)**	**(232)**
Loss attributable to:							
Equity holders				(442)			(232)
Non-controlling interests	14			(1)			–
Loss for the period				**(443)**			**(232)**

The accompanying notes to the unaudited consolidated interim financial statements are an integral part of these unaudited consolidated interim financial statements.

ARD FINANCE S.A.
CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME

		Unaudited		Unaudited	
		Three months ended September 30,		Nine months ended September 30,	
	Note	2024 $'m	2023 $'m	2024 $'m	2023 $'m
Loss for the period		**(60)**	**(47)**	**(443)**	**(232)**
Other comprehensive (expense)/income:					
Items that may subsequently be reclassified to income statement					
Foreign currency translation adjustments:					
—Arising in the year		(154)	36	(102)	(23)
		(154)	**36**	**(102)**	**(23)**
Share of foreign currency translation adjustments in equity accounted joint venture	8	**5**	**(6)**	**—**	**(2)**
Effective portion of changes in fair value of cash flow hedges:					
—New fair value adjustments into reserve		(43)	43	(13)	(103)
—Movement out of reserve to income statement		48	(40)	21	(11)
—Movement in deferred tax		(1)	(5)	(4)	11
		4	**(2)**	**4**	**(103)**
Share of changes in fair value of cash flow hedges in equity accounted joint venture	8	**2**	**1**	**1**	**(3)**
(Loss)/gain recognized on cost of hedging:					
—New fair value adjustments into reserve		(1)	—	(2)	1
		(1)	**—**	**(2)**	**1**
Items that will not be reclassified to income statement					
—Re-measurement of employee benefit obligations	11	(13)	33	17	32
—Deferred tax movement on employee benefit obligations		4	(8)	(4)	(8)
		(9)	**25**	**13**	**24**
Share of items that will not be reclassified to income statement in equity accounted joint venture	8	**(1)**	**2**	**1**	**1**
Total other comprehensive (expense)/income for the period		**(154)**	**56**	**(85)**	**(105)**
Total comprehensive (expense)/income for the period		**(214)**	**9**	**(528)**	**(337)**
Attributable to:					
Equity holders		(216)	6	(526)	(327)
Non-controlling interests	14	2	3	(2)	(10)
Total comprehensive (expense)/income for the period		**(214)**	**9**	**(528)**	**(337)**

The accompanying notes to the unaudited consolidated interim financial statements are an integral part of these unaudited consolidated interim financial statements.

ARD FINANCE S.A.
CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

	Note	Unaudited At September 30, 2024 $'m	Unaudited At December 31, 2023 $'m
Non-current assets			
Intangible assets	7	2,071	2,146
Property, plant and equipment	7	5,043	5,279
Derivative financial instruments		2	3
Deferred tax assets		154	159
Investment in equity accounted joint venture	8	245	250
Related party loan receivable	15	322	322
Employee benefit assets		17	22
Other non-current assets		93	101
		7,947	**8,282**
Current assets			
Inventories		1,511	1,526
Intangible assets*	7	22	4
Trade and other receivables*		1,048	871
Contract assets		218	259
Income tax receivable*		76	103
Derivative financial instruments		12	13
Cash, cash equivalents and restricted cash	10	763	732
Related party receivables		11	17
		3,661	**3,525**
TOTAL ASSETS		**11,608**	**11,807**
Equity attributable to owners of the parent			
Equity share capital	9	—	—
Other reserves		22	103
Retained earnings		(4,191)	(3,720)
		(4,169)	**(3,617)**
Non-controlling interests	14	(127)	(101)
TOTAL EQUITY		**(4,296)**	**(3,718)**
Non-current liabilities			
Borrowings	10	11,623	11,066
Lease obligations	10	572	632
Employee benefit obligations		368	394
Derivative financial instruments		176	162
Deferred tax liabilities		376	355
Provisions and other liabilities	12	135	116
		13,250	**12,725**
Current liabilities			
Borrowings	10	123	51
Lease obligations	10	173	163
Interest payable		169	52
Derivative financial instruments		43	54
Trade and other payables		1,964	2,278
Income tax payable		84	93
Provisions	12	98	109
		2,654	**2,800**
TOTAL LIABILITIES		**15,904**	**15,525**
TOTAL EQUITY and LIABILITIES		**11,608**	**11,807**

The accompanying notes to the unaudited consolidated interim financial statements are an integral part of these unaudited consolidated interim financial statements.

*Prior period amounts which had been included in Trade and other receivables previously have been reclassified to conform to the current period presentation.

ARD FINANCE S.A.
CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

	Unaudited									
	Attributable to the owners of the parent									
	Share capital $'m	Capital contribution $'m	Foreign currency translation reserve $'m	Cash flow hedge reserve $'m	Cost of hedging reserve $'m	Other reserves $'m	Retained earnings $'m	Total $'m	Non-controlling interests $'m	Total equity $'m
At January 1, 2023	**–**	**10**	**95**	**24**	**4**	**137**	**(3,110)**	**(2,840)**	**(24)**	**(2,864)**
Loss for the period	–	–	–	–	–	–	(232)	**(232)**	–	**(232)**
Other comprehensive (expense)/income	–	–	(26)	(95)	1	–	25	**(95)**	(10)	**(105)**
Hedging losses transferred to cost of inventory	–	–	–	33	–	–	–	**33**	4	**37**
Transactions with owners in their capacity as owners										
Share-based payment reserve	–	–	–	–	–	2	–	**2**	–	**2**
NOMOQ acquisition	–	–	–	–	–	(5)	–	**(5)**	4	**(1)**
Share purchases (Note 9)	–	–	–	–	–	–	(1)	**(1)**	1	–
Dividends (Note 14, 15)	–	–	–	–	–	–	(31)	**(31)**	(44)	**(75)**
At September 30, 2023	**—**	**10**	**69**	**(38)**	**5**	**134**	**(3,349)**	**(3,169)**	**(69)**	**(3,238)**
At January 1, 2024	**–**	**10**	**18**	**(47)**	**7**	**115**	**(3,720)**	**(3,617)**	**(101)**	**(3,718)**
Loss for the period	–	–	–	–	–	–	(442)	**(442)**	(1)	**(443)**
Other comprehensive (expense)/income	–	–	(99)	3	(2)	–	14	**(84)**	(1)	**(85)**
Hedging losses transferred to cost of inventory	–	–	–	20	–	–	–	**20**	1	**21**
Transactions with owners in their capacity as owners										
NOMOQ put and call liability (Note 12)	–	–	–	–	–	(3)	–	**(3)**	–	**(3)**
Share purchases (Note 9)	–	–	–	–	–	–	(22)	**(22)**	19	**(3)**
Dividends (Note 14, 15)	–	–	–	–	–	–	(21)	**(21)**	(44)	**(65)**
At September 30, 2024	**–**	**10**	**(81)**	**(24)**	**5**	**112**	**(4,191)**	**(4,169)**	**(127)**	**(4,296)**

The accompanying notes to the unaudited consolidated interim financial statements are an integral part of these unaudited consolidated interim financial statements.

