



# **Mondi Limited**

(Registration number: 1967/013038/06)

## **AUDITED ANNUAL FINANCIAL STATEMENTS**

**for the year ended 31 December 2017**

# Introduction

The Mondi Limited financial statements have been prepared in compliance with International Financial Reporting Standards (IFRS) and the requirements of the Companies Act of South Africa 2008.

Shareholders are advised to review the Mondi Group Integrated report and financial statements 2017 which is available at: [www.mondigroup.com](http://www.mondigroup.com).

In terms of the dual listed company (DLC) structure, referred to as the Mondi Group, incorporating Mondi Limited and Mondi plc, ordinary shareholders of Mondi Limited or Mondi plc have economic and voting interests in the Mondi Group, comprising the combination of the Mondi Limited group and the Mondi plc group. The Mondi Group Integrated report and financial statements 2017 provide comprehensive information regarding the financial position and the results of the operations of the Mondi Group.

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# Report of the directors

The directors submit their report for the year ended 31 December 2017.

## Main business and operations

The Company manages forestry operations in order to manufacture pulp, uncoated fine paper, newsprint and containerboard.

The Company forms an integral part of the Mondi Group and these financial statements must be read in the context of the Mondi Group. Shareholders are referred to the Mondi Group Integrated report and financial statements 2017 in this regard.

The Company earned a profit after tax for the year of R940 million (2016: R1,458 million).

## Subsequent events

With the exception of the proposed final ordinary and special dividends for 2017, included in note 7, and the signing on 22 February 2018 of a new €600 million one year multicurrency revolving credit facility, there have been no material reportable events since 31 December 2017.

## Going concern

The annual financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

## Stated capital

Refer to note 18 for details of the stated capital of the Company.

## Dividends

An interim ordinary dividend of 299.9485 rand cents per share (2016: 288.8426 rand cents per share) was declared and paid during the year. A final ordinary dividend of the rand equivalent of 42.90 euro cents per share (2016: 38.19 euro cents per share) and a special dividend of the rand equivalent of 100.00 euro cents per share was recommended by the directors and is subject to shareholder approval at the Annual General Meeting to be held on 16 May 2018. The euro to rand exchange rate to be applied to the euro dividend amounts for calculation of the final rand dividend amounts will be announced on or shortly after 2 March 2018. Refer to note 7 for more information.

## Directors

The directors of the Company during the year and to the date of this report are as follows:

| Directors                  | Position                                  | Independent          | Board member since |
|----------------------------|---|----------------------|--------------------|
| Fred Phaswana              | Joint Chairman                            | Yes (on appointment) | June 2013          |
| David Williams             | Joint Chairman                            | Yes (on appointment) | May 2007           |
| Peter Oswald <sup>1</sup>  | Chief Executive Officer                   | No                   | January 2008       |
| Andrew King                | Chief Financial Officer                   | No                   | October 2008       |
| David Hathorn <sup>2</sup> | Executive director                        | No                   | May 1997           |
| John Nicholas <sup>3</sup> | Senior independent non-executive director | Yes                  | October 2009       |
| Anne Quinn <sup>4</sup>    | Non-executive director                    | Yes                  | May 2007           |
| Stephen Harris             | Non-executive director                    | Yes                  | March 2011         |
| Dominique Reiniche         | Non-executive director                    | Yes                  | October 2015       |
| Tanya Fratto <sup>5</sup>  | Non-executive director                    | Yes                  | January 2017       |

Notes:

- 1 Peter Oswald was appointed as Chief Executive Officer of Mondi Limited with effect from 11 May 2017
- 2 David Hathorn retired from the board of Mondi Limited on 11 May 2017
- 3 John Nicholas was appointed as the Senior independent non-executive director of Mondi Limited with effect from 11 May 2017
- 4 Anne Quinn retired from the board of Mondi Limited on 11 May 2017
- 5 Tanya Fratto was appointed as a non-executive director of Mondi Limited on 1 January 2017

## Holding company

Mondi operates under a dual listed company structure. Mondi Limited is the holding company of the African component of the Mondi Group. Mondi plc is the holding company of the non-African component of the Mondi Group. Together the Mondi Group is reported as a single economic entity.

# Report of the directors continued

## Investments in subsidiaries

Refer to notes 10 and 27 of these annual financial statements for details of investments in subsidiaries.

## Auditors

During the period under review PricewaterhouseCoopers Inc. were the auditors of the Company.

## Secretary

The company secretary is Philip Laubscher.

## Business Address

4<sup>th</sup> Floor  
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Melrose Arch  
2196  
Gauteng  
Republic of South Africa

## Postal Address

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Private Bag X1  
Melrose Arch  
2076  
Gauteng  
Republic of South Africa

# Corporate governance statement

Mondi's corporate governance is comprehensively detailed in the Mondi Group Integrated report and financial statements 2017.

# Remuneration report

Shareholders are referred to the Mondi DLC remuneration committee report in the Mondi Group Integrated report and financial statements 2017. The remuneration tables below are extracts from the remuneration report and are presented in euro, the reporting currency of the Mondi Group. With the exception of Peter Oswald, who is remunerated in euro, the remuneration of the directors is determined in pounds sterling. The amounts reported in euro are determined based on exchange rates on the dates actual payments were made.

Notice periods for the executive directors who served during the period under review are as follows.

| Executive director         | Unexpired term/notice period   |
|----------------------------|--|
| Peter Oswald               | A fixed term expiring on 30 April 2022 but terminable at any time on 12 months' notice |
| David Hathorn <sup>1</sup> | Terminable on 12 months' notice  |
| Andrew King                | Terminable on 12 months' notice  |

Notes:

<sup>1</sup> David Hathorn retired from the Boards of Mondi Group on 11 May 2017

# Report of the directors continued

## Remuneration for the year ended 31 December 2017

### Executive directors' remuneration<sup>1</sup>

The remuneration of the executive directors who served during the period under review was as follows:

|                            |      | Base salary | Benefits   | Annual Bonus including grant value of BSP award | Value of LTIP vesting in the performance year <sup>5</sup> | Other <sup>6</sup> | Total      |
|----------------------------|------|-------------|------------|---|--|--------------------|------------|
| Peter Oswald <sup>2</sup>  | 2017 | €1,016,194  | €41,594    | €992,320  | €1,144,412   | €156,028           | €3,350,548 |
|                            | 2016 | €939,000    | €40,634    | €785,380  | €1,756,892   | €174,288           | €3,696,194 |
| David Hathorn <sup>3</sup> | 2017 | €393,550    | €22,040    | €359,166  | —  | €243,349           | €1,018,105 |
|                            | 2016 | €1,114,401  | €48,959    | €1,146,190                                      | €2,892,025   | €253,196           | €5,454,771 |
| Andrew King <sup>4</sup>   | 2017 | €643,405    | €1,338,076 | €548,352  | €899,495   | €120,361           | €3,549,689 |
|                            | 2016 | €660,567    | €39,787    | €551,440  | €1,201,089   | €106,965           | €2,559,848 |

Notes:

- The table includes all remuneration received in respect of the years ended 31 December 2017 and 31 December 2016, whether received from Mondi Limited or Mondi plc, excluding pension contributions
- For the period 1 January 2017 to 11 May 2017, as Chief Executive Officer Europe & International, Peter Oswald's maximum annual bonus was 135% of base salary and has been determined with reference to his base salary in that role. For the period from 12 May 2017 to 31 December 2017, his maximum annual bonus was 165% of base salary, which is the level the remuneration committee has already proposed to shareholders for the chief executive officer role for 2017
- David Hathorn's remuneration for 2017 covers the period to his retirement from the Boards on 11 May 2017
- Mondi asked Andrew King to relocate to the UK from South Africa, to be based closer to the Group's principal centre of operations in Europe. In accordance with the Directors Remuneration Policy, Andrew was eligible for assistance with relocation expenses. These expenses, and the cost of the grossed-up income tax amount payable to UK tax authorities, amounted to €1,299,029 of the benefits total for 2017. These expenses reflect the cost of stamp duty on the purchase of a UK property, estate agent's commission on disposal of the South African property, return flights for purpose of house-hunting, school search and orientation and packing and removal of household effects to the UK
- For 2017, the three-year performance cycle of the 2015 LTIP award ended on 31 December 2017. The award value shown is based on the average share price over the last three months of the performance cycle. For 2016, the three-year performance cycle of the 2014 LTIP award ended on 31 December 2016. The award value shown in the 2016 remuneration report was an estimate based on the average share price over the last three months of the performance cycle which was £16.06 for Mondi plc LTIP awards and R276.73 for Mondi Limited LTIP awards. The actual award price on vesting was £18.67 for Mondi plc LTIP awards and R299.38 for Mondi Limited LTIP awards. The award values for 2016 have been restated on this basis
- Includes cash amounts of equivalent value to all dividends (including ordinary dividends and, where applicable, special dividends) on vested BSP and LTIP shares during the year. Accommodation cost for some of Peter Oswald's business trips is, for reasons of UK tax regulation, subject to UK income tax, and is therefore required to be included in the disclosure. The figure for Peter Oswald in the 'Other' column includes €1,687 in respect of accommodation cost for this business travel and the cost of any grossed up income tax paid during the year. Accommodation costs in Vienna for Andrew King's business trips are, for reasons of Austrian and UK tax regulation, subject to income tax, and are therefore required to be included in the disclosure. The figure for Andrew King in the 'Other' column includes €15,973 in respect of accommodation costs for his business travel and the cost of any grossed up income tax paid during the year

### Pension contributions in respect of executive directors

The executive directors all participate in defined contribution pension schemes under arrangements established by the Mondi Group.

The pension contributions paid by the Mondi Group in respect of the years 2017 and 2016 are:

|                            | 2017     | 2016     |
|----------------------------|----------|----------|
| Peter Oswald               | €254,801 | €234,750 |
| Andrew King                | €160,851 | €165,142 |
| David Hathorn <sup>1</sup> | €113,453 | €332,187 |

Notes:

- David Hathorn's pension contributions for 2017 covers the period to his retirement from the Boards on 11 May 2017
- None of the executive directors have entitlements under a defined benefit pension scheme. No retrospective payments were made to past directors in respect of the period during which they served as directors and no payments were made to past directors for loss of office

# Report of the directors continued

## Non-executive directors' remuneration

|                           | 2017     | 2016     |
|---------------------------|----------|----------|
| Fred Phaswana             | €328,644 | €341,887 |
| David Williams            | €326,590 | €339,689 |
| Tanya Fratto <sup>1</sup> | €105,842 | —        |
| Stephen Harris            | €108,896 | €107,973 |
| John Nicholas             | €107,384 | €104,528 |
| Dominique Reiniche        | €99,893  | €104,256 |
| Anne Quinn <sup>2</sup>   | €40,300  | €111,352 |

Notes:

1 Tanya Fratto's fees covers the period from her appointment on 1 January 2017

2 Anne Quinn's fees for 2017 cover the period to her retirement from the Boards on 11 May 2017

## Share holding and share awards granted

At 31 December 2017, Andrew King held 208 shares (2016: 208 shares). None of the other directors held any shares in Mondi Limited. The following table sets out the share awards in respect of Mondi Limited granted to the executive directors.

