

BWAY HOLDING COMPANY

**INSIDER TRADING POLICY
COMPLIANCE STATEMENT**

The undersigned, by his/her signature below, hereby certifies as follows:

1. I have read and understand the Policy Statement Regarding Insider Trading and Related Securities Law Matters (the "Policy Statement") of Bway Holding Company (the "Company").
2. I have been given and instructed to retain a copy of the Policy Statement for my future reference.
3. I agree to abide by the Policy Statement, as amended from time to time by written notice, and any other guidelines adopted by the Company regarding confidentiality of corporate information and trading in Company Securities (as defined in the Policy Statement) and the securities of certain other identified companies.
4. I understand that my duties regarding confidentiality of corporate information continue so long as the information has not been made public, regardless of whether I continue my employment with the Company.
5. I agree that I will assume corporate information is confidential unless I am told otherwise. I will not leave confidential materials unattended or in a public place, including public areas of the Company. If I have access to sensitive materials, I will cooperate to see that they are disseminated only on a need-to-know basis. I will refer all media, shareholder and securities analyst inquiries to the Company's Chief Financial Officer or the VP Treasurer and Corporate Secretary.
6. I intend to comply with the Policy Statement and any other guidelines adopted by the Company regarding confidentiality of corporate information and trading in Company Securities.

Signature

Date

Please Print Name