ARD FINANCE S.A.
CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS

	Note	Unaudited Three months ended September 30, 2024 $'m	Unaudited Three months ended September 30, 2023 $'m	Unaudited Nine months ended September 30, 2024 $'m	Unaudited Nine months ended September 30, 2023 $'m
Cash flows from operating activities					
Cash from operations	13	310	329	522	541
Net interest paid		(53)	(44)	(359)	(319)
Settlement of foreign currency derivative financial instruments		(7)	–	(6)	(19)
Income tax (paid)/received		(25)	7	(41)	(44)
Net cash from operating activities		**225**	**292**	**116**	**159**
Cash flows used in investing activities					
Purchase of property, plant and equipment		(104)	(255)	(370)	(740)
Purchase of intangible assets		(5)	(4)	(15)	(10)
Proceeds from disposal of property, plant and equipment		29	—	37	1
Repayment of loan by immediate parent company	15	—	—	22	30
Other investing cash flows		(4)	(2)	(8)	(4)
Cash flows used in investing activities		**(84)**	**(261)**	**(334)**	**(723)**
Cash flows from financing activities					
Proceeds from borrowings		308	14	1,678	495
Repayment of borrowings		(415)	(71)	(1,164)	(389)
Deferred debt issue costs paid		(13)	(1)	(40)	(7)
Share purchases	9	(2)	—	(3)	—
Lease repayments		(53)	(43)	(152)	(124)
Dividends paid	14	(14)	(14)	(65)	(75)
Consideration (paid)/received on maturity of derivative financial instruments		—	—	(6)	11
Net cash (outflow)/inflow from financing activities		**(189)**	**(115)**	**248**	**(89)**
Net (decrease)/increase in cash and cash equivalents and restricted cash		**(48)**	**(84)**	**30**	**(653)**
Cash and cash equivalents and restricted cash at the beginning of the period	10	805	556	732	1,138
Exchange gains/(losses) on cash and cash equivalents and restricted cash		6	(14)	1	(27)
Cash and cash equivalents and restricted cash at the end of the period	10	**763**	**458**	**763**	**458**

The accompanying notes to the unaudited consolidated interim financial statements are an integral part of these unaudited consolidated interim financial statements.

Notes to the Unaudited Consolidated Interim Financial Statements

ARD FINANCE S.A.
NOTES TO THE UNAUDITED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

1. General information

ARD Finance S.A. (the "Company") was incorporated in Luxembourg on May 6, 2011. The Company's registered office is 56, rue Charles Martel, L-2134 Luxembourg, Luxembourg.

The Company is a holding company whose assets as of September 30, 2024 consist mainly of its direct and indirect interest in the share capital of Ardagh Group S.A., a company incorporated and existing under the laws of Luxembourg, and certain related party receivables. The Company and those of its subsidiaries who are above Ardagh Group S.A. in the corporate structure are referred to as the "ARD Finance Group".

All of the business of the Company and its controlled subsidiaries (the "Group") is conducted by Ardagh Group S.A. ("Ardagh") and its subsidiaries (together, the "Ardagh Group"). The Ardagh Group and its subsidiaries are a leading supplier of sustainable innovative, value-added rigid packaging solutions. Ardagh Group S.A. and its subsidiaries are a leading supplier of sustainable innovative, value-added rigid packaging solutions. The Ardagh Group's products include metal beverage cans and glass containers primarily for beverage and food markets, which are characterized by stable, consumer driven demand. End-use categories include beer, food, hard seltzers, wine, spirits, carbonated soft drinks, energy drinks, juices and sparkling waters, as well as pharmaceuticals. The Group operates 61 production facilities globally, located in the Americas, Europe and Africa.

Ardagh, through its wholly-owned subsidiary, Ardagh Investments Holdings Sarl, owns approximately 76% of the ordinary shares and 100% of the preferred shares of AMPSA. AMPSA is a leading supplier of metal beverage cans globally, with a particular focus on the Americas and Europe. This business supplies sustainable and infinitely recyclable metal packaging to a diversified customer base of leading global, regional and national beverage producers. The Group's metal packaging business operates 23 production facilities in Europe and the Americas, employs approximately 6,300 people and recorded revenues of $4.8 billion in 2023.

Ardagh also holds an approximate 42% stake in the ordinary shares of Trivium Packaging B.V. ("Trivium"), a leading supplier of metal packaging in the form of cans and aerosol containers, serving a broad range of end-use categories, including food, seafood, pet food and nutrition, as well as beauty and personal care. Trivium recorded revenues of $3.1 billion in 2023.

All of the financing of the Group other than the USD 6.500% / 7.250% Senior Secured Toggle Notes due 2027, and the EUR 5.000% / 5.750% Senior Secured Toggle Notes due 2027 (together the "Toggle Notes", as described in Note 10 – Financial assets and liabilities) are liabilities of the Ardagh Group.

The Group does not have any operations within Russia or Ukraine and continues to monitor and comply with the various sanctions administered by the U.S. Department of the Treasury's Office of Foreign Assets Control, the European Union, the United Kingdom and the United Nations Security Committee that have been imposed on the Russian government and certain Russian entities and individuals.

These unaudited consolidated interim financial statements reflect the consolidation of the legal entities forming the Group for the periods presented.

The principal accounting policies that have been applied to the unaudited consolidated interim financial statements are described in Note 3 - Summary of material accounting policies.

2. Statement of directors' approval

The unaudited consolidated interim financial statements were approved for issue by the board of directors of ARD Finance S.A. (the "Board") on November 21, 2024.

3. Summary of material accounting policies

Basis of preparation

The unaudited consolidated interim financial statements of the Group for the three and nine months ended September 30, 2024 and 2023, have been prepared in accordance with IAS 34 "Interim Financial Reporting". The unaudited consolidated interim financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the Annual Report for the year ended December 31, 2023 which was prepared in accordance with IFRS Accounting Standards and related interpretations as issued by the International Accounting Standards Board ("IASB"). References to IFRS Accounting Standards hereafter should be construed as references to IFRS Accounting Standards and related interpretations as issued by the IASB.