|               | Type of award <sup>1</sup> | Awards held at beginning of year or on appointment to the board | Awards granted during year | Shares lapsed | Awards exercised during year | Award price basis (ZAc) | Date of award | Awards held as at 31 December 2017 | Release date |
|---------------|----------------------------|---|----------------------------|---------------|------------------------------|-------------------------|---------------|------------------------------------|--------------|
| David Hathorn | BSP                        | 12,883  | —                          | —             | 12,883                       | 19,435                  | Mar 14        | —                                  | Mar 17       |
|               | BSP                        | 13,542  | —                          | —             | —                            | 23,444                  | Mar 15        | 13,542                             | Mar 18       |
|               | BSP                        | 14,100  | —                          | —             | —                            | 28,200                  | Mar 16        | 14,100                             | Mar 19       |
|               | BSP                        | —   | 7,499                      | —             | —                            | 30,352                  | Mar 17        | 7,499                              | Mar 20       |
|               | LTIP                       | 44,723  | —                          | 3,354         | 41,369                       | 19,435                  | Mar 14        | —                                  | Mar 17       |
|               | LTIP                       | 37,516  | —                          | —             | —                            | 23,444                  | Mar 15        | 37,516                             | Mar 18       |
|               | LTIP                       | 39,598  | —                          | —             | —                            | 28,200                  | Mar 16        | 39,598                             | Mar 19       |
|               | LTIP                       | —   | 27,426                     | —             | —                            | 30,352                  | Mar 17        | 27,426                             | Mar 20       |
| Andrew King   | BSP                        | 6,091   | —                          | —             | 6,091                        | 19,435                  | Mar 14        | —                                  | Mar 17       |
|               | BSP                        | 6,543   | —                          | —             | —                            | 23,444                  | Mar 15        | 6,543                              | Mar 18       |
|               | BSP                        | 6,744   | —                          | —             | —                            | 28,200                  | Mar 16        | 6,744                              | Mar 19       |
|               | BSP                        | —   | 3,608                      | —             | —                            | 30,352                  | Mar 17        | 3,608                              | Mar 20       |
|               | LTIP                       | 18,574  | —                          | 1,393         | 17,181                       | 19,435                  | Mar 14        | —                                  | Mar 17       |
|               | LTIP                       | 17,985  | —                          | —             | —                            | 23,444                  | Mar 15        | 17,985                             | Mar 18       |
|               | LTIP                       | 19,032  | —                          | —             | —                            | 28,200                  | Mar 16        | 19,032                             | Mar 19       |
|               | LTIP                       | —   | 15,796                     | —             | —                            | 30,352                  | May 17        | 15,796                             | Mar 20       |

Note:

1 The value on award of the BSP awards set out in this table is included in the table of executive directors' remuneration on page 5

# Report of the directors continued

## Audit committee report

### Composition

The committee is constituted as a statutory committee in respect of the duties set out in the Companies Act of South Africa 2008 and a committee of the board in respect of other duties assigned to it by the board.

During the year Anne Quinn stepped down from the committee as a result of her retirement from the board at the conclusion of the Annual General Meeting in May 2017. Tanya Fratto, who was appointed to the board on 1 January 2017, was appointed as a member of the committee by shareholders at the Annual General Meeting. There were no other changes to membership during the year. John Nicholas remained chair of the committee and, being a chartered accountant and having, until April 2015, been a member of the UK Financial Reporting Review Panel, he is considered to have specific recent and relevant financial experience. John and Stephen have been on the board, and the committee, for more than six years and have gained a familiarity and understanding of the sector in which Mondi operates. Although Tanya was new to the board in 2017, her engineering background and experience in product innovation and sales and marketing meant that she was well placed to understand the sector. In addition, Tanya has attended all meetings of the committee since her appointment to the board, giving her the opportunity to observe and familiarise herself with the workings of the committee prior to her appointment as a member. John, Stephen and Tanya all have appropriate knowledge and understanding of financial matters and have commercial expertise gained from industries with similar capital intensive manufacturing, engineering, natural resources and technology-focused international operations. The full biographies detailing the experience of each member of the committee can be found in the Mondi Group Integrated report and financial statements 2017.

In accordance with the Listings Requirements of the JSE, the committee has considered and satisfied itself that Andrew King, Mondi's Chief Financial Officer, has appropriate expertise and experience. Andrew is a chartered accountant and throughout his career has held various finance and business development roles. The committee has also considered and satisfied itself of the appropriateness of the expertise and adequacy of resources of the finance function and expertise of the senior management responsible for the finance function. As a result, the committee also confirms that it is satisfied that Mondi has appropriate financial reporting procedures in place and that these are operating effectively.

### Role of the committee

The committee operates under formal terms of reference. The committee agenda included the regular matters reserved for its review during the annual financial reporting cycle and ensured it has appropriately discharged its responsibilities during the year, having operated in compliance with relevant legal, regulatory and other responsibilities. The committee's performance against its terms of reference is reviewed on an annual basis. The committee is satisfied that it has acted in accordance with its terms of reference during the year.

The committee chairman regularly reports to the board on the work and output from meetings and provides any necessary recommendations or advice on matters of direct relevance to the deliberations of the board.

The evaluation of the committee was carried out as part of the 2017 internal evaluation.

### How the committee spent its time

While the work programme largely covered the regular cycle of financial and risk related matters, the key focus for the committee during the year continued to be the audit transition from Deloitte & Touche to PricewaterhouseCoopers Inc. and working with PricewaterhouseCoopers Inc. during the first full year of their audit appointment. The committee was satisfied that there was a smooth transition from Deloitte & Touche to PricewaterhouseCoopers Inc., with significant work having been undertaken in 2016 towards this. Members of PricewaterhouseCoopers Inc. have been present at all meetings of the committee during the year, allowing the committee to further consolidate relationships, to hear the perspective of PricewaterhouseCoopers Inc. on the transition and to receive regular updates on progress with audit work.

Cyber security also continued to be a material area of consideration for the committee given the publicity during the year around large-scale cyber attacks and increasingly sophisticated fraud attempts. The committee was provided with detailed updates on the Group's cyber security arrangements, key areas of risk, fraud attempts and mitigating actions. Ongoing projects to improve the security of Mondi's networks and to understand and prevent the risk of an attack impacting on the Group's operational assets were particular areas of focus.

The potential impact of a number of new IFRS accounting standards was also considered during the year.

# Report of the directors continued

Other matter addressed by the committee included:

## *Financial reporting*

- Reviewing the integrity of all financial announcements with input provided by the Group Controller and PricewaterhouseCoopers Inc.;
- Reviewing restated segmental information included in the October 2017 trading update following the reorganisation of the business segments;
- Reviewing the Mondi Group Integrated report and financial statements 2017 and the Mondi Limited financial statements for tone and consistency and considering whether the report as a whole was fair, balanced and understandable;
- Reviewing and discussing the audit management letter;
- Reviewing accounting policies to be applied for the year ending 31 December 2017;
- Reviewing new accounting pronouncements and any potential impact for the Mondi Group's financial reporting;
- Reviewing the going concern basis of accounting and the longer-term viability statement;
- Reviewing the JSE's latest report from its proactive monitoring process setting out the results of its reviews of financial statements during the year, confirming that Mondi Group's financial statements were compliant.

## *External audit matters*

- A recommendation to the board that the appointment of PricewaterhouseCoopers Inc. for the 2017 audit be put to shareholders at the Annual General Meeting;
- Reviewing the independence, objectivity and effectiveness of PricewaterhouseCoopers Inc.;
- Reviewing and approving the external audit plan, taking account of the scope, materiality and audit risks and agreeing the audit fees;
- A report at each meeting of any non-audit services covering PricewaterhouseCoopers Inc., and Deloitte & Touche up to the time of their retirement, in order to monitor auditor independence;
- Reviewing and agreeing the engagement letters and representation letters;
- Holding a meeting with PricewaterhouseCoopers Inc. without management present; the committee chair also engaged regularly with the audit partners.

## *Risk Management and internal controls*

- Undertaking a detailed review of the Mondi Group's risk management policy, plan and tolerance levels and of the process to assess the risks;
- Reviewing the effectiveness of the risk management and internal control systems;
- At each committee meeting undertaking a more in-depth review of three or four of the most significant Mondi Group risks;
- Half-yearly presentations on IT risk management and cyber security;
- A presentation from PricewaterhouseCoopers Inc. on digital hygiene providing the committee with practical ways in which to protect data and confidential information.

## *Internal audit matters*

- Reviewing and agreeing the internal audit plan, confirming the focus on key risk areas and adequate cover of all material operations;
- Reviewing and approving the internal audit charter which sets out the purpose, remit and authority of the internal audit function;
- Receiving reports from the Mondi Group Head of Internal Audit at each meeting;
- Reviewing the effectiveness of the internal audit team;
- Holding a meeting with the Mondi Group Head of Internal Audit without management present.

## *Governance and other*

- For JSE purposes reviewing the appropriateness and expertise of the Chief Financial Officer and the effectiveness of the finance function;
- Monitoring and reviewing the continued implementation of those elements of the Mondi Group's Code of Business Ethics reserved for review by the committee, as well as the supporting framework of the Business Integrity Policy;
- Reviewing the legal and compliance risks faced by the Mondi Group;
- Reviewing Mondi Group's competition compliance programme and the adjustments made to it following the changes to Mondi Group's structure during 2017, including the replacement of two divisional compliance committees with one Group-wide committee;
- Reviewing the committee's terms of reference, performance and work programme, recommending changes to the terms of reference to reflect the King IV Governance Code and changes to the JSE Listings Requirements.

The committee always meets prior to meetings of the board to enable the committee to report to the board and provide any necessary recommendations or advice relevant for its deliberations.

## **Internal control**

The Mondi Group's internal control and risk management framework, embedded in all key operations, is designed to address all the significant strategic, financial, operational and compliance risks that could undermine our ability to achieve our business objectives in the future and is managed within risk tolerance levels defined by the board.

The committee has reviewed the risk management process and the Mondi Group's system of internal controls. The committee considers that the system of internal controls operated effectively throughout the financial year and up to the date on which the financial statements were signed.

# Report of the directors continued

## Fair, balanced and understandable

A key role of the committee is to ensure that the interests of shareholders are protected, in particular that there is robust financial reporting with good internal controls in place and appropriate accounting practices and policies combined with sound judgement.

Although oversight and review of material financial reporting matters are considered throughout the year, at the request of the board, the committee assessed the integrity of the Mondi Group Integrated report and financial statements 2017 and the Mondi Limited financial statements 2017 and the clarity, completeness and consistency of disclosures.

The committee reported to the board that they considered the reports to present a fair, balanced and understandable assessment of the Company's and Mondi Group's position and prospects.

## External audit

PricewaterhouseCoopers Inc. was appointed as auditor by shareholders at the Annual General Meeting in May 2017, replacing Deloitte & Touche. This followed a full tender process undertaken in 2015 and a transition process during 2016, which allowed PricewaterhouseCoopers Inc. to work together with Mondi Group and Deloitte & Touche to ensure a smooth handover.

JFM Kotzé was appointed as the South Africa audit partner with the 2017 audit being his first for Mondi Limited.

The committee also confirmed that PricewaterhouseCoopers Inc. is included in the JSE list of accredited auditors.

## Non-audit services

A policy is in place that governs the provision of non-audit services provided by PricewaterhouseCoopers Inc. to Mondi Group, including the requirements for the approval of such services.

Where approval is required the business must submit a formal request setting out the objectives, scope of work, likely fee level and the rationale for requiring the work to be carried out by the Mondi Group's external auditor rather than another service provider. Sufficient information must also be provided to allow an assessment of materiality and the impact the service might have on the financial statements. Each request is reviewed, and where appropriate challenged, before being passed for approval.

The committee monitors compliance with the policy, receiving reports at each meeting detailing all approved non-audit services. This enables regular consideration and oversight of a key threat to auditor independence and objectivity. During 2017, the committee not only monitored any non-audit services provided by PricewaterhouseCoopers Inc. throughout the year but also those services provided by Deloitte & Touche up until Deloitte & Touche had formally stepped down as Mondi Group's auditor.

The majority of non-audit services are audit-related assurance services. During 2017 examples were the confirmation of Mondi Group's ownership of certain assets that were the subject of subsidy grants and the provision of a net debt calculation required in connection with a net debt adjustment following the disposal of a subsidiary company.

