

Mondi Limited

(Incorporated in the Republic of South Africa)

(Registration number: 1967/013038/06)

JSE share code: MND ISIN: ZAE000156550

Mondi plc

(Incorporated in England and Wales)

(Registered number: 6209386)

JSE share code: MNP ISIN: GB00B1CRLC47

LSE share code: MNDI

15 May 2014

Annual General Meetings – Mondi Limited and Mondi plc

As part of the dual listed company structure, Mondi Limited and Mondi plc notify both the JSE Limited and the London Stock Exchange of matters required to be disclosed under the Listings Requirements of the JSE Limited and/or the Disclosure and Transparency and Listing Rules of the United Kingdom Listing Authority.

The Annual General Meetings of Mondi Limited and Mondi plc were both held on 14 May 2014. As required by the dual listed company structure, all resolutions were treated as Joint Electorate Actions and were decided on a poll. All resolutions at both meetings were passed. The voting results of the Joint Electorate Actions are identical and are given below. Overall in excess of 74% of the total Group shares were voted.

We note that the percentages of votes in favour of resolutions 20, 21, 22, 30 and 31 were particularly low compared to the other resolutions. These resolutions relate mainly to the authority to be given to directors to allot shares. We are aware that South African shareholders have particular concerns about these types of resolution which we understand are not specific to Mondi and they routinely vote against such resolutions as a matter of policy.

Resolution	Votes For	%	Votes Against	%	Votes Total	Votes Withheld
Common Business: Mondi Limited and Mondi						

plc							
1. To elect Fred Phaswana as a director	347,312,738	96.52	12,534,428	3.48	359,847,166	806,251	
2. To re-elect Stephen Harris as a director	358,136,602	99.52	1,709,874	0.48	359,846,476	806,941	
3. To re-elect David Hathorn as a director	357,981,816	99.48	1,865,250	0.52	359,847,066	806,351	
4. To re-elect Andrew King as a director	359,050,532	99.78	796,534	0.22	359,847,066	806,351	
5. To re-elect Imogen Mkhize as a director	359,267,562	99.84	579,479	0.16	359,847,041	806,376	
6. To re-elect John Nicholas as a director	358,186,429	99.54	1,659,922	0.46	359,846,351	807,066	
7. To re-elect Peter Oswald as a director	357,983,350	99.48	1,863,716	0.52	359,847,066	806,351	
8. To re-elect Anne Quinn as a director	358,199,418	99.54	1,647,748	0.46	359,847,166	806,251	
9. To re-elect David Williams as a director	357,489,220	99.34	2,357,946	0.66	359,847,166	806,251	
10. To elect Stephen Harris as a member of the DLC audit committee	359,142,319	99.80	704,176	0.20	359,846,495	806,922	
11. To elect John Nicholas as a member of the DLC audit committee	359,205,646	99.82	640,724	0.18	359,846,370	807,047	
12. To elect Anne Quinn as a member of the DLC audit committee	359,204,522	99.82	641,317	0.18	359,845,839	807,578	
Mondi Limited Business							
13. To receive the audited financial statements	358,883,411	100.00	96	0.00	358,883,507	1,769,910	
14. To endorse the	352,496,750	98.23	6,360,763	1.77	358,857,513	1,675,904	

remuneration policy							
15. To authorise a 2.6% increase in non-executive director fees*	359,812,868	99.99	37,287	0.01	359,850,155	803,262	
16. To declare a final dividend	359,853,958	100.00	0	0.00	359,853,958	799,459	
17. To reappoint the auditors	352,210,457	99.72	995,118	0.28	353,205,575	7,447,842	
18. To authorise the DLC audit committee to determine the auditors' remuneration	358,876,735	99.73	975,910	0.27	359,852,645	800,772	
19. To authorise the directors to provide direct or indirect financial assistance*	358,628,480	99.97	118,183	0.03	358,746,663	1,906,754	
20. To place 5% of the issued ordinary shares of Mondi Limited under the control of the directors of Mondi Limited	281,748,180	78.42	77,519,243	21.58	359,267,423	1,265,994	
21. To place 5% of the issued special converting shares of Mondi Limited under the control of the directors of Mondi Limited	272,604,357	75.85	86,790,266	24.15	359,394,623	1,258,794	
22. To authorise the directors to allot and issue ordinary shares of Mondi Limited for cash‡	287,577,022	80.06	71,617,512	19.94	359,194,534	1,338,883	
23. To authorise Mondi Limited to purchase its own shares*	357,705,247	99.70	1,072,176	0.30	358,777,423	1,875,994	
Mondi plc Business							

24. To receive the report and accounts	358,873,535	100.00	53	0.00	358,873,588	1,779,829
25. To approve the remuneration policy	352,090,246	98.12	6,743,571	1.88	358,833,817	1,699,600
26. To approve the remuneration report, other than the policy	355,192,251	98.95	3,760,684	1.05	358,952,935	1,700,482
27. To declare a final dividend	359,849,646	100.00	935	0.00	359,850,581	802,836
28. To reappoint the auditors	352,214,045	99.72	995,789	0.28	353,209,834	7,443,583
29. To authorise the DLC audit committee to determine the auditors' remuneration	358,832,002	99.72	1,020,643	0.28	359,852,645	800,772
30. To authorise the directors to allot relevant securities	278,412,690	77.52	80,747,586	22.48	359,160,276	1,493,141
31. To authorise the directors to disapply pre-emption rights*	278,952,195	79.17	73,386,187	20.83	352,338,382	8,315,035
32. To authorise Mondi plc to purchase its own shares*	358,943,003	99.75	909,326	0.25	359,852,329	801,088

* Special Resolutions

‡ 75% votes in favour required pursuant to the Listings Requirements of the JSE Limited.

Philip Laubscher
Company Secretary
Mondi Limited

Carol Hunt
Company Secretary
Mondi plc

Sponsor in South Africa: UBS South Africa (Pty) Ltd