The unaudited consolidated interim financial statements are presented in U.S. dollar rounded to the nearest million. The functional currency of the Company is euro.

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

Going concern

At the date that the interim consolidated financial statements were approved for issue by the Board, the Board has formed the 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 consolidated financial statements have been prepared on a going concern basis. In assessing whether the going concern assumption is appropriate, the Board has taken into account all available information about a period, extending to at least, September 30, 2025. In arriving at its conclusion, the Board has taken account of the Group's current and anticipated trading performance, together with current and anticipated levels of cash and net debt, the availability of committed borrowing facilities and upcoming maturities of the Group's existing indebtedness, including its Senior Secured Notes due August 15, 2026 (as outlined in Note 10 - Financial Assets and Liabilities), and, as a result, it is the Board's judgment that it is appropriate to prepare the interim consolidated financial statements on a going concern basis. We continue to review our capital structure and future events and conditions cannot be predicted with certainty, including those described in the Ardagh Group S.A. Annual Report to Bondholders for the year ended December 31, 2023 "Risk Factors - Risks relating to our capital structure".

Recently adopted accounting standards and changes in accounting policies

The impact of new standards, amendments to existing standards and interpretations issued and effective for annual periods beginning on or after January 1, 2024, have been assessed by the Board. No new standards or amendments to existing standards effective January 1, 2024, have had a material impact for the Group.

Recent changes in accounting pronouncements

The Board continues to assess the disclosure requirements introduced by Amendments to IAS 7 and IFRS 7 – Supplier Finance Arrangements, effective for annual reporting periods beginning on or after January 1, 2024, and any impact of the recently issued IFRIC Interpretations Committee Agenda Decision – Disclosures of Revenues and Expenses for Reportable Segments (IFRS 8 Operating Segments).

The impact of other new standards, amendments to existing standards and interpretations issued and effective for annual periods beginning on or after January 1, 2024, have been assessed by the Board. None of these new standards or amendments to existing standards effective January 1, 2024, have had or are expected to have a material impact for the Group.

The Board's assessment of the impact of new standards, including the recently issued IFRS 18 "Presentation and Disclosure in Financial Statements" which are not yet effective and which have not been early adopted by the Group, on the consolidated interim financial statements is on-going.

4. Segment analysis

During the second quarter of 2024, the composition of the Group´s operating segments was reassessed. This reflects the basis on which the Group's performance is reviewed by management and presented to the Board, which has been identified as the Chief Operating Decision Maker ("CODM") for the Group. This amendment did not result in any change to the reportable segments of the Group.

The following are the Group's four operating and reportable segments:

- Ardagh Metal Packaging Europe
- Ardagh Metal Packaging Americas
- Ardagh Glass Packaging Europe & Africa
- Ardagh Glass Packaging North America

Performance of the Group is assessed based on Adjusted EBITDA. Adjusted EBITDA is the profit or loss for the period before income tax charge or credit, net finance expense, depreciation and amortization, exceptional operating items and share of profit or loss in equity accounted joint venture. 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 revenue and revenue with joint ventures are not material.

Reconciliation of loss for the period to Adjusted EBITDA

	Three months ended September 30,		**Nine months ended September 30,**	
	2024 $'m	**2023 $'m**	**2024 $'m**	**2023 $'m**
Loss for the period	(60)	(47)	(443)	(232)
Income tax charge/(credit)	20	(4)	41	(15)
Net finance expense (Note 6)	175	149	506	433
Depreciation and amortization (Note 7)	228	214	671	619
Exceptional operating items (Note 5)	11	19	214	217
Share of post-tax (profit)/loss in equity accounted joint venture (Note 8)	(12)	3	10	34
Adjusted EBITDA	**362**	**334**	**999**	**1,056**

Segment results for the three months ended September 30, 2024 and 2023 are:

	Revenue		**Adjusted EBITDA**	
	2024 $'m	**2023 $'m**	**2024 $'m**	**2023 $'m**
Ardagh Metal Packaging Europe	572	562	79	67
Ardagh Metal Packaging Americas	741	732	117	104
Ardagh Glass Packaging Europe & Africa	702	784	129	133
Ardagh Glass Packaging North America	373	408	37	30
Total reportable segments	**2,388**	**2,486**	**362**	**334**

Segment results for the nine months ended September 30, 2024 and 2023 are:

	Revenue		Adjusted EBITDA	
	2024 $'m	2023 $'m	2024 $'m	2023 $'m
Ardagh Metal Packaging Europe	1,619	1,603	201	180
Ardagh Metal Packaging Americas	2,094	2,077	307	272
Ardagh Glass Packaging Europe & Africa	2,042	2,241	358	468
Ardagh Glass Packaging North America	1,154	1,267	133	136
Group	**6,909**	**7,188**	**999**	**1,056**

One customer across all reportable segments accounted for greater than 10% of total revenue in the nine months ended September 30, 2024 (2023: one).

Within each reportable segment our products have similar production processes and classes of customers. Further, they have similar economic characteristics, as evidenced by similar long-term profit margins, similar degrees of risk and similar opportunities for growth. Based on the foregoing, we do not consider that they constitute separate product lines and, therefore, additional disclosures relating to product lines are not necessary.

The following illustrates the disaggregation of revenue by destination for the three months ended September 30, 2024:

	Europe $'m	North America $'m	Rest of the world $'m	Total $'m
Ardagh Metal Packaging Europe	566	1	5	572
Ardagh Metal Packaging Americas	–	611	130	741
Ardagh Glass Packaging Europe & Africa	508	10	184	702
Ardagh Glass Packaging North America	–	373	–	373
Group	**1,074**	**995**	**319**	**2,388**

The following illustrates the disaggregation of revenue by destination for the three months ended September 30, 2023:

	Europe $'m	North America $'m	Rest of the world $'m	Total $'m
Ardagh Metal Packaging Europe	556	–	6	562
Ardagh Metal Packaging Americas	–	613	119	732
Ardagh Glass Packaging Europe & Africa	602	6	176	784
Ardagh Glass Packaging North America	–	408	–	408
Group	**1,158**	**1,027**	**301**	**2,486**

The following illustrates the disaggregation of revenue by destination for the nine months ended September 30, 2024:

	Europe $'m	North America $'m	Rest of the world $'m	Total $'m
Ardagh Metal Packaging Europe	1,602	2	15	1,619
Ardagh Metal Packaging Americas	–	1,758	336	2,094
Ardagh Glass Packaging Europe & Africa	1,484	38	520	2,042
Ardagh Glass Packaging North America	–	1,154	–	1,154
Group	**3,086**	**2,952**	**871**	**6,909**