## Internal audit

The audit committee has primary responsibility for monitoring and reviewing the scope and effectiveness of the Mondi Group's internal audit function and appoints and discharges the Head of Internal Audit (the equivalent of the chief audit executive as envisaged by the King Code). The Group Head of Internal Audit has direct access to, and responsibility to, the committee and works closely with the committee in liaison with PricewaterhouseCoopers Inc. The internal audit function provides, in combination with the external assurances received and those from management, comfort to the committee that the Mondi Group's key risk factors are being managed effectively.

An internal audit charter, approved by the committee, is in place. The charter sets out the purpose, remit and authority of the internal audit function. Each year the committee considers and approves the internal audit plan which is designed to focus on the Mondi Group's key risks to ensure that they are managed effectively within the context of our business objectives and that appropriate internal controls are in place. The committee ensures that all material operations are covered and that there is an appropriate degree of financial and geographical coverage. Every Mondi Group operation is visited at least once every five years with all major plants audited annually. Reports are given at each committee meeting providing an update on activities, progress against plan, results from audits carried out and management's response to address any areas highlighted for improvement. The committee will consider deviations from plan as the need arises during the year, usually in response to a material acquisition or change in Mondi Group's risk profile highlighted through audit reports and through matters raised via the confidential reporting hotline, Speakout. The committee regularly challenges the nature and speed of management's response to issues raised in audits and to Speakout messages in order to be satisfied that this has been appropriate to the circumstances. Maintaining sound oversight and control of activities through the use of internal audit reviews is considered by the committee to be a key element of its work.

## Report of the directors continued

The committee also monitors the staffing and resources available to the internal audit function and the quality of those resources. In 2015 an external review of the internal audit function was undertaken by Ernst & Young LLP with a full report presented to the committee. The review concluded that the internal audit function is fit for purpose and meeting its mandate to provide assurance primarily in the financial and operational areas. Of particular note was the clear affirmation that the function is independent and objective. Some recommendations were put forward mainly in the areas of knowledge sharing and the greater use of technology by the team. The way in which the team has been addressing the recommendations in the report has been monitored and reviewed by the committee. The committee has concluded that the Group Head of Internal Audit provides appropriate leadership of the internal audit function which remains effective in carrying out its remit.

## Social and ethics committee

In compliance with Regulation 43 of the Companies Act of South Africa 2008, the Company has established a social and ethics committee. The committee monitors activities relating to the Company's good corporate citizenship, employment equity and broad based black economic empowerment, labour and employment, consumer relationships, the environment, health and public safety and anti-corruption. Shareholders are referred to the Mondi Group Integrated report and financial statements 2017 for the committee's full report.

## Directors' responsibility statement

The directors are responsible for preparing the annual financial statements in accordance with applicable laws and regulations.

South African company law requires the directors to prepare financial statements in accordance with International Financial Reporting Standards (IFRS) and the requirements of the Companies Act of South Africa 2008 for each financial year giving a true and fair view of Mondi Limited's state of affairs at the end of the year and profit or loss for the year.

In preparing the Company's financial statements, International Accounting Standard 1, 'Presentation of Financial Statements', requires that the directors:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosure when compliance with the specific requirements in IFRS are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the Company's ability to continue as a going concern.

### Report on the financial statements

These financial statements have been prepared under the supervision of the Chief Financial Officer, Andrew King CA (SA), and have been audited in compliance with the applicable requirements of the Companies Act of South Africa 2008.

The board confirms that to the best of its knowledge the financial statements of the Company, prepared in accordance with IFRS and the requirements of the Companies Act of South Africa 2008, give a true and fair view of the assets, liabilities, financial position and profit or loss of Mondi Limited.

The Company's financial statements, and related notes 1 to 29, were approved by the board and authorised for issue on 1 March 2018 and were signed on its behalf by:

**Peter Oswald**  
Director

**Andrew King**  
Director

## Compliance statement by the company secretary

The company secretary, Philip Laubscher, certifies that Mondi Limited has lodged with the Registrar of Companies all such returns and notices as are required for a public company in terms of section 88(1)(e) of the Companies Act of South Africa 2008, as amended, and that all such returns and notices are true, correct and up to date in respect of the financial year reported upon.

**Philip Laubscher**  
Company secretary

Johannesburg

1 March 2018

# Independent auditor's report to the shareholders of Mondi Limited

## Our opinion

In our opinion, the separate financial statements present fairly, in all material respects, the separate financial position of Mondi Limited (the Company) as at 31 December 2017, and its separate financial performance and its separate cash flows for the year then ended in accordance with International Financial Reporting Standards and the requirements of the Companies Act of South Africa.

## What we have audited

Mondi Limited's separate financial statements set out on pages 16 to 48 comprise:

- the separate statement of financial position as at 31 December 2017;
- the separate income statement for the year then ended;
- the separate statement of comprehensive income for the year then ended;
- the separate statement of changes in equity for the year then ended;
- the separate statement of cash flows for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies.

## Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the separate financial statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Independence

We are independent of the Company in accordance with the Independent Regulatory Board for Auditors Code of Professional Conduct for Registered Auditors (IRBA Code) and other independence requirements applicable to performing audits of financial statements in South Africa. We have fulfilled our other ethical responsibilities in accordance with the IRBA Code and in accordance with other ethical requirements applicable to performing audits in South Africa. The IRBA Code is consistent with the International Ethics Standards Board for Accountants Code of Ethics for Professional Accountants (Parts A and B).

## Our audit approach

### Overview

#### Overall materiality

- R75,000,000 which represents 5% of adjusted profit before tax.

#### Audit scope

- Full scope audits were conducted for all divisions in the company.

#### Key audit matters

- Valuation of forestry assets
- Operating special item: Closure of Newsprint business

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the separate financial statements. In particular, we considered where the directors made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

## Materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance whether the financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the separate financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall materiality for the separate financial statements as a whole as set out in the table below. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

# Independent auditor's report to the shareholders of Mondi Limited continued

|  |   |
|--|---|
| <b>Overall materiality</b>             | R75,000,000   |
| <b>How we determined it</b>            | 5% of adjusted profit before tax  |
| <b>Rationale for benchmark applied</b> | We chose profit before tax as the benchmark because, in our view, it is the benchmark against which the performance of the Company is most commonly measured by users, and is a generally accepted benchmark. We adjusted the profit before tax for the closure costs and losses resulting from the Newsprint business due to these costs being once off costs. We chose 5% which is consistent with quantitative materiality thresholds used for profit-oriented companies in this sector. |

## How we tailored our audit scope

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the separate financial statements as a whole, taking into account the four divisions of the Company, the accounting processes and controls, and the industry in which the Company operates. There are four divisions within Mondi Limited that are based and managed in South Africa. Based on the financial significance of each division, it was determined to perform full scope audits on all of these divisions. As the accounting and finance function is centralised for all divisions within Mondi Limited, all audit work was performed by one team and no use was made of other auditors.

## Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the separate financial statements of the current period. These matters were addressed in the context of our audit of the separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

| Key audit matter   | How our audit addressed the key audit matter  |
|--|---|
| <p><b>Valuation forestry assets</b></p> <p>The valuation of the Company's forestry assets, amounting to R3,863 million (2016: R3,724 million), is dependent upon various assumptions that are subject to significant estimation and prevailing market prices and, therefore, we considered it to be a key audit matter. The change in fair value of R414 million (2016: R884 million) in the year is recorded in the income statement.</p> <p>The most significant assumptions included in the valuation model relate to the determination of the estimated net standing prices to be applied to the forestry assets, the conversion factor used to convert hectares of land under afforestation to tonnes of standing timber and the risk adjustment rate applied to immature timber.</p> <p>Refer to note 9 - Forestry assets and note 29 - Accounting policies of the financial statements.</p> | <p>We evaluated the Company's valuation model for calculating the fair value of biological assets by assessing the model against the criteria in IAS 41 - Agriculture and IFRS 13 - Fair value measurement.</p> <p>In evaluating the valuation of the forestry assets, our procedures primarily consisted of substantive tests of detail, where we assessed the appropriateness of the inputs and the assumptions used in the valuation model taking into account supporting evidence, and analytical procedures, where we compared the inputs and assumptions in the 31 December 2016 valuation with the 31 December 2017 valuation. We also performed procedures over the mathematical accuracy of the valuation model.</p> <p>We compared the estimated net standing prices to third party evidence and the inputs used in the conversion factor to convert hectares of land under afforestation to tonnes of standing timber with supporting historical evidence as well as benchmarking the conversion factor against industry data.</p> <p>We also assessed the risk adjustment applied in the valuation model to immature timber by agreeing the factors taken into account in the risk adjustment to historical evidence, industry data and other corroborating evidence provided by management.</p> <p>We evaluated the directors' assessment of the sensitivity of the valuation to reasonably possible changes in assumptions.</p> <p>We considered the appropriateness of the related disclosures in note 9 and note 29 to the financial statements.</p> <p>Based on the procedures performed, we noted no material issues from our work.</p> |

# Independent auditor's report to the shareholders of Mondi Limited continued

| Key audit matter   | How our audit addressed the key audit matter  |
|--|---|
| <p><b>Operating special item: Closure of Newsprint business</b><br/>Refer to page 21 which details note 2 - Special items (notes to the financial statements).</p> <p>The closure of the Newsprint business has been a trigger for management's consideration of the:</p> <ul style="list-style-type: none"> <li>• impairment of assets down to their recoverable amount in terms of IAS 36 - Impairment of assets;</li> <li>• provisions for restructuring and closure costs in terms of IAS 37 Provisions, contingent liabilities and contingent assets; and</li> <li>• write down of inventories on hand to net realizable value in terms of IAS 2 - Inventories.</li> </ul> <p>The impact of the closure costs on the current year profits is R221 million. This relates to the impairment of assets of R120 million, personnel costs relating to the restructuring of R20 million and restructuring and closure costs of R81 million as disclosed in note 2 - Special items.</p> <p>The most significant assumptions applied by management relate to the determination of an obligating event for the restructuring and closure costs as well as the quantum of cost expected to be incurred. Management also applied their judgement in determining the impairment charge for the Newsprint assets down to their recoverable amount. For these reasons and due to the significant effect on the financial statement we consider it to be a key audit matter.</p> | <p>We obtained from management the restructuring plan and calculations supporting the Newsprint closure. We also read public announcements and other available information provided to stakeholders impacted by the plan that would be relevant to the restructuring and found that managements plan met the requirements of the Restructuring provisions of IAS 37 - Provisions, contingent liabilities and contingent assets.</p> <p>For assets that have been fully impaired, we agreed the value of the impairment charge to the carrying value as noted in the fixed asset register immediately preceding the closure and ensured these assets have been fully impaired. We also critically assessed the impairment of assets where they are still being used by other continuing businesses at the plant in Merebank in terms of IAS 36 - Impairment of assets and found managements judgements to be appropriate. We also considered the accuracy of the impairment recorded of R120 million by recalculating the impairment charge, which was found to be mathematically accurate.</p> <p>The restructuring and closure costs mainly relate to the restoration to the original condition of premises and sites used in the production process. We have agreed the calculation performed by management to third party evidence and found this to be appropriate. We have challenged management on their assumptions over the recognition and the measurement of this liability in terms of IAS 37 - Provisions, contingent liabilities and contingent assets and concluded that the recognition and measurement criteria for these costs are appropriate.</p> <p>We tested the write down of inventories to net realisable value by agreeing the calculation performed by management to third party supporting documents. We also gained an understanding of the inventory items that were on hand at year-end to assess if management's assessment was reasonable. We found management's assessment over the write down of inventories to net realisable value to be reasonable from our work performed.</p> <p>The Income statement consequences of the closure of the Newsprint business were assessed to be part of operating special items. We have obtained evidence that the classification adopted by management is in accordance with the Company policy. We also assessed the completeness of the Newsprint closure costs through inspection of minutes of management meetings to identify any items that have been impacted that should be provided for as part of the restructuring costs and no additional items were noted. We also inspected significant contracts for cancellation clauses to assess for penalties and/or onerous contracts and based on the evidence obtained from our testing we found that management's assessment of the completeness of the closure costs was reasonable.</p> |

## Other information

The directors are responsible for the other information. The other information comprises the information included in the Mondi Limited Annual Financial Statements for the year ended 31 December 2017, which includes the Report of the Directors, the Audit Committee's Report and the Compliance Statement by the Company Secretary, as required by the Companies Act of South Africa and the Mondi Group Integrated Report and Financial Statements 2017. Other information does not include the consolidated and separate financial statements and our auditor's report thereon.

