

Mondi Limited 2019 Annual General Meeting – Share Capital and Voting Information

In accordance with the Dual Listed Company (DLC) structure, Mondi Limited and Mondi plc have convened annual general meetings to be held on Thursday 9 May 2019.

For the purposes of Joint Electorate Actions:

The total number of issued ordinary shares in Mondi Limited on 18 March 2019, which is the latest practicable date before the publication of the AGM Notice, contained in the Mondi Limited circular, is 118,312,975 ordinary shares of no par value. The total number of votes attaching to the special converting shares of Mondi Limited issued to Mondi SSC (SA) Proprietary Limited, to reflect the votes of Mondi plc ordinary shareholders on Joint Electorate Actions, pursuant to the DLC structure is 367,240,805. Therefore, the aggregate number of votes on any Joint Electorate Action is 485,553,780.

For the purposes of Class Rights Actions:

The total number of issued ordinary shares in Mondi Limited on 18 March 2019, which is the latest practicable date before the publication of the AGM Notice, contained in the Mondi Limited circular, is 118,312,975 ordinary shares of no par value. In order for the Class Rights Action to be passed, in accordance with Article 59.3 of the Mondi Limited Memorandum of Incorporation and pursuant to the DLC structure, Mondi SSC (SA) Proprietary Limited, as holder of the special converting shares of Mondi Limited will either:

- on receipt of a notice from Mondi plc confirming the relevant resolution has been passed, give its written consent to the relevant resolution.
- on receipt of a notice from Mondi plc confirming the relevant resolution has not been passed, withhold its written consent to the relevant resolution, which will, in accordance with Article 59.3 of the Mondi Limited Memorandum of Incorporation, defeat the relevant resolution.