The following illustrates the disaggregation of revenue by destination for the nine months ended September 30, 2023:

	Europe $'m	North America $'m	Rest of the world $'m	Total $'m
Ardagh Metal Packaging Europe	1,586	7	10	1,603
Ardagh Metal Packaging Americas	–	1,763	314	2,077
Ardagh Glass Packaging Europe & Africa	1,684	22	535	2,241
Ardagh Glass Packaging North America	–	1,267	–	1,267
Group	**3,270**	**3,059**	**859**	**7,188**

The following illustrates the disaggregation of revenue based on the timing of transfer of goods and services:

	Three months ended September 30,		Nine months ended September 30,	
	2024	2023	2024	2023
	$'m	$'m	$'m	$'m
Over time	1,038	1,020	2,948	2,930
Point in time	1,350	1,466	3,961	4,258
Group	**2,388**	**2,486**	**6,909**	**7,188**

5. Exceptional Items

	Three months ended September 30,		Nine months ended September 30,	
	2024	2023	2024	2023
	$'m	$'m	$'m	$'m
Start-up related and other costs	7	7	29	30
Gain on disposal of non-current assets	—	—	(6)	—
Restructuring and other costs	—	6	35	77
Impairment - property, plant and equipment	(2)	(2)	129	59
Capacity realignment costs	—	—	—	8
Exceptional items - cost of sales	**5**	**11**	**187**	**174**
Transaction-related and other costs	1	2	16	29
Restructuring, IT and other transformation initiatives	5	6	11	14
Exceptional items - SGA expenses	**6**	**8**	**27**	**43**
Gains on derivative financial instruments and other	—	(1)	—	(5)
Exceptional items - finance income	**—**	**(1)**	**—**	**(5)**
Share of exceptional items in equity accounted joint venture	2	4	10	12
Exceptional items	**13**	**22**	**224**	**224**
Exceptional income tax credit	—	(7)	(4)	(44)
Total exceptional charge, net of tax	**13**	**15**	**220**	**180**

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

2024

Exceptional items of $220 million have been recognized in the nine months ended September 30, 2024, comprising:

- $29 million start-up related and other costs in Ardagh Metal Packaging Americas ($13 million) and Ardagh Metal Packaging Europe ($8 million), primarily relating to the Group's investment programs, $5 million of costs in Ardagh Glass Packaging North America related to fire and storm damage during the period and $3 million of other costs in Ardagh Glass Packaging Europe & Africa.
- $6 million gain in Ardagh Glass Packaging North America related to the disposal of a former production facility.
- $164 million of costs, with $166 million in Ardagh Glass Packaging North America primarily relating to the closure of the Houston (Texas) production facility and the indefinite curtailment of the Seattle (Washington) production facility, including $131 million related to the impairment of property, plant and equipment and $35 million of related restructuring and other costs, partly offset by a $2m gain recognized in Ardagh Metal Packaging Americas, due to a part-reversal of an impairment charge.
- $16 million of transaction-related and other costs, including $5 million in Ardagh Glass Packaging Europe & Africa, $6 million of costs in Ardagh Glass Packaging North America in respect of legal matters, and $5 million of professional advisory fees and other costs, primarily in relation to transformation initiatives in Ardagh Metal Packaging.
- $11 million relating to restructuring and other costs, including $4 million in Ardagh Glass Packaging Europe & Africa, $1 million in Ardagh Glass Packaging North America and $6 million relating to IT and other transformation initiatives across the Group.
- $10 million being the Group's share of exceptional items in Trivium.
- $4 million tax credits relating to the above exceptional items.

2023

Exceptional items of $180 million have been recognized in the nine months ended September 30, 2023, comprising:

- $30 million start-up related and other costs primarily in Ardagh Metal Packaging Americas ($16 million) and Ardagh Metal Packaging Europe ($12 million), primarily relating to the Group's investment programs and $2 million of other costs in Ardagh Glass Packaging North America, as a result of unexpected downtime due to power supply interruption.
- $77 million of restructuring and other costs comprised of $54 million incurred in Ardagh Glass Packaging North America, including related to the closure of the Ruston (Louisiana) and Wilson (North Carolina) production facilities, $15 million in Ardagh Metal Packaging Europe following the decision to close the remaining steel lines in the Weissenthurm production facility in Germany, completing the conversion to an aluminum-only facility and $8 million in Ardagh Glass Packaging Europe primarily due to the closure of certain furnaces.
- $59 million related to the impairment of property, plant and equipment across the Group, including $50 million due to capacity adjustments in Ardagh Glass Packaging North America, resulting from the closure of the Ruston and Wilson production facilities and $9 million in Ardagh Metal Packaging Europe following the decision to close the remaining steel lines in the Weissenthurm production facility in Germany.
- $8 million of capacity realignment costs in Ardagh Glass Packaging North America, relating to the closure of the Ruston and Wilson facilities and production downtime associated with these closures.
- $29 million and $2 million relating to transaction-related and restructuring and other costs respectively, including $14 million of costs in Ardagh Metal Packaging comprised of a $6 million legal settlement in respect of a contract manufacturing agreement arising from the Group's acquisition of the beverage can business in 2016 and $8 million of professional advisory fees and other costs primarily in relation to transformation initiatives. In Ardagh Glass Packaging North America $7 million of costs arose related to a Pension Annuity Risk Transfer ("PART") transaction executed during the period. See Note 11 - Employee Benefit Obligations for further details. A further $10 million of costs related to acquisition, other transaction costs, including professional fees, and other costs in Ardagh Glass Packaging Europe.
- $12 million relating to IT and other transformation initiatives.
- $5 million credit primarily related to fair value and foreign currency gains on Public and Private Warrants.
- $12 million from the Group's share of exceptional items in Trivium.
- $44 million from tax credits relating to the above exceptional items.

6. Net finance expense

	Three months ended September 30,		Nine months ended September 30,	
	2024	2023	2024	2023
	$'m	$'m	$'m	$'m
Bond and Senior Facilities interest expense*	150	133	418	395
Lease interest expense**	13	12	39	34
Related party interest income	(5)	(5)	(16)	(16)
Net pension interest cost	4	4	11	10
Foreign currency translation loss	3	3	6	(3)
(Gain)/loss on derivative financial instruments	(2)	(2)	10	7
Net monetary gain - hyperinflation	(2)	(3)	(5)	(9)
Other finance expense**	18	13	57	36
Other finance income	(4)	(5)	(14)	(16)
Net finance expense before exceptional items	**175**	**150**	**506**	**438**
Net exceptional finance income (Note 5)	—	(1)	—	(5)
Net finance expense	**175**	**149**	**506**	**433**

*Includes interest related to Senior Secured Toggle Notes, Senior Secured, Senior Secured Green, Senior Secured Term Loans, Senior, Senior Green Notes, and Senior Facilities.