Our opinion on the separate financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the separate financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of the directors for the separate financial statements

The directors are responsible for the preparation and fair presentation of the separate financial statements in accordance with International Financial Reporting Standards and the requirements of the Companies Act of South Africa 2008, and for such internal control as the directors determine is necessary to enable the preparation of separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

# Independent auditor's report to the shareholders of Mondi Limited continued

## Auditor's responsibilities for the audit of the separate financial statements

Our objectives are to obtain reasonable assurance about whether the separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these separate financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the separate financial statements, including the disclosures, and whether the separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the business activities within the company to express an opinion on the separate financial statements. We are responsible for the direction, supervision and performance of the Company audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the separate financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on other legal and regulatory requirements

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that PricewaterhouseCoopers Inc. has been the auditor of Mondi Limited for 1 year.

## PricewaterhouseCoopers Inc.

Director: JFM Kotzé  
Registered Auditor  
Johannesburg, South Africa

1 March 2018

# Income statement

## for the year ended 31 December 2017

| R million                                    | Notes | 2017         | 2016         |
|--|-------|--------------|--------------|
| <b>Revenue</b>                               |       | <b>9,315</b> | <b>8,817</b> |
| Materials, energy and consumables used       |       | (4,607)      | (3,981)      |
| Variable selling expenses                    |       | (1,053)      | (1,012)      |
| <b>Gross margin</b>                          |       | <b>3,655</b> | <b>3,824</b> |
| Maintenance and other indirect expenses      |       | (438)        | (479)        |
| Personnel costs                              | 4     | (1,303)      | (1,212)      |
| Other net operating income                   |       | 108          | 671          |
| Depreciation and impairments                 |       | (585)        | (554)        |
| <b>Operating profit before special items</b> |       | <b>1,437</b> | <b>2,250</b> |
| Operating special items                      | 2     | (221)        | 20           |
| <b>Total profit from operations</b>          |       | <b>1,216</b> | <b>2,270</b> |
| Net finance costs                            | 5     | (189)        | (109)        |
| Financing special item                       | 2     | 137          | (64)         |
| <b>Profit before tax</b>                     |       | <b>1,164</b> | <b>2,097</b> |
| Tax charge                                   | 6a    | (224)        | (639)        |
| <b>Profit for the year</b>                   |       | <b>940</b>   | <b>1,458</b> |

# Statement of comprehensive income

## for the year ended 31 December 2017

| R million   | 2017              |                      |                   | 2016              |            |                   |
|---|-------------------|----------------------|-------------------|-------------------|------------|-------------------|
|   | Before tax amount | Tax benefit/(charge) | Net of tax amount | Before tax amount | Tax charge | Net of tax amount |
| <b>Profit for the year</b>  |                   |                      | <b>940</b>        |                   |            | <b>1,458</b>      |
| <b>Items that have been or may subsequently be reclassified to the income statement</b> |                   |                      |                   |                   |            |                   |
| Gains/(losses) on available-for-sale investments <sup>1</sup>                           | 3                 | 1                    | 4                 | (32)              | (1)        | (33)              |
| <b>Items that will not subsequently be reclassified to the income statement</b>         |                   |                      |                   |                   |            |                   |
| Remeasurements of retirement benefits plans:  | 56                | (16)                 | 40                | 11                | (3)        | 8                 |
| Actuarial gains arising from changes in financial assumptions                           | 56                |                      |                   | 12                |            |                   |
| Actuarial losses arising from experience adjustments                                    | —                 |                      |                   | (1)               |            |                   |
| <b>Other comprehensive income/(expense) for the year</b>                                | <b>59</b>         | <b>(15)</b>          | <b>44</b>         | <b>(21)</b>       | <b>(4)</b> | <b>(25)</b>       |
| <b>Total comprehensive income for the year</b>  |                   |                      | <b>984</b>        |                   |            | <b>1,433</b>      |

Note:  
<sup>1</sup> The gains on available-for-sale investments in 2017 of R3 million comprises a fair value adjustment of R6 million and a reclassification adjustment for gains included in the income statement of R3 million

# Statement of financial position

## as at 31 December 2017

| R million                               | Notes | 2017           | 2016           |
|---|-------|----------------|----------------|
| Property, plant and equipment           | 8     | 5,497          | 5,619          |
| Forestry assets                         | 9     | 3,863          | 3,724          |
| Investment in and loans to subsidiaries | 10    | 52             | 52             |
| Financial asset investments             | 11    | —              | 23             |
| <b>Total non-current assets</b>         |       | <b>9,412</b>   | <b>9,418</b>   |
| Inventories                             | 12    | 1,039          | 768            |
| Trade and other receivables             | 13    | 1,781          | 1,477          |
| Investment in and loans to subsidiaries | 10    | 96             | 172            |
| Current tax asset                       |       | —              | 32             |
| Financial asset investments             | 11    | 165            | 188            |
| Financial instruments                   | 25    | 45             | 5              |
| Cash and cash equivalents               | 21b   | 4              | 1              |
| <b>Total current assets</b>             |       | <b>3,130</b>   | <b>2,643</b>   |
| <b>Total assets</b>                     |       | <b>12,542</b>  | <b>12,061</b>  |
| Short-term borrowings                   | 17    | (1,948)        | (1,218)        |
| Trade and other payables                | 14    | (1,102)        | (1,111)        |
| Current tax liability                   |       | (86)           | —              |
| Provisions                              | 15    | (65)           | (59)           |
| <b>Total current liabilities</b>        |       | <b>(3,201)</b> | <b>(2,388)</b> |
| Retirement benefits liability           | 20    | (773)          | (797)          |
| Deferred tax liability                  | 6b    | (1,645)        | (1,773)        |
| Provisions                              | 15    | (2)            | (28)           |
| <b>Total non-current liabilities</b>    |       | <b>(2,420)</b> | <b>(2,598)</b> |
| <b>Total liabilities</b>                |       | <b>(5,621)</b> | <b>(4,986)</b> |
| <b>Net assets</b>                       |       | <b>6,921</b>   | <b>7,075</b>   |
| <b>Equity</b>                           |       |                |                |
| Stated capital                          | 18    | 4,188          | 4,188          |
| Retained earnings and other reserves    |       | 2,733          | 2,887          |
| <b>Total equity</b>                     |       | <b>6,921</b>   | <b>7,075</b>   |

# Statement of changes in equity for the year ended 31 December 2017

| R million   | Stated capital | Retained earnings | Other reserves | Total equity |
|---|----------------|-------------------|----------------|--------------|
| At 1 January 2016   | 4,188          | 2,500             | 83             | 6,771        |
| Total comprehensive income/(expense) for the year                       | —              | 1,458             | (25)           | 1,433        |
| Dividends   | —              | (1,111)           | —              | (1,111)      |
| Shares vested from Mondi Incentive Schemes Trust                        | —              | (41)              | —              | (41)         |
| Mondi share schemes' charge   | —              | —                 | 26             | 26           |
| Issue of Mondi Limited shares under employee share schemes <sup>1</sup> | —              | 19                | (22)           | (3)          |
| <b>At 31 December 2016</b>  | <b>4,188</b>   | <b>2,825</b>      | <b>62</b>      | <b>7,075</b> |
| Total comprehensive income for the year                                 | —              | 940               | 44             | 984          |
| Dividends   | —              | (973)             | —              | (973)        |
| Shares vested from Mondi Incentive Schemes Trust                        | —              | (30)              | —              | (30)         |
| Mondi share schemes' charge   | —              | —                 | 34             | 34           |
| Issue of Mondi Limited shares under employee share schemes <sup>1</sup> | —              | 35                | (36)           | (1)          |
| Acquisition of business <sup>2</sup>                                    | —              | (168)             | —              | (168)        |
| <b>At 31 December 2017</b>  | <b>4,188</b>   | <b>2,629</b>      | <b>104</b>     | <b>6,921</b> |

Notes:

- 1 In 2017 the net amount of R1 million (2016: R3 million) comprised a deferred tax asset for a future tax deduction available to the Company when the shares held by the Mondi Share Incentive Schemes Trust are issued to share scheme participants, and the movement in the dividend equivalent bonus provision.
- 2 In 2017 a common control transaction was entered into with Mondi Shanduka Newsprint Proprietary Limited, a subsidiary of the Company. The predecessor method of accounting was applied in which all of the assets and liabilities were transferred at their net asset value on 1 June 2017. The difference between the transaction price and the net asset value is recognised in equity. No Goodwill has arisen from this transaction as IFRS 3 has not been applied

## Other reserves

| R million                        | 2017       | 2016      |
|----------------------------------|------------|-----------|
| Post-retirement benefits reserve | 22         | (18)      |
| Share-based payment reserve      | 41         | 43        |
| Available-for-sale reserve       | 41         | 37        |
| <b>Total</b>                     | <b>104</b> | <b>62</b> |

# Statement of cash flows

## for the year ended 31 December 2017

| R million   | Notes | 2017           | 2016           |
|---|-------|----------------|----------------|
| <b>Cash flows from operating activities</b>                                     |       |                |                |
| Cash generated from operations  | 21a   | 1,973          | 2,764          |
| Income tax paid   |       | (275)          | (347)          |
| <b>Net cash generated from operating activities</b>                             |       | <b>1,698</b>   | <b>2,417</b>   |
| <b>Cash flows from investing activities</b>                                     |       |                |                |
| Investment in property, plant and equipment                                     |       | (688)          | (920)          |
| Proceeds from the disposal of property, plant and equipment and forestry assets |       | 16             | 33             |
| Investment in forestry assets   |       | (631)          | (643)          |
| Purchase of financial asset investments   | 11    | —              | (59)           |
| Proceeds from the disposal of financial asset investments                       |       | 18             | —              |
| Investment in subsidiaries  |       | —              | (59)           |
| Loan advances to related parties  | 21c   | (61)           | (16)           |
| Interest received   |       | 6              | 8              |
| <b>Net cash used in investing activities</b>                                    |       | <b>(1,340)</b> | <b>(1,656)</b> |
| <b>Cash flows from financing activities</b>                                     |       |                |                |
| Proceeds from short-term borrowings   | 21c   | 359            | 126            |
| Interest paid   |       | (116)          | (37)           |
| Dividends paid to shareholders  | 7     | (973)          | (1,111)        |
| <b>Net cash used in financing activities</b>                                    |       | <b>(730)</b>   | <b>(1,022)</b> |
| <b>Net decrease in cash and cash equivalents</b>                                |       |                |                |
|   |       | <b>(372)</b>   | <b>(261)</b>   |
| Cash and cash equivalents at beginning of year                                  |       | (365)          | (104)          |
| Cash movement in the year   | 21c   | (372)          | (261)          |
| Acquisition of business   | 21c   | 4              | —              |
| <b>Cash and cash equivalents at end of year</b>                                 | 21b   | <b>(733)</b>   | <b>(365)</b>   |

# Notes to the financial statements for the year ended 31 December 2017

## 1 Basis of preparation

### Dual listed structure

The Mondi Group has two separate legal parent entities, Mondi Limited and Mondi plc, which operate under a dual listed company (DLC) structure. The substance of the DLC structure is such that Mondi Limited and its subsidiaries, and Mondi plc and its subsidiaries, operate together as a single economic entity through a sharing agreement, with neither parent entity assuming a dominant role. The effects of this sharing agreement and the DLC structure have been ignored for the purpose of preparing these South African company financial statements.

