

Final Terms dated 25 September 2012

Mondi Finance plc
 Issue of €500,000,000 3.375 per cent. Guaranteed Notes
 due 28 September 2020
 Guaranteed by Mondi plc
 under the €1,500,000,000
 Euro Medium Term Note Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Prospectus dated 4 May 2012 and the supplemental Prospectus dated 19 September 2012 which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the “**Prospectus Directive**”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Prospectus as so supplemented. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus as so supplemented. The Prospectus and the supplemental Prospectus are available for viewing at <http://www.mondigroup.com/desktopdefault.aspx/tabid-1569>.

1	(i)	Issuer:	Mondi Finance plc
	(ii)	Guarantor:	Mondi plc
2	(i)	Series Number:	2
	(ii)	Tranche Number:	1
3		Specified Currency or Currencies:	Euro (“ EUR ”)
4		Aggregate Nominal Amount of Notes:	
	(i)	Series:	EUR 500,000,000
	(ii)	Tranche:	EUR 500,000,000
5		Issue Price:	99.979 per cent. of the Aggregate Nominal Amount
6	(i)	Specified Denominations:	EUR 100,000 and integral multiples of EUR 1,000 in excess thereof up to and including EUR 199,000. No Notes in definitive form will be issued with a denomination above EUR 199,000.
	(ii)	Calculation Amount:	EUR 1,000
7	(i)	Issue Date:	27 September 2012
	(ii)	Interest Commencement Date:	Issue Date

8	Maturity Date:	28 September 2020
9	(i) Interest Basis:	3.375 per cent. Fixed Rate (further particulars specified below)
	(ii) Step Down Rating Change or Step Up Rating Change:	Applicable
	(iii) Step Up Margin:	1.25 per cent. per annum
10	Redemption/Payment Basis:	Redemption at par
11	Change of Interest or Redemption/Payment Basis:	The Rate of Interest (specified in paragraph 15(i) below) is subject to adjustment in accordance with the Step Down Rating Change or Step Up Rating Change.
12	Put/Call Options:	Not Applicable
13	(i) Status of the Notes:	Senior
	(ii) Status of the Guarantee:	Senior
	(iii) Date of the Board approval for issuance of Notes and Guarantee obtained:	18 September 2012 and 18 September 2012, respectively
14	Method of distribution:	Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15	Fixed Rate Note Provisions:	Applicable
	(i) Rate of Interest:	3.375 per cent. per annum payable annually in arrear
	(ii) Interest Payment Date(s):	28 September in each year commencing on 28 September 2013, up to and including the Maturity Date. There will be a long first coupon for the First Fixed Interest Period (as defined and as further specified below)
	(iii) Fixed Coupon Amount:	EUR 33.75 per Calculation Amount other than for the First Fixed Interest Period (as defined below)
	(iv) Broken Amount(s):	From (and including) the Issue Date, to (but excluding) the first Interest Payment Date (the " First Fixed Interest Period "), the Broken Amount will be 33.84 per Calculation Amount
	(v) Day Count Fraction:	Actual/Actual (ICMA)
	(vi) Determination Dates:	28 September in each year
	(vii) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable

16	Floating Rate Note Provisions:	Not Applicable
17	Zero Coupon Note Provisions:	Not Applicable
18	Index-Linked Interest Note/other variable-linked interest Note Provisions:	Not Applicable
19	Dual Currency Note Provisions:	Not Applicable

PROVISIONS RELATING TO REDEMPTION

20	Call Option:	Not Applicable
21	Put Option:	Not Applicable
22	Change of Control Put Option:	Not Applicable
23	Final Redemption Amount of each Note:	EUR 1,000 per Calculation Amount
24	Early Redemption Amount: Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):	EUR 1,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

25	Form of Notes:	Bearer Notes: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note
26	New Global Note:	Yes
27	Financial Centre(s) or other special provisions relating to payment dates:	As set out in Condition 7(h)(ii)
28	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
29	Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of	Not Applicable

the Issuer to forfeit the Notes and interest due on late payment:

- | | | |
|-----------|--|----------------|
| 30 | Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made: | Not Applicable |
| 31 | Redenomination, renominatisation and reconventioning provisions: | Not Applicable |
| 32 | Consolidation provisions: | Not Applicable |
| 33 | Other final terms: | Not Applicable |

DISTRIBUTION

- | | | |
|-----------|---------------------------------------|--|
| 34 | (i) If syndicated, names of Managers: | Active Joint Lead Managers:

Barclays Bank PLC and The Royal Bank of Scotland plc

Passive Joint Lead Managers:

Deutsche Bank AG, London Branch and UniCredit Bank AG |
| | (ii) Stabilising Manager(s) (if any): | Not Applicable |
| 35 | If non-syndicated, name of Dealer: | Not Applicable |
| 36 | U.S. Selling Restrictions: | Reg. S Compliance Category 2; TEFRA D |
| 37 | Additional selling restrictions | Not Applicable |

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on the Regulated Market of the London Stock Exchange plc and admission to the official list of the UK Listing Authority of the Notes described herein pursuant to the €1,500,000,000 Euro Medium Term Note Programme of Mondi Finance plc.

RESPONSIBILITY

The Issuer and the Guarantor accept responsibility for the information contained in these Final Terms.

Signed on behalf of MONDI FINANCE PLC:

By:

Duly authorised

Signed on behalf of MONDI PLC:

By:

Duly authorised

PART B – OTHER INFORMATION

1 LISTING

- (i) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the Regulated Market of the London Stock Exchange plc and admitted to the official list of the UK Listing Authority with effect from 27 September 2012.
- (ii) Estimate of total expenses related to admission to trading: £3,650

2 RATINGS

Ratings: The Notes to be issued have been rated:
Standard & Poor's Credit Market Services Europe Limited, a division of The McGraw-Hill Companies Inc. ("**S&P**"): BBB-
Moody's Deutschland GmbH ("**Moody's**"): Baa3
Each of S&P and Moody's is established in the EU and registered under Regulation (EC) No 1060/2009.

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

4 Fixed Rate Notes only – YIELD

Indication of yield: 3.378 per cent. per annum
The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

5 OPERATIONAL INFORMATION

ISIN Code: XS0834719303
Common Code: 083471930
Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable
Delivery: Delivery against payment
Names and addresses of initial Paying Agent(s): Deutsche Bank AG, London Branch
Names and addresses of additional Paying Agent(s) (if any): Not Applicable

Intended to be held in a manner which would allow Eurosystem eligibility:

Yes.

Note that the designation “yes” simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.