**Prior year lease interest expense and other finance expense amounts which had been aggregated as a single item have been separated out onto individual lines, to conform to the current year presentation.

7. Intangible assets and property, plant and equipment

	Intangible assets* $'m	Property, plant and equipment $'m
Net book value at January 1, 2024	**2,146**	**5,279**
Additions	20	420
Acquisition	—	5
Impairment (Note 5)	—	(129)
Disposals	—	(44)
Hyperinflation	—	4
Charge for the period	(133)	(538)
Foreign exchange	38	46
Net book value at September 30, 2024	**2,071**	**5,043**

*In addition to the above, $22 million relating to carbon credits are included within current intangible assets (December 31, 2023: $4 million).

At September 30, 2024, the carrying amount of goodwill included within intangible assets was $1,419 million (December 31, 2023: $1,407 million).

At September 30, 2024, the carrying amount of the right-of-use assets included within property, plant and equipment was $683 million (December 31, 2023: $770 million).

The Group recognized a depreciation charge of $538 million in the nine months ended September 30, 2024 (2023: $487 million), of which $150 million (2023: $119 million) relates to right-of-use assets.

In February 2023, the Group completed the acquisition of a majority share in NOMOQ AG ("NOMOQ"), a startup digital can printer based in Zurich, Switzerland, for a consideration of €15 million. Net of €15 million cash acquired; the transaction did not result in a cash outflow for the Group. These unaudited consolidated financial statements include management's completed allocation of the fair values of assets acquired and liabilities assumed.

Impairment of assets

As a result of the closure of the Houston (Texas) production facility and the indefinite curtailment of the Seattle (Washington) production facility, impairment charges relating to plant and machinery and land and buildings in Ardagh Glass Packaging North America were recognized in the second quarter (See Note 5 - Exceptional Items).

Management has considered these impairments in the context of their impact to the carrying value of the Ardagh Glass Packaging North America CGU. Furthermore, management considered the impact of lower than expected demand in North America during the third quarter and determined that an impairment indicator existed, and as such, an impairment test was performed. This test did not result in any further impairment charge for the nine months ended September 30, 2024.

Impairment test for goodwill

Goodwill is not subject to amortization and is 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 indicators existed at the reporting date and has concluded that the carrying amount of goodwill is fully recoverable as at September 30, 2024.

8. Investment in equity accounted joint venture

Investment in equity accounted joint venture is comprised of the Company's approximate 42% stake in Trivium incorporated in the Netherlands, with corporate offices in Amsterdam. The remaining approximate 58% is held by Ontario Teachers' Pension Plan Board. As the Company jointly controls both the financial and operating policy decisions of Trivium, the investment is accounted for under the equity method. The shareholders of Trivium have entered into a Shareholder Agreement, dated October 31, 2019, which governs their relationship as owners, including in respect of the governance of Trivium and its subsidiaries, their ability to transfer their shares and other customary matters.

The following tables provide summarized financial information for Trivium as it relates to the amounts recognized by Ardagh in the consolidated interim income statement, consolidated interim statement of comprehensive income and consolidated interim statement of financial position.

	Three months ended September 30,		**Nine months ended September 30,**	
	2024	**2023**	**2024**	**2023**
	$'m	**$'m**	**$'m**	**$'m**
Profit/(loss) for the period	12	(3)	(10)	(34)
Other comprehensive expense	6	(3)	2	(4)
Total comprehensive income/(expense)	**18**	**(6)**	**(8)**	**(38)**

	At September 30,	**At December 31,**
	2024	**2023**
	$'m	**$'m**
Investment in equity accounted joint venture	**245**	**250**

The reconciliation of summarized financial information presented to the carrying amount of the Group's interest in Trivium at September 30, 2024 and 2023 respectively is set out below.

	2024	**2023**
	$'m	**$'m**
Group's interest in net assets of equity accounted joint venture at January 1	250	292
Share of total comprehensive expense	(8)	(38)
Foreign exchange	3	(3)
Carrying amount of interest in equity accounted joint venture at September 30	**245**	**251**

In respect of the Group's equity accounted investment in Trivium, management has considered the carrying amount of the investment and concluded that it is fully recoverable as at September 30, 2024.

At September 30, 2024 and December 31, 2023, the Group had no significant related party balances outstanding with Trivium.

9. Equity share capital

Issued and fully paid shares:

	Number of shares (million)	$'m
Ordinary shares (par value €0.01)	10.3	–
At September 30, 2024 and December 31, 2023	**10.3**	**–**

The acquisition of shares during the nine months ended September 30, 2024 resulted in a reduction in the total equity of $3 million (September 30, 2023: $nil).