The Company's financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB); the South African Institute of Chartered Accountants (SAICA) Financial Reporting Guides as issued by the Accounting Practices Committee; Financial Pronouncements as issued by the Financial Reporting Standards Council and the requirements of the Companies Act of South Africa 2008. The principal accounting policies adopted are set out in note 29.

The financial statements have been prepared on a going concern basis. These financial statements should be read in conjunction with the Mondi Group's DLC combined and consolidated financial statements.

In accordance with IAS 27.16, Mondi Limited has elected to utilise the exemption from preparing consolidated financial statements and has prepared separate Company financial statements herein. The Mondi Group combined and consolidated financial statements, which represent the DLC structure described above, have been produced for public use and are obtainable at the registered address of Mondi Limited.

The financial statements have been prepared in the Company's functional currency, South African rand.

### Critical accounting judgements and key estimates

The preparation of the Company's financial statements includes the use of estimates and assumptions. Although the estimates used are based on management's best information about current circumstances and future events and actions, actual results may differ from those estimates.

The most significant estimates and judgements are:

#### Key estimates

- Fair value of forestry assets – refer to note 9
- Actuarial valuation of retirement benefit obligations – refer to note 20

#### Critical accounting judgements and other accounting estimates

- Impairment of property, plant and equipment – refer to note 8
- Residual values and useful economic lives of property, plant and equipment – refer to note 8 and 29
- Carrying value of investments – refer to note 10
- Taxation – refer to note 6 and 29

#### Special items (note 2)

Special items are those items of financial performance that the Mondi Group considers should be separately disclosed to improve the understanding of the underlying financial performance achieved by the Mondi Group as special items affect year-on-year comparability. Such items are generally material by nature and the quantitative threshold for recognition of special items is €10 million.

Subsequent adjustments to items previously recognised as special items continue to be reflected as special items in future periods even if they do not exceed the quantitative reporting threshold.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 2 Special items

| R million   | 2017         | 2016        |
|---|--------------|-------------|
| <b>Operating special item</b>                                     |              |             |
| Impairment of assets  | (120)        | —           |
| Reversal of impairment of assets                                  | —            | 20          |
| Restructuring and closure costs:                                  |              |             |
| Personnel costs relating to restructuring                         | (20)         | —           |
| Restructuring and closure costs excluding related personnel costs | (81)         | —           |
| <b>Total operating special items</b>                              | <b>(221)</b> | <b>20</b>   |
| <b>Financing special item</b>                                     |              |             |
| Impairment of investment and loan                                 | —            | (64)        |
| Reversal of impairment of loan                                    | 137          | —           |
| <b>Total special items before tax</b>                             | <b>(84)</b>  | <b>(44)</b> |
| Tax charge (see note 6)   | 62           | (5)         |
| <b>Total special items attributable to shareholders</b>           | <b>(22)</b>  | <b>(49)</b> |

Restructuring and closure costs and related impairments during the year comprise:

#### Operating special item

- Closure of production of newsprint at Merebank mill in South Africa. Restructuring costs of R101 million and impairment of assets of R120 million were recognised.

#### Financing special item

- As the assets and liabilities of the subsidiary Mondi Shanduka Newsprint Proprietary Limited (MSN) have been acquired by the Company a reversal of impairment of the shareholder loan to MSN of R137 million was recognised.

### 3 Auditors' remuneration

| R million                     | 2017     | 2016     |
|-------------------------------|----------|----------|
| Audit fees                    | 5        | 5        |
| Non-audit fees                | 1        | 1        |
| <b>Auditors' remuneration</b> | <b>6</b> | <b>6</b> |

### 4 Personnel costs

| R million   | 2017         | 2016         |
|---|--------------|--------------|
| <b>Within operating costs</b>                                       |              |              |
| Wages and salaries  | 1,199        | 1,119        |
| Defined contribution retirement plan contributions (see note 20)    | 70           | 67           |
| Share-based payments (see note 19)                                  | 34           | 26           |
| <b>Total within operating costs</b>                                 | <b>1,303</b> | <b>1,212</b> |
| <b>Within special items</b>   |              |              |
| Personnel costs relating to restructuring (see note 2)              | 20           | —            |
| <b>Within net finance costs</b>                                     |              |              |
| Retirement benefit medical plan interest costs (see notes 5 and 20) | 75           | 77           |
| <b>Total</b>  | <b>1,398</b> | <b>1,289</b> |

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 5 Net finance costs

Net finance costs are presented below:

| R million   | 2017         | 2016         |
|---|--------------|--------------|
| <b>Investment Income</b>  |              |              |
| Investment income   | 4            | 8            |
| <b>Finance costs</b>  |              |              |
| Interest expense  |              |              |
| Interest on bank overdrafts and loans                                   | (120)        | (75)         |
| Net interest expense on net retirement benefits liability (see note 20) | (75)         | (77)         |
| <b>Total interest expense</b>   | <b>(195)</b> | <b>(152)</b> |
| Less: Interest capitalised (see note 8)                                 | 2            | 35           |
| <b>Total finance costs</b>  | <b>(193)</b> | <b>(117)</b> |
| <b>Net finance costs</b>  | <b>(189)</b> | <b>(109)</b> |

The weighted average interest rate applicable to capitalised interest on general borrowings for the year ended 31 December 2017 was 8.12% (2016: 8.00%) and was related to Richards Bay.

### 6 Taxation

#### (a) Analysis of tax charge for the year

The Company's effective rate of tax for the year ended 31 December 2017, calculated on profit before tax, is 19% (2016: 30%).

| R million  | 2017       | 2016       |
|--|------------|------------|
| SA corporation tax at 28% (2016: 28%)                        | 404        | 350        |
| Current tax in respect of prior years                        | (32)       | (2)        |
| <b>Current tax</b>   | <b>372</b> | <b>348</b> |
| Deferred tax in respect of the current year                  | (29)       | 281        |
| Deferred tax in respect of prior year (over)/under provision | (57)       | 5          |
| <b>Total tax charge before special items</b>                 | <b>286</b> | <b>634</b> |
| Current tax on special items (see note 2)                    | (4)        | —          |
| Deferred tax on special items (see note 2)                   | (58)       | 5          |
| <b>Total tax charge</b>                                      | <b>224</b> | <b>639</b> |

#### Factors affecting tax charge for the year

The Company's total tax charge for the year can be reconciled to the tax on the Company's profit before tax at the SA corporation tax rate of 28% (2016: 28%), as follows:

| R million  | 2017         | 2016         |
|--|--------------|--------------|
| <b>Profit before tax</b>   | <b>1,164</b> | <b>2,097</b> |
| <b>Tax on profit before tax calculated at the SA corporation tax rate of 28% (2016: 28%)</b> | <b>326</b>   | <b>587</b>   |
| <b>Tax effects of:</b>   |              |              |
| <b>Expenses not (taxable)/deductible for tax purposes</b>                                    | <b>(13)</b>  | <b>20</b>    |
| Non-qualifying depreciation and loss on disposal of non-qualifying assets                    | 1            | (4)          |
| Special items (taxable)/not tax deductible   | (39)         | 18           |
| Other non-deductible expenses  | 25           | 6            |
| <b>Prior year temporary differences not previously recognised</b>                            | <b>(57)</b>  | <b>34</b>    |
| <b>Current tax prior year adjustments</b>  | <b>(32)</b>  | <b>(2)</b>   |
| <b>Tax charge for the year</b>   | <b>224</b>   | <b>639</b>   |

# Notes to the financial statements continued for the year ended 31 December 2017

## 6 Taxation (continued)

### (b) Deferred tax

| R million                                    | Deferred tax liabilities |                |
|--|--------------------------|----------------|
|  | 2017                     | 2016           |
| At 1 January                                 | (1,773)                  | (1,474)        |
| Credited/(charged) to income statement       | 144                      | (291)          |
| Charged to statement of comprehensive income | (15)                     | (4)            |
| Charged to retained earnings                 | (1)                      | (4)            |
| <b>At 31 December</b>                        | <b>(1,645)</b>           | <b>(1,773)</b> |

Deferred tax comprises:

| R million                                    | Deferred tax liabilities |                |
|--|--------------------------|----------------|
|  | 2017                     | 2016           |
| Capital allowances in excess of depreciation | (904)                    | (909)          |
| Fair value adjustments                       | (1,055)                  | (1,013)        |
| Other temporary differences                  | 314                      | 149            |
| <b>Total</b>                                 | <b>(1,645)</b>           | <b>(1,773)</b> |

The amount of deferred tax credited/(charged) to the income statement comprises:

| R million                                    | 2017       | 2016         |
|--|------------|--------------|
| Capital allowances in excess of depreciation | 6          | (37)         |
| Fair value adjustments                       | (43)       | (222)        |
| Other temporary differences                  | 181        | (32)         |
| <b>Total credit / (charge)</b>               | <b>144</b> | <b>(291)</b> |

The Company's deferred tax liability is currently expected to become payable over a period greater than 12 months.

The Company does not have any unrecognised timing differences that would give rise to unrecognised deferred tax assets.

# Notes to the financial statements continued for the year ended 31 December 2017

## 7 Dividends

Dividends paid to the shareholders of the Company are presented below:

| <b>rand cents per share</b>   | <b>2017</b>   | <b>2016</b>  |
|---|---------------|--------------|
| Final ordinary dividend paid (in respect of prior year)                                   | 522.70920     | 650.55664    |
| Interim ordinary dividend paid  | 299.94850     | 288.84260    |
| <b>euro cents per share<sup>1</sup></b>   |               |              |
| Final ordinary dividend proposed for the year ended 31 December                           | 42.90         | 38.19        |
| Special dividend proposed for the year ended 31 December                                  | 100.00        | —            |
| <b>Total final ordinary and special dividends proposed for the year ended 31 December</b> | <b>142.90</b> | <b>38.19</b> |
| <b>R million</b>  |               |              |
| Final ordinary dividend paid (in respect of prior year)                                   | 618           | 770          |
| Interim ordinary dividend paid  | 355           | 341          |
| <b>Total ordinary dividends paid</b>  | <b>973</b>    | <b>1,111</b> |
| <b>€ million<sup>1</sup></b>  |               |              |
| Final ordinary dividend proposed for the year ended 31 December                           | 51            | 45           |
| Special dividend proposed for the year ended 31 December                                  | 118           | —            |
| <b>Total final ordinary and special dividends proposed for the year ended 31 December</b> | <b>169</b>    | <b>45</b>    |

Note:

<sup>1</sup> The euro to rand exchange rate to be applied to the euro dividend amounts for calculation of the final rand dividend amounts will be announced on or shortly after 2 March 2018. The 2016 amounts have been restated to reflect euro values

The final ordinary and special dividends proposed are subject to approval by shareholders at the Annual General Meeting of the Company scheduled for 16 May 2018.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 8 Property, plant and equipment

| R million                                 | Land and buildings <sup>1</sup> | Plant and equipment | Assets under construction | Other      | Total          |
|---|---------------------------------|---------------------|---------------------------|------------|----------------|
| <b>Net carrying value</b>                 |                                 |                     |                           |            |                |
| At 1 January 2016                         | 680                             | 3,970               | 587                       | 63         | <b>5,300</b>   |
| Additions                                 | —                               | —                   | 906                       | 2          | <b>908</b>     |
| Disposal of assets                        | (4)                             | (47)                | —                         | (4)        | <b>(55)</b>    |
| Depreciation charge for the year          | (38)                            | (477)               | —                         | (21)       | <b>(536)</b>   |
| Impairment losses recognised <sup>2</sup> | —                               | (18)                | —                         | —          | <b>(18)</b>    |
| Impairment losses reversed <sup>3</sup>   | —                               | 20                  | —                         | —          | <b>20</b>      |
| Transfer from assets under construction   | 47                              | 955                 | (1,052)                   | 50         | <b>—</b>       |
| <b>At 31 December 2016</b>                | <b>685</b>                      | <b>4,403</b>        | <b>441</b>                | <b>90</b>  | <b>5,619</b>   |
| Cost                                      | 1,044                           | 10,727              | 441                       | 305        | <b>12,517</b>  |
| Accumulated depreciation and impairments  | (359)                           | (6,324)             | —                         | (215)      | <b>(6,898)</b> |
| Acquisition of business <sup>4</sup>      | —                               | 10                  | 4                         | —          | <b>14</b>      |
| Additions                                 | —                               | —                   | 708                       | —          | <b>708</b>     |
| Disposal of assets                        | (1)                             | (53)                | —                         | (1)        | <b>(55)</b>    |
| Depreciation charge for the year          | (42)                            | (505)               | —                         | (38)       | <b>(585)</b>   |
| Impairment losses recognised <sup>5</sup> | —                               | (65)                | (6)                       | —          | <b>(71)</b>    |
| Transfer from assets under construction   | 70                              | 514                 | (653)                     | 69         | <b>—</b>       |
| Reclassifications <sup>6</sup>            | —                               | (282)               | 149                       | —          | <b>(133)</b>   |
| <b>At 31 December 2017</b>                | <b>712</b>                      | <b>4,022</b>        | <b>643</b>                | <b>120</b> | <b>5,497</b>   |
| Cost                                      | 1,083                           | 9,933               | 650                       | 334        | <b>12,000</b>  |
| Accumulated depreciation and impairments  | (371)                           | (5,911)             | (7)                       | (214)      | <b>(6,503)</b> |

#### Notes:

- 1 The land value included in 'Land and buildings' is R657 million (2016: R628 million)
- 2 Impairment losses recognised relate to assets no longer in use
- 3 Impairment losses reversed classified as operating special items
- 4 Acquisition of the assets and liabilities of Mondi Shanduka Newsprint Proprietary Limited, a subsidiary of the Company
- 5 Impairment losses recognised relate to the closure of Newsprint production classified as operating special items
- 6 Reclassification includes reclassification of spare parts that will now be retained within inventory

Included in the cost above is R2 million (2016: R35 million) of interest incurred on qualifying assets which has been capitalised during the year.

Research and development expenditure incurred by the Company during the year amounted to R71 million (2016: R5 million).

The recoverable amount of property, plant and equipment is determined based on the use of the asset within the current business plans. Any change in future intentions could result in an impairment of varying magnitude, depending on the assets affected.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 9 Forestry assets

| R million                              | 2017         | 2016         |
|--|--------------|--------------|
| At 1 January                           | 3,724        | 2,908        |
| Capitalised expenditure                | 589          | 549          |
| Acquisition of assets                  | 42           | 94           |
| Fair value gains <sup>1</sup>          | 414          | 884          |
| Disposal of assets                     | —            | (7)          |
| Felling costs                          | (906)        | (709)        |
| Reclassified from assets held for sale | —            | 5            |
| <b>At 31 December</b>                  | <b>3,863</b> | <b>3,724</b> |
| <b>Comprising</b>                      |              |              |
| Mature                                 | 2,299        | 2,295        |
| Immature                               | 1,564        | 1,429        |
| <b>Total forestry assets</b>           | <b>3,863</b> | <b>3,724</b> |

Note:

1 Fair value gains include impairment losses recognised of R49 million which are classified as a current year special item

In total, the Company has 218,075 hectares (2016: 224,347 hectares; previously disclosed<sup>1</sup> 251,435 hectares) of owned and leased land available for forestry activities. 73,057 hectares (2016: 74,903 hectares; previously<sup>1</sup> disclosed 81,017 hectares) are set aside for conservation activities and infrastructure needs. In 2016, 11,784 hectares (previously disclosed<sup>1</sup> 14,881 hectares) were managed but not controlled by the Company, none in 2017. 1,662 hectares (2016: 951 hectares; previously disclosed<sup>1</sup> 0 hectares) relate to non-core activities. The balance of 143,357 hectares (2016: 136,709 hectares; previously disclosed<sup>1</sup> 155,537 hectares) are under afforestation which forms the basis of the valuation set out above.

Mature forestry assets are those plantations that are harvestable, while immature forestry assets have not yet reached that stage of growth. Timber is harvested according to a rotation plan, once trees reach maturity. This period ranges from 6.5 to 14.5 years, depending on species, climate and location.

The fair value of forestry assets is a level 3 measure in terms of the fair value measurement hierarchy, consistent with prior years.

The following assumptions have a significant impact on the valuation of the Company's forestry assets:

- The net selling price, which is defined as the selling price less the costs of transport, harvesting, extraction and loading. The net selling price is based on third-party transactions and is influenced by the species, maturity profile and location of timber. In 2017, the net selling price used ranged from R252 per tonne to R694 per tonne (2016: R150 per tonne to R767 per tonne) with a weighted average of R399 per tonne (2016: R388 per tonne; previously disclosed<sup>1</sup> R407 per tonne).
- The conversion factor used to convert hectares of land under afforestation to tonnes of standing timber, which is dependent on the species, the maturity profile of the timber, the geographic location, climate and a variety of other environmental factors. In 2017, the conversion factors ranged from 8.4 to 21.5 (2016: 8.6 to 21.8; previously disclosed<sup>1</sup> 8.6 to 25.0).
- The risk premium of 13.0% (2016: 14.0%) is based on an assessment of the risks associated with forestry assets.

Note:

1 Amounts previously disclosed in 2016 include subsidiaries of Mondi Limited

The reported value of owned forestry assets would change as follows should there be a change in these underlying assumptions on the basis that all other factors remain unchanged:

| R million   | 2017 |
|---|------|
| Effect of R10/tonne increase in net selling price               | 95   |
| Effect of 1% increase in conversion factor (hectares to tonnes) | 39   |
| Effect of 1% increase in risk premium                           | (43) |

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 10 Investment in and loans to subsidiaries

| R million   | Available-for-sale investments |            |
|---|--------------------------------|------------|
|   | 2017                           | 2016       |
| <b>Unlisted</b>                                       |                                |            |
| Shares at cost  | 62                             | 62         |
| Loans advanced  | 96                             | 418        |
| Impairment  | (10)                           | (256)      |
| <b>Total investments in subsidiaries</b>              | <b>148</b>                     | <b>224</b> |
| Repayable within one year classified as current asset | (96)                           | (172)      |
| <b>Total long-term investments in subsidiaries</b>    | <b>52</b>                      | <b>52</b>  |

#### Mondi Newsprint Proprietary Limited (MSN, renamed from Mondi Shanduka Newsprint Proprietary Limited)

In 2017 the Company entered into a transaction to acquire all the assets and liabilities of MSN. In 2016 the loans to MSN included an overdraft facility of R37 million and a Mezzanine loan of R37 million reflected net of an impairment of R246 million which has been partly reversed prior to the acquisition in 2017 as a financing special item (note 2). The overdraft facility was unsecured and incurred interest at the prime interest rate less 0.85%. The Mezzanine loan was unsecured and incurred interest at the six month JIBAR plus 300 basis points.

#### Mondi Zimele Proprietary Limited (Mondi Zimele)

The closing balance of the loan advanced by the Company to Mondi Zimele amounts to R48 million (2016: R50 million). This loan is unsecured, interest free and is repayable on liquidation of Mondi Zimele or earlier on demand by the Company.

#### Mondi Timber (Wood Products) Proprietary Limited (MTWP)

The closing balance of the loan advanced by the Company to MTWP amounts to R48 million (2016: R48 million). This loan is interest free and is repayable on demand by the Company.

#### Mondi Sacherie Moderne Holdings Proprietary Limited (Mondi Sacherie)

In 2016 the Company subscribed for shares in Mondi Sacherie for R49 million for an investment by that company in a 50% owned Industrial Bags plant in Côte d'Ivoire.

Details of subsidiaries are set out in note 27.

### 11 Financial asset investments

| R million                                      | Available-for-sale investments |            |
|--|--------------------------------|------------|
|  | 2017                           | 2016       |
| At 1 January                                   | 211                            | 207        |
| Fair value adjustments                         | 6                              | (32)       |
| Additions                                      | —                              | 59         |
| Disposal of assets                             | (52)                           | (41)       |
| Reclassification from investment in associates | —                              | 18         |
| <b>At 31 December</b>                          | <b>165</b>                     | <b>211</b> |

The Company has established its own share-based payment arrangements to incentivise employees. Further information on the Company share schemes are set out in the Remuneration report. The share-based payment arrangements are administered by the Mondi Incentive Schemes Trust (MIS). In 2016, the Company made advances to the MIS of R59 million to fund the purchase of the Company's shares awarded to senior management. In 2017 there were no advances. Shares vested during 2017 to the value of R30 million (2016: R41 million).

The fair value of the available-for-sale investments held by the MIS is a level 1 measure in terms of the fair value measurement hierarchy contained in IAS 39. The fair value is calculated on the quoted market price of Mondi Limited shares held by the MIS.

The Company's investment in Mpact Recycling (Proprietary) Limited was sold for R18 million on 15 November 2017.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 12 Inventories

| R million   | 2017         | 2016       |
|---|--------------|------------|
| <b>Valued using the first-in-first-out cost formula</b>       |              |            |
| Raw materials and consumables                                 | 405          | 336        |
| Work in progress  | 95           | 129        |
| Finished products   | 192          | 124        |
| <b>Total valued using the first-in-first-out cost formula</b> | <b>692</b>   | <b>589</b> |
| <b>Valued using the weighted average cost formula</b>         |              |            |
| Raw materials and consumables                                 | 332          | 168        |
| Finished products   | 15           | 11         |
| <b>Total valued using the weighted average cost formula</b>   | <b>347</b>   | <b>179</b> |
| <b>Total inventories</b>                                      | <b>1,039</b> | <b>768</b> |
| Of which, held at net realisable value                        | 19           | —          |
| <b>Income statement</b>                                       |              |            |
| Cost of inventories recognised as an expense                  | (3,867)      | (3,208)    |
| Write-down of inventories to net realisable value             | (1)          | (1)        |

### 13 Trade and other receivables

| R million                                | 2017         | 2016         |
|--|--------------|--------------|
| Trade receivables                        | 1,642        | 1,203        |
| Allowance for doubtful debts             | (9)          | (1)          |
| <b>Net trade receivables</b>             | <b>1,633</b> | <b>1,202</b> |
| Other receivables                        | 125          | 250          |
| Tax and social security                  | —            | 1            |
| Prepayments and accrued income           | 23           | 24           |
| <b>Total trade and other receivables</b> | <b>1,781</b> | <b>1,477</b> |

The fair values of trade and other receivables approximate their carrying values presented.

#### Trade receivables: credit risk

The Company has a large number of unrelated customers and does not have any significant credit risk exposure to any particular customer. The Company considers that there is no significant customer concentration of credit risk.

Credit insurance has been taken out by the Company to insure against the related credit default risk as follows:

| R million                            | 2017       | 2016       |
|--------------------------------------|------------|------------|
| <b>Credit risk exposure</b>          |            |            |
| Gross trade receivables              | 1,642      | 1,203      |
| Credit insurance                     | (1,255)    | (916)      |
| <b>Total exposure to credit risk</b> | <b>387</b> | <b>287</b> |

The insured cover is presented gross of contractually agreed excess amounts.

Credit periods offered to customers vary according to the credit risk profiles of, and invoicing conventions established by, participants operating in the various markets in which the Company operates. Interest is charged at appropriate market rates on balances which are considered overdue in the relevant market.