10. Financial assets and liabilities

At September 30, 2024, 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
		Local Currency m			ARD Finance Group* $'m	ARGID Group** $'m	Unrestricted Group *** $'m	Total Group $'m	$'m
6.500% / 7.250% Senior Secured Toggle Notes	USD	895	30-Jun-27	Bullet	895	–	–	895	–
5.000% / 5.750% Senior Secured Toggle Notes	EUR	796	30-Jun-27	Bullet	891	–	–	891	–
4.125% Senior Secured Notes	USD	1,215	15-Aug-26	Bullet	–	1,215	–	1,215	–
2.125% Senior Secured Notes	EUR	439	15-Aug-26	Bullet	–	492	–	492	–
2.125% Senior Secured Notes	EUR	790	15-Aug-26	Bullet	–	884	–	884	–
Senior Secured Term Loan - AIHS unrestricted subsidiary	EUR	790	13-Jun-29	Bullet	–	884	–	884	–
4.750% Senior Notes	GBP	400	15-Jul-27	Bullet	–	536	–	536	–
5.250% Senior Notes	USD	800	15-Aug-27	Bullet	–	800	–	800	–
5.250% Senior Notes	USD	1,000	15-Aug-27	Bullet	–	1,000	–	1,000	–
Senior Facilities	ZAR	8,500	01-Mar-28	Bullet	–	471	–	471	23
Global Asset Based Loan Facility - ARGID Group	USD	314	30-Mar-27	Revolving	–	75	–	75	239
Lease obligations	Various	–	Various	Amortizing	–	349	396	745	–
Other borrowings/credit lines	Various	–	Rolling	Amortizing	–	32	48	80	15
6.000% Senior Secured Green Notes	USD	600	15-Jun-27	Bullet	–	–	600	600	–
2.000% Senior Secured Green Notes	EUR	450	01-Sep-28	Bullet	–	–	504	504	–
3.250% Senior Secured Green Notes	USD	600	01-Sep-28	Bullet	–	–	600	600	–
3.000% Senior Green Notes	EUR	500	01-Sep-29	Bullet	–	–	560	560	–
4.000% Senior Green Notes	USD	1,050	01-Sep-29	Bullet	–	–	1,050	1,050	–
Senior Secured Term Loan	EUR	269	24-Sep-29	Bullet	–	–	302	302	–
Global Asset Based Loan Facility - Unrestricted Group	USD	314	06-Aug-26	Revolving	–	–	–	–	314
Total borrowings / undrawn facilities					**1,786**	**6,738**	**4,060**	**12,584**	**591**
Deferred debt issue costs and bond discounts					(4)	(53)	(36)	(93)	–
Net borrowings / undrawn facilities					**1,782**	**6,685**	**4,024**	**12,491**	**591**
Cash, cash equivalents and restricted cash					(12)	(358)	(393)	(763)	763
Derivative financial instruments used to hedge foreign currency and interest rate risk					–	66	33	99	–
Net debt / available liquidity					**1,770**	**6,393**	**3,664**	**11,827**	**1,354**

*ARD Finance Group refers to the Company and those of its subsidiaries above Ardagh Group S.A. in the corporate structure, excluding the ARGID Group and the Unrestricted Group.

**Borrowings listed under 'ARGID Group' above refers to bonds issued by subsidiaries of Ardagh Group S.A., being Ardagh Packaging Finance plc ("APF") and Ardagh Holdings USA Inc. ("AHUSA") (together the "Existing Issuers"), as well as leases and other borrowings held within other restricted subsidiaries of Ardagh Group S.A.. Additionally, it refers to a Senior Secured Term Loan of €790 million issued to Ardagh Investment Holdings Sarl ("AIHS"), an unrestricted subsidiary of Ardagh Group S.A. and restricted cash in an amount sufficient to fund a debt service reserve account at AIHS, access to which is limited to AIHS.

***Unrestricted Group refers to AMPSA and its subsidiaries as referred to in Note 1 - General information.

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

The fair value of the ARD Finance Group and the ARGID Group's total borrowings excluding lease obligations at September 30, 2024, is $5,764 million (December 31, 2023: $6,068 million). The fair value of the Unrestricted Group's total borrowings excluding lease obligations at September 30, 2024, is $3,349 million (December 31, 2023: $2,939 million).

A number of the Group's borrowing agreements contain covenants that restrict the Group's flexibility in certain 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 Facilities are subject to a fixed charge coverage ratio covenant if 90% or more of the facility is drawn. The facilities also include cash dominion, representations, warranties, events of default and other covenants that are generally of a customary nature for such facilities. Borrowing facilities in Africa also contain customary maintenance covenants, primarily net debt to EBITDA and interest coverage tests.

At December 31, 2023, 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
		Local Currency m			ARD Finance Group $'m	ARGID Group $'m	Unrestricted Group $'m	Total Group $'m	$'m
6.500% / 7.250% Senior Secured Toggle Notes	USD	895	30-Jun-27	Bullet	895	–	–	895	–
5.000% / 5.750% Senior Secured Toggle Notes	EUR	880	30-Jun-27	Bullet	880	–	–	880	–
5.250% Senior Secured Notes	USD	700	30-Apr-25	Bullet	–	700	–	700	–
4.125% Senior Secured Notes	USD	1,215	15-Aug-26	Bullet	–	1,215	–	1,215	–
2.125% Senior Secured Notes	EUR	439	15-Aug-26	Bullet	–	485	–	485	–
2.125% Senior Secured Notes	EUR	790	15-Aug-26	Bullet	–	873	–	873	–
4.750% Senior Notes	GBP	400	15-Jul-27	Bullet	–	509	–	509	–
5.250% Senior Notes	USD	800	15-Aug-27	Bullet	–	800	–	800	–
5.250% Senior Notes	USD	1,000	15-Aug-27	Bullet	–	1,000	–	1,000	–
Senior Facilities	ZAR	8,500	01-Mar-28	Bullet	–	440	–	440	22
Global Asset Based Loan Facility - ARGID Group	USD	381	30-Mar-27	Revolving	–	–	–	–	381
Lease obligations	Various	–	Various	Amortizing	–	387	408	795	–
Other borrowings/credit lines	Various	–	Rolling	Amortizing	–	36	54	90	12
6.000% Senior Secured Green Notes	USD	600	15-Jun-27	Bullet	–	–	600	600	–
2.000% Senior Secured Green Notes	EUR	450	01-Sep-28	Bullet	–	–	497	497	–
3.250% Senior Secured Green Notes	USD	600	01-Sep-28	Bullet	–	–	600	600	–
3.000% Senior Green Notes	EUR	500	01-Sep-29	Bullet	–	–	553	553	–
4.000% Senior Green Notes	USD	1,050	01-Sep-29	Bullet	–	–	1,050	1,050	–
Global Asset Based Loan Facility - Unrestricted Group	USD	369	06-Aug-26	Revolving	–	–	–	–	369
Total borrowings / undrawn facilities					**1,775**	**6,445**	**3,762**	**11,982**	**784**
Deferred debt issue costs and bond discounts/bond premium					(6)	(36)	(28)	(70)	–
Net borrowings / undrawn facilities					**1,769**	**6,409**	**3,734**	**11,912**	**784**
Cash, cash equivalents and restricted cash					(2)	(287)	(443)	(732)	732
Derivative financial instruments used to hedge foreign currency and interest rate risk					–	63	21	84	–
Net debt / available liquidity					**1,767**	**6,185**	**3,312**	**11,264**	**1,516**

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

	At September 30, 2024 $'m	At December 31, 2023 $'m
Between one and three years	1,786	-
Between three and five years	-	1,775
ARD Finance Group total borrowings	**1,786**	**1,775**
Within one year or on demand	192	120
Between one and three years	5,034	3,383
Between three and five years	1,424	2,822
Greater than five years	88	120
ARGID Group total borrowings	**6,738**	**6,445**
Within one year or on demand	104	94
Between one and three years	769	175
Between three and five years	3,119	1,791
Greater than five years	68	1,702
Unrestricted Group total borrowings	**4,060**	**3,762**
Total borrowings	**12,584**	**11,982**
Deferred debt issue costs and bond discounts/bond premium	(93)	(70)
Net Borrowings	**12,491**	**11,912**

Warrants

Refer to Note 12 – Other liabilities and provisions for further details about the recognition and measurement of the Public and Private Warrants.