To the extent that recoverable amounts are estimated to be less than their associated carrying values, impairment charges have been recorded in the income statement and the carrying values have been written down to their recoverable amounts. The total gross carrying value of trade receivables that were subject to impairment during the year is R9 million (2016: R1 million).

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 13 Trade and other receivables (continued)

Included within the Company's aggregate trade receivables balance are specific debtor balances with customers totalling R1 million (2016: Rnil) which are past due but not impaired at the reporting date. The Company has assessed these balances for recoverability and considers that their credit quality remains intact. An ageing analysis of net trade receivables is provided as follows:

| R million                      | 2017         | 2016         |
|--------------------------------|--------------|--------------|
| Trade receivables within terms | 1,632        | 1,202        |
| Past due by one to two months  | 1            | —            |
| <b>At 31 December</b>          | <b>1,633</b> | <b>1,202</b> |

### Movement in the allowance account for bad and doubtful debts

| R million  | 2017     | 2016     |
|--|----------|----------|
| At 1 January   | 1        | 2        |
| Increase in allowance recognised in income statement | 3        | —        |
| Amounts written-off or recovered                     | —        | (1)      |
| Other  | 5        | —        |
| <b>At 31 December</b>                                | <b>9</b> | <b>1</b> |

### 14 Trade and other payables

| R million                             | 2017         | 2016         |
|---------------------------------------|--------------|--------------|
| Trade payables                        | 373          | 387          |
| Capital expenditure payables          | 60           | 39           |
| Other payables                        | 36           | 53           |
| Accruals and deferred income          | 633          | 632          |
| <b>Total trade and other payables</b> | <b>1,102</b> | <b>1,111</b> |

The fair values of trade and other payables approximate their carrying values presented.

### 15 Provisions

| R million                    | 2017      | 2016      |
|------------------------------|-----------|-----------|
| At 1 January                 | 87        | 111       |
| Charged to income statement  | 86        | 59        |
| Released to income statement | (29)      | —         |
| Amounts applied              | (77)      | (83)      |
| <b>At 31 December</b>        | <b>67</b> | <b>87</b> |

Maturity analysis of total provisions on a discounted basis:

| R million               | 2017      | 2016      |
|-------------------------|-----------|-----------|
| Current                 | 65        | 59        |
| Non-current             | 2         | 28        |
| <b>Total provisions</b> | <b>67</b> | <b>87</b> |

Provisions are primarily for bonuses, restructuring costs and potential claims against the Company, none of which are individually significant. All non-current provisions are discounted using a discount rate based on a pre-tax yield on long-term bonds.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 16 Capital management

The Company defines its capital employed as equity, as presented in the statement of financial position, plus net debt. Capital employed is managed on a basis that enables the Company to continue trading as a going concern, while delivering acceptable returns to shareholders. The Company is committed to managing its cost of capital by maintaining an appropriate capital structure, with a balance between equity and net debt.

The Company utilises its capital employed to fund the growth of the business and to finance its liquidity needs.

#### Financing facilities

Company liquidity is provided through a range of committed debt facilities. The principal loan arrangements in place include the following:

| R million   | Maturity  | Interest rate % | 2017          | 2016          |
|---|-----------|-----------------|---------------|---------------|
| <b>Financing facilities</b>   |           |                 |               |               |
| Revolving committed bank facility                                   | June 2018 | JIBAR + margin  | 800           | 500           |
| Drawn   |           |                 | (800)         | (500)         |
| <b>Committed local facilities available</b>                         |           |                 |               |               |
| Undrawn group facilities (on which the Company is a named borrower) |           |                 | 10,853        | 10,843        |
| <b>Total committed facilities available</b>                         |           |                 | <b>10,853</b> | <b>10,843</b> |

In order to manage its cost of capital, maintain an appropriate capital structure and meet its ongoing cash flow needs, the Company may issue new debt instruments; adjust the level of dividends paid to shareholders; issue new shares to, or repurchase shares from, investors; or dispose of assets to reduce its net debt exposure.

The Company is a component of the Group's DLC structure, the terms of which require that the capital supplied by, or made available to, the shareholders of Mondi Limited and Mondi plc be constrained by the equality of treatment mechanism. This serves to maintain and protect the economic interests of both sets of shareholders.

The Company is subject to certain exchange control conditions as agreed with the South African Ministry of Finance. These conditions do not infringe upon the Company's ability to manage optimally its capital structure. The Company has continuously met the exchange control provisions in the past and management is committed to ensuring that the Company continues to meet these provisions in the future.

### 17 Borrowings

| R million                 | Current      |              |
|---------------------------|--------------|--------------|
|                           | 2017         | 2016         |
| <b>Unsecured</b>          |              |              |
| Bank loans and overdrafts | 1,536        | 866          |
| Other loans               | 412          | 352          |
| <b>Total borrowings</b>   | <b>1,948</b> | <b>1,218</b> |

Included in other loans of the Company is a loan of R158 million (2016: R114 million) from Siyaqhubeka Forests Proprietary Limited (SQF), a subsidiary of the Company on which a market related interest rate is payable; and a loan of R210 million (2016: R199 million) from Mondi Timber (Wood Products) Proprietary Limited, a subsidiary of the Company on which a market related interest rate is payable.

The maturity analysis of the Company's borrowings, presented on an undiscounted future cash flow basis, is as follows:

| R million   | < 1 year <sup>1</sup> |              |
|---|-----------------------|--------------|
|   | 2017                  | 2016         |
| Bank loans and overdrafts   | 1,536                 | 866          |
| Other loans   | 412                   | 352          |
| <b>Total borrowings</b>   | <b>1,948</b>          | <b>1,218</b> |
| Effective interest on borrowings net of amortised costs and discounts | 87                    | 49           |
| <b>Total undiscounted cash flows</b>                                  | <b>2,035</b>          | <b>1,267</b> |

Note:

1 It has been assumed that, where applicable, interest rates prevailing at the reporting date will not vary over the time periods remaining for future cash outflows

# Notes to the financial statements continued for the year ended 31 December 2017

## 17 Borrowings (continued)

The Company does not have any material finance lease arrangements.

The Company has pledged no specific property, plant and equipment as collateral against borrowings.

## 18 Stated capital

| Number of shares  | Authorised  |
|---|-------------|
| Mondi Limited ordinary shares with no par value           | 250,000,000 |
| Mondi Limited special converting shares with no par value | 650,000,000 |

| 2017 & 2016   | Number of shares | Stated capital |
|---|------------------|----------------|
| Mondi Limited ordinary shares with no par value issued on the JSE | 118,312,975      | 4,114          |
| Mondi Limited special converting shares with no par value         | 367,240,805      | 74             |
| <b>Total shares</b>   |                  | <b>4,188</b>   |

The special converting shares are held in trust and do not carry dividend rights. These shares provide a mechanism for equality of treatment on termination of the DLC agreement for both the Company and Mondi plc ordinary shareholders.

## 19 Share-based payments

### Mondi share awards

The Company has established its own share-based payment arrangements to incentivise employees. Full details of the Company's share schemes are set out in the Mondi Group Integrated report and financial statements 2017.

The fair values of the share awards granted under the Mondi Limited schemes are calculated with reference to the facts and assumptions presented below:

| Mondi Limited                            | BSP 2017      | BSP 2016      | BSP 2015     |
|--|---------------|---------------|--------------|
| Date of grant                            | 24 March 2017 | 22 March 2016 | 1 April 2015 |
| Vesting period (years)                   | 3             | 3             | 3            |
| Expected leavers per annum (%)           | 5             | 5             | 5            |
| Grant date fair value per instrument (R) | 300.25        | 291.30        | 230.00       |
| Number of shares conditionally awarded   | 37,913        | 72,868        | 75,438       |

| Mondi Limited  | LTIP 2017 <sup>1</sup> | LTIP 2016     | LTIP 2015    |
|--|------------------------|---------------|--------------|
| Date of grant  | 24 March 2017          | 22 March 2016 | 1 April 2015 |
| Vesting period (years)                               | 3                      | 3             | 3            |
| Expected leavers per annum (%)                       | 5                      | 5             | 5            |
| Expected outcome of meeting performance criteria (%) |                        |               |              |
| ROCE component                                       | 100                    | 100           | 100          |
| TSR component  | 25                     | 25            | 25           |
| Grant date fair value per instrument (R)             |                        |               |              |
| ROCE component                                       | 312.04                 | 291.30        | 230.00       |
| TSR component <sup>2</sup>                           | 78.01                  | 72.83         | 57.50        |
| Number of shares conditionally awarded               | 60,758                 | 82,832        | 82,830       |

Note:

1 All participants, except the Group CEO and CFO, were granted an award on 24 March 2017. The Group CEO and CFO were granted an award on 12 May 2017 after the remuneration policy approval at the Mondi Limited and Mondi plc AGMs. The weighted average grant date fair value is reflected in the table. All performance requirements are identical for all 2017 LTIP awards

2 The base fair value has been adjusted for contractually-determined market-based performance conditions

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 19 Share-based payments (continued)

All of these schemes are settled by the award of ordinary shares in the Company. The Company has no obligation to settle the awards made under these schemes in cash. An amount equal to the dividends that would have been paid on Bonus Share Plan (BSP) and Long-Term Incentive Plan (LTIP) share awards during the holding period are paid to participants upon vesting.

The total fair value charge in respect of all the Mondi Limited share awards for the year ended 31 December is made up as follows:

| R million                                | 2017      | 2016      |
|--|-----------|-----------|
| Bonus Share Plan                         | 21        | 14        |
| Long-Term Incentive Plan                 | 13        | 12        |
| <b>Total share-based payment expense</b> | <b>34</b> | <b>26</b> |

The weighted average share price of share awards that vested during the period was R306.79 (2016: R286.31).

A reconciliation of share award movements for the Mondi Limited share schemes is shown below:

| number of shares             | BSP            | LTIP           | Total          |
|------------------------------|----------------|----------------|----------------|
| At 1 January 2016            | 243,522        | 299,909        | 543,431        |
| Shares conditionally awarded | 72,868         | 82,832         | 155,700        |
| Shares vested                | (98,161)       | (124,162)      | (222,323)      |
| Shares lapsed                | (14,561)       | —              | (14,561)       |
| <b>At 31 December 2016</b>   | <b>203,668</b> | <b>258,579</b> | <b>462,247</b> |
| Shares conditionally awarded | 37,913         | 60,758         | 98,671         |
| Shares vested                | (116,155)      | (85,951)       | (202,106)      |
| Shares lapsed                | (5,914)        | (48,954)       | (54,868)       |
| <b>At 31 December 2017</b>   | <b>119,512</b> | <b>184,432</b> | <b>303,944</b> |

### 20 Retirement benefits

The Company operates a post-retirement defined contribution plan and a post-retirement medical plan.

#### Defined contribution plan

The assets of the defined contribution plans are held separately in an independently administered fund. The charge in respect of this plan of R70 million (2016: R67 million) is calculated on the basis of the contribution payable by the Company in the financial year. There were no material outstanding or prepaid contributions recognised in relation to this plan as at the reporting dates presented. The expected contributions to be paid to the defined contribution plan during 2018 is R88 million.

#### Defined benefit pension plan

The defined benefit pension plan entered the liquidation process in 2012 and the Company expects to receive a reimbursement of the pension surplus of R60 million once the fund is wound up, subject to any potential claims. No further claims have been lodged with the fund since it entered the liquidation process. The expected reimbursement is included in trade and other receivables.

#### Post-retirement medical plan

The post-retirement medical plan provides health benefits to retired employees and certain of their dependants. Eligibility for cover is dependent upon certain criteria. This plan is unfunded and has been closed to new participants since 1 January 1999.

The boards of trustees of this plan are required to act in the best interest of the plan and all relevant stakeholders of the plan (active employees, inactive employees, retirees and employers).