Financing activity

On April 15, 2024, AIHS, an unrestricted subsidiary of Ardagh Group S.A. executed definitive documentation for a new senior secured credit facility with certain investment funds and other entities managed by affiliates of Apollo Capital Management, L.P. (collectively, the "Apollo Investors"). The new facility consists of: (i) an initial €790 million senior secured term loan ("Initial Term Loan"); (ii) a $250 million (equivalent) senior secured exchange term loan (the "Exchange Loan"); and additional senior secured term loans in an amount sufficient to fund a debt service reserve account at AIHS (collectively, the "Facilities"). The Facilities are secured on all material assets of AIHS, including a pledge on equity interests of AIHS and its subsidiaries in Ardagh Metal Packaging S.A. The Facilities will mature in 2029.

On June 13, 2024, AIHS drew down the Initial Term Loan and on-lent approximately €755 million of the proceeds to the Existing Issuers by subscribing to new Senior Secured Notes due 2029 (the "Proceeds Notes") issued by the Existing Issuers. The Proceeds Notes were used to redeem in full, the $700 million Senior Secured Notes due 2025 issued by the Existing Issuers on June 13, 2024. AIHS has not utilized the Exchange Loan, which is an uncommitted facility.

The Facilities and the Proceeds Notes are each on customary terms for third-party indebtedness and preserve the flexibility for Ardagh in the currently outstanding debt of the Existing Issuers, including the ability to make investments and to incur debt, other than restricting Ardagh's ability to pay dividends and other distributions, which prevents ARD Finance S.A. from paying cash interest on the PIK Notes for all interest periods after September 30, 2024.

On September 24, 2024, Ardagh Metal Packaging S.A. and certain of its subsidiaries entered into an agreement for a new €269 million ($300 million equivalent) senior secured term loan facility (the "Term Loan") with certain investment funds and other entities managed by affiliates of Apollo Capital Management, L.P. (collectively "Apollo").

The Term Loan matures in September 2029 and is secured on a pari passu basis alongside the Senior Secured Green Notes maturing in 2027 and 2028.

Lease obligations at September 30, 2024 of $745 million (December 31, 2023: $795 million), primarily reflects $152 million of repayments and $8 million of foreign currency and disposal movements, partly offset by $110 million of new lease liability movements, in the nine months ended September 30, 2024.

At September 30, 2024 the Group had $75 million drawings on the Global Asset Based Loan Facilities (December 31, 2023: nil), which have a maximum cash capacity available to draw down of $776 million, when fully collateralized. Working capital collateralization limited the available borrowing base to $553 million at September 30, 2024 (December, 31 2023: $750 million).

Forward foreign exchange contracts

The Group operates in a number of currencies and, accordingly, hedges a portion of its currency transaction risk. Certain forward contracts are designated as cash flow hedges for accounting purposes.

The fair values are based on Level 2 valuation techniques and observable inputs including the contract prices. The fair value of these contracts when initiated is $nil; no premium is paid or received.

Cross currency interest rate swaps

The Group hedges certain of its external borrowings and interest payable thereon using cross-currency interest rate swaps ("CCIRS"), with a net liability at September 30, 2024 of $99 million (December 31, 2023: $84 million net liability).

During the nine months ended September 30, 2024, the Group terminated a number of CCIRS. The total fair value of these swaps at termination was a $7 million liability and the cash paid on these swaps was $6 million.

Virtual Power Purchase Agreement

As part of our strategy to achieve our climate sustainability targets, the Group entered into three virtual power purchase agreements ("vPPAs") in June 2023, July and August 2024, respectively. The renewable energy generation facilities underlying these agreements are managed by various facility operators. The Group has no rights of determination or control over the use of the facilities. The benefits accruing from the vPPAs come in the form of two components: a monthly financial flow from the Group to the facility developer if the respective spot electricity price falls below an agreed floor price, and certificates that the Group receives as proof of origin for electricity from renewable energies. The Group accounts for all vPPAs at fair value within non-current derivative financial instruments. The floor price option valuations apply a Black Scholes model, using key data input for the risk-free rate (2.1%), with estimates for volatility (46%, 33%, and 17%, respectively). The combined estimated fair market value at September 30, 2024 for all vPPAs was a net $9 million liability (December, 31 2023: $2 million asset). Changes in the valuation of the vPPAs of $11 million have been reflected within net finance expense for the nine months ended September 30, 2024 (September 30, 2023: $nil). An increase or decrease in respective estimates for volatility of 5% would result in an increase or decrease in the combined fair market value as at September 30, 2024, of approximately $2 million.

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 Toggle Notes, Senior Secured Green Notes, Senior Secured Notes, Senior Notes, Senior Green Notes and Senior Secured Term Loans – the fair value of debt securities in issue is based on valuation techniques in which all significant inputs are based on observable market data and represent Level 2 inputs.
(ii) Global Asset Based Loan Facilities and other borrowings – the fair values of the borrowings in issue is based on valuation techniques in which all significant inputs are based on observable market data and represent 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 values of these derivatives are based on quoted market prices and represent Level 2 inputs.
(v) Private and Public Warrants - the fair value of the Private Warrants is based on a valuation technique using an unobservable volatility assumption which represents a Level 3 input, whereas the fair value of the Public Warrants is based on an observable market price and represents a Level 1 input.
(vi) Virtual power purchase agreement – the fair value of the embedded derivative (floor price) in the virtual power purchase agreement is based on a valuation technique using an unobservable volatility assumption which represents a Level 3 input.

11. Employee benefit obligations

Employee benefit obligations at September 30, 2024 have been re-measured in respect of the latest discount rates, inflation rates and asset valuations. A net re-measurement loss of $13 million and gain of $17 million (2023: gain of $33 million and $32 million) has been recognized in the unaudited consolidated interim statement of comprehensive income for the three and nine months ended September 30, 2024 respectively.

The re-measurement loss of $13 million recognized for the three months ended September 30, 2024 consisted of an increase in obligations of $53 million (2023: decrease of $74 million), partly offset by an increase in asset valuations of $40 million (2023: decrease of $41 million).

The re-measurement gain of $17 million recognized for the nine months ended September 30, 2024 consisted of a decrease in obligations of $4 million (2023: decrease of $73 million), and an increase in asset valuations of $13 million (2023: decrease of $41 million).

12. Other liabilities and provisions

	At September 30, 2024 $'m	At December 31, 2023 $'m
Provisions		
Current	98	109
Non-current	119	106
Other liabilities		
Non-current	16	10
	233	**225**

Other Liabilities

Warrants

AMPSA warrants are exercisable for the purchase of ordinary shares in AMPSA at an exercise price of $11.50 over a five-year period. In accordance with IAS 32, those warrants have been recognized as a financial liability measured at fair value in the consolidated interim financial statements. For certain warrants issued to the former sponsors of Gores Holdings V, Inc., (“Private Warrants”) a valuation was performed for the purpose of determining the financial liability. The valuation applied a Black Scholes model, using a key data input for the risk-free rate (4%), (December 31, 2023: risk-free rate 4%), with estimates for volatility (48%) (December 31, 2023: volatility 49%) and dividend yield. All other outstanding warrants (“Public Warrants”) were valued using the traded closing prices of the AMPSA warrants. The estimated valuations of the liability at September 30, 2024, and December 31, 2023, were $1 million and $2 million, respectively. Changes in the valuation of the Public and Private Warrants of $1 million have been reflected as exceptional finance income within net finance expense for the nine months ended September 30, 2024 (September 30, 2023: $5 million). Any increase or decrease in volatility of 5% would result in an increase or decrease in the liability as at September 30, 2024, of approximately $6 million (December 31, 2023: $nil).

Put and call arrangements

In conjunction with the NOMOQ acquisition (Note 7 - Intangible assets and property, plant and equipment), the Group has entered into put and call option arrangements for the acquisition of the outstanding non-controlling interest (“NCI”), part of which are treated as a compensation arrangement for accounting purposes, and could result in future payments to the holders of such NCI, depending on the future performance of NOMOQ. The Group has recognized the fair value of the obligation at September 30, 2024 of $13 million (December 31, 2023: $8 million) within other liabilities and provisions.

13. Cash used in operating activities

	Three months ended September 30,		Nine months ended September 30,	
	2024	**2023**	**2024**	**2023**
	$'m	**$'m**	**$'m**	**$'m**
Loss from operations	**(60)**	**(47)**	**(443)**	**(232)**
Income tax charge/(credit)	20	(4)	41	(15)
Net finance expense	175	149	506	433
Depreciation and amortization	228	214	671	619
Exceptional operating items	11	19	214	217
Share of post-tax (profit)/loss in equity accounted joint venture	(12)	3	10	34
Movement in working capital	(16)	38	(374)	(400)
Transaction-related, start-up and other exceptional costs paid	(36)	(43)	(103)	(115)
Cash from operations	**310**	**329**	**522**	**541**

14. Non-controlling interests

Non-controlling interests principally represent approximately 24% of the total equity in the Group’s subsidiary AMPSA as at September 30, 2024 (December 31, 2023: 24%). Other non-controlling interests include those related to the acquisition of NOMOQ (Note 7 – Intangible assets and property, plant and equipment) and other external shareholders of the Company. The total equity attributable to non-controlling interests at September 30, 2024 is a deficit of $127 million

(December 31, 2023: deficit of $101 million). Dividends of $44 million were paid to non-controlling interests during the nine months ended September 30, 2024 (2023: $44 million).

Summarized financial information for AMPSA, as at the date these unaudited consolidated interim financial statements were authorized for issue, is set out below:

	Nine months ended September 30,	
	2024	**2023**
	$'m	**$'m**
Profit for the period	8	6
Cash flows from operating activities	67	178

	At September 30,	**At December 31,**
	2024	**2023**
	$'m	**$'m**
Current assets	1,532	1,505
Non-current assets	4,011	4,164
Current liabilities	(1,307)	(1,522)
Non-current liabilities	(4,324)	(4,041)
Total Equity	**(88)**	**106**

15. Related party transactions

At September 30, 2024, the Group had a related party loan receivable balance of $322 million (December 31, 2023: $322 million) and an interest receivable balance of $5 million (December 31, 2023: $10 million) with ARD Securities Finance Sarl.

At September 30, 2024, the Group had a related party loan receivable of $3 million (December 31, 2023: $4 million receivable) with ARD Holdings S.A..

At September 30, 2024, the Group had a $5 million (December 31, 2023: $4 million) investment in a venture capital fund (the "Fund") established to invest in high-growth beverage and food brands, where a director of the Company owns a significant interest in the Fund's general partner and investment manager.

Details of related party transactions in respect of the year ended December 31, 2023 are contained in Note 26 to the consolidated financial statements in the Group's Annual Report for the year ended December 31, 2023. There were no other significant related party transactions in the nine months ended September 30, 2024.

During the nine months ended September 30, 2024, the Group paid dividends of $21 million to ARD Securities Finance Sarl (September 30, 2023: $31 million).

During the nine months ended September 30, 2024, the Group received a payment for interest receivable of $21 million from ARD Securities Finance Sarl (September 30, 2023: $31 million).

16. Contingencies

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 manufacturing of container glass;
- the operation of installations for 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 waste water and disposal of waste;
- the remediation of contamination;
- the design, characteristics, collection and recycling of its packaging products; and
- the manufacturing, sale and servicing of machinery and equipment for the container glass and 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. Finally, the Group believes that the potential impact of climate change, including permit compliance, property damage and business disruption, on the Group has not resulted in a contingent obligation as of September 30, 2024.

Legal matters

The Group is involved in certain 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.

17. 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 the greatest at the end of the first quarter of the year.

The demand for our metal beverage products is strongest during spells of warm weather and therefore demand typically peaks during the summer months, as well as in the period leading up to holidays in December. Demand for beverage products within our Glass Packaging business is similarly strongest during the summer and during periods of warm weather, as well as during the period leading up to holidays in December.

The Group manages the seasonality of working capital principally by supplementing operating cash flows principally with drawings under our Global Asset Based Loan Facilities.

18. Events after the reporting period

Dividends declared

On October 22, 2024, the AMPSA Board approved an interim dividend of $0.10 per ordinary share. The interim dividend will be paid on December 19, 2024 to shareholders of record on December 5, 2024.

On October 7, 2024, AMPSA entered into a new credit facility with Banco Bradesco S.A. in Brazil (the “Bradesco Facility”) for BRL500 million (approximately $90 million). Until September 30, 2025, the Bradesco Facility can be drawn for a period of three years and when drawn, partial security would be provided over the equity interests of certain AMP subsidiaries.