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 20 Retirement benefits (continued)

Except for the actuarial risks set out below, the Company has not identified any additional specific risks in respect of these plans.

|                             |   |
|-----------------------------|---|
| Interest risk               | A decrease in the bond interest rate will increase plan liabilities.  |
| Longevity risk              | The present value of the net retirement benefit liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan liabilities. |
| Salary risk                 | The present value of the net retirement benefit liability is calculated by reference to the expected future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liabilities.   |
| Medical cost inflation risk | The present value of the post-retirement medical plans is calculated by reference to expected future medical costs. An increase in medical cost inflation will increase the plan liabilities.   |

Independent qualified actuaries carry out full valuations every year using the projected unit credit method.

#### Actuarial assumptions

The principal assumptions used in the actuarial valuation of the post-retirement medical obligation are detailed below:

| %  | 2017 | 2016 |
|--|------|------|
| Discount rate                              | 9.51 | 9.46 |
| Rate of inflation                          | 6.77 | 7.18 |
| Rate of increase in salaries               | 7.77 | 8.18 |
| Expected average increase of medical costs | 8.27 | 8.68 |

The assumption for the discount rate for plan liabilities is based on the South African zero coupon government bond yield curve.

#### Mortality assumptions

The assumed remaining life expectancies on retirement at age 65 are:

| years                       | 2017  | 2016  |
|-----------------------------|-------|-------|
| <b>Retiring today</b>       |       |       |
| Males                       | 16.14 | 16.09 |
| Females                     | 20.20 | 20.15 |
| <b>Retiring in 20 years</b> |       |       |
| Males                       | 21.54 | 21.44 |
| Females                     | 25.73 | 25.63 |

The mortality assumptions have been based on published mortality tables in South Africa.

The net retirement benefits liability recognised in the statement of financial position is as follows:

| R million  | 2017  | 2016  |
|--|-------|-------|
| Present value of unfunded liabilities (Post-retirement medical plan) | (773) | (797) |

The changes in the present value of the net defined benefit liability is as follows:

| R million                                     | Net liability |              |
|---|---------------|--------------|
|   | 2017          | 2016         |
| At 1 January                                  | (797)         | (794)        |
| Included in income statement                  |               |              |
| Interest cost                                 | (75)          | (77)         |
| Included in statement of comprehensive income |               |              |
| Remeasurement gains                           | 56            | 11           |
| Acquisition of business <sup>1</sup>          | (20)          | —            |
| Benefits paid                                 | 63            | 63           |
| <b>At 31 December</b>                         | <b>(773)</b>  | <b>(797)</b> |

Note:

<sup>1</sup> Acquisition of the assets and liabilities of Mondi Shanduka Newsprint Proprietary Limited, a subsidiary of the Company

# Notes to the financial statements continued for the year ended 31 December 2017

## 20 Retirement benefits (continued)

The expected maturity analysis of undiscounted retirement benefits is as follows:

| R million                 | 2017  | 2016  |
|---------------------------|-------|-------|
| Less than a year          | 65    | 64    |
| Between one and two years | 67    | 66    |
| Between two to five years | 212   | 213   |
| After five years          | 2,462 | 3,059 |

The weighted average duration of the Company's defined retirement benefits liability is 10 years (2016: 10 years).

The expected contributions to be paid to the post-retirement medical plan during 2018 is R65 million.

### Sensitivity analyses

The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analyses may not be representative of the actual changes in the net retirement benefits liability as it is unlikely that the change in assumptions would occur in isolation of one another and some of the assumptions may be inter-related. The projected unit credit method was used to calculate the sensitivity analyses below.

A 1% change in the assumptions would have the following effects on the net retirement benefits plans:

| R million  | 1% increase            | 1% decrease |
|--|------------------------|-------------|
| <b>Discount rate</b>   |                        |             |
| Decrease in current service cost   | —                      | —           |
| (Decrease)/increase in net retirement benefits liability                       | (63)                   | 75          |
| <b>Rate of inflation</b>   |                        |             |
| Decrease in current service cost   | —                      | —           |
| Increase/(decrease) in net retirement benefits liability                       | 71                     | (62)        |
| <b>Rate of increase in salaries</b>  |                        |             |
| Decrease in current service cost   | —                      | —           |
| Increase/(decrease) in net retirement benefits liability                       | 19                     | (20)        |
| <b>Medical cost trend rate</b>   |                        |             |
| Increase/(decrease) in aggregate of the current service cost and interest cost | 7                      | (6)         |
| Increase/(decrease) in net retirement benefits liability                       | 71                     | (62)        |
| <b>Mortality rates</b>   | <b>1 year increase</b> |             |
| Decrease in current service cost   | —                      |             |
| Increase in net retirement benefits liability                                  | 32                     |             |

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 21 Cash flow analysis

#### (a) Reconciliation of profit before tax to cash generated from operations

| R million   | 2017         | 2016         |
|---|--------------|--------------|
| <b>Profit before tax</b>  | <b>1,164</b> | <b>2,097</b> |
| Depreciation  | 585          | 536          |
| Impairment of property, plant and equipment (not included in special items) | —            | 18           |
| Share-based payments  | 34           | 26           |
| Non-cash effect of special items  | (17)         | 44           |
| Net finance costs   | 189          | 109          |
| Increase/(decrease) in provisions   | 4            | (24)         |
| Decrease in retirement benefits   | (63)         | (63)         |
| Increase in inventories   | —            | (131)        |
| (Increase)/decrease in operating receivables                                | (279)        | 286          |
| Decrease in operating payables  | (86)         | (2)          |
| Fair value gains on forestry assets   | (463)        | (884)        |
| Felling costs   | 906          | 709          |
| Loss on disposal of property, plant and equipment and forestry assets       | 39           | 33           |
| Movement in held-for-trading derivatives                                    | (40)         | 11           |
| Other adjustments   | —            | (1)          |
| <b>Cash generated from operations</b>                                       | <b>1,973</b> | <b>2,764</b> |

#### (b) Cash and cash equivalents

| R million   | 2017         | 2016         |
|---|--------------|--------------|
| Cash and cash equivalents per statement of financial position | 4            | 1            |
| Bank overdrafts included in short-term borrowings             | (737)        | (366)        |
| <b>Cash and cash equivalents per statement of cash flows</b>  | <b>(733)</b> | <b>(365)</b> |

The fair value of cash and cash equivalents approximate their carrying values presented.

#### (c) Movement in net debt

The Company's net debt position is as follows:

| R million                            | Cash and cash equivalents | Current financial asset investments | Loans to related parties | Total assets | Debt due within one year | Total net debt |
|--------------------------------------|---------------------------|-------------------------------------|--------------------------|--------------|--------------------------|----------------|
| At 1 January 2016                    | (104)                     | 207                                 | 210                      | <b>313</b>   | (726)                    | <b>(413)</b>   |
| Cash flow                            | (261)                     | 59                                  | 16                       | <b>(186)</b> | (126)                    | <b>(312)</b>   |
| Disposals                            | —                         | (41)                                | —                        | <b>(41)</b>  | —                        | <b>(41)</b>    |
| Impairment                           | —                         | —                                   | (54)                     | <b>(54)</b>  | —                        | <b>(54)</b>    |
| Fair value loss                      | —                         | (37)                                | —                        | <b>(37)</b>  | —                        | <b>(37)</b>    |
| <b>At 31 December 2016</b>           | <b>(365)</b>              | <b>188</b>                          | <b>172</b>               | <b>(5)</b>   | <b>(852)</b>             | <b>(857)</b>   |
| Cash flow                            | (372)                     | (70)                                | 61                       | <b>(381)</b> | (359)                    | <b>(740)</b>   |
| Acquisition of business <sup>1</sup> | 4                         | —                                   | (274)                    | <b>(270)</b> | —                        | <b>(270)</b>   |
| Reversal of impairment               | —                         | —                                   | 137                      | <b>137</b>   | —                        | <b>137</b>     |
| Fair value loss                      | —                         | (7)                                 | —                        | <b>(7)</b>   | —                        | <b>(7)</b>     |
| <b>At 31 December 2017</b>           | <b>(733)</b>              | <b>111</b>                          | <b>96</b>                | <b>(526)</b> | <b>(1,211)</b>           | <b>(1,737)</b> |

Note:

<sup>1</sup> Elimination of loan due to acquisition of the assets and liabilities of Mondi Shanduka Newsprint Proprietary Limited, a subsidiary of the Company

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 22 Capital commitments

| R million                        | 2017         | 2016         |
|----------------------------------|--------------|--------------|
| Contracted for but not provided  | 246          | 184          |
| Approved, not yet contracted for | 1,079        | 1,393        |
| <b>Total capital commitments</b> | <b>1,325</b> | <b>1,577</b> |

These capital commitments are in respect of property, plant and equipment.

The expected maturity of these capital commitments is:

| R million                        | 2017         | 2016         |
|----------------------------------|--------------|--------------|
| Within one year                  | 1,023        | 1,233        |
| One to two years                 | 302          | 344          |
| <b>Total capital commitments</b> | <b>1,325</b> | <b>1,577</b> |

Capital commitments are based on capital projects approved to date and the budget approved by the board. Major capital projects still require further approval before they commence and are not included in the above analysis. These capital commitments are expected to be financed from existing cash resources and borrowing facilities.

### 23 Contingent liabilities

There were no contingent liabilities to be disclosed and no acquired contingent liabilities to be recorded in the Company's statement of financial position for either year presented. The Company has issued financial guarantees to suppliers for services rendered in the ordinary course of business of R72 million (2016: R76 million). The likelihood of these financial guarantees being called is considered to be remote and therefore the estimated financial effect of issuance is nil (2016: nil).

The Company is subject to certain legal proceedings, claims, complaints and investigations arising out of the ordinary course of business. Legal proceedings may include, but are not limited to, alleged breach of contract and alleged breach of environmental, competition, securities and health and safety laws. The Company may not be insured fully, or at all, in respect of such risks. The Company cannot predict the outcome of individual legal actions or claims or complaints or investigations. The Company may settle litigation or regulatory proceedings prior to a final judgment or determination of liability. The Company may do so to avoid the cost, management efforts or negative business, regulatory or reputational consequences of continuing to contest liability, even when it considers it has valid defences to liability. The Company considers that no material loss to the Company is expected to result from these legal proceedings, claims, complaints and investigations. Provision is made for all liabilities that are expected to materialise, due to legal and tax claims against the Company.

### 24 Operating leases

The Company has entered into 175 (2016: 297) lease agreements, none of which are individually significant.

The operating lease expense that has been recorded in the Company's income statement is R119 million (2016: R64 million).

As at 31 December, the Company had the following outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

| R million                     | 2017       | 2016       |
|-------------------------------|------------|------------|
| Within one year               | 89         | 76         |
| One to two years              | 74         | 46         |
| Two to five years             | 108        | 88         |
| After five years              | 231        | 123        |
| <b>Total operating leases</b> | <b>502</b> | <b>333</b> |

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 25 Financial instruments

The Company's trading and financing activities expose it to various financial risks that, if left unmanaged, could adversely impact current or future earnings. Although not necessarily mutually exclusive, these financial risks are categorised separately according to their different generic risk characteristics and include market risk (foreign exchange risk and interest rate risk), credit risk and liquidity risk. The Company is actively engaged in the management of all of these financial risks in order to minimise their potential adverse impact on the Company's financial performance.

The principles, practices and procedures governing the Company-wide financial risk management process have been approved by the board and is overseen by the DLC executive committee. In turn, the DLC executive committee delegates authority to a central treasury function (Group treasury) for the practical implementation of the financial risk management process across the Mondi Group and for ensuring that the Mondi Group's entities adhere to specified financial risk management policies. Group treasury continually reassesses and reports on the financial risk environment; identifying, evaluating and hedging financial risks by entering into derivative contracts with counterparties where appropriate. The Company does not take speculative positions on derivative contracts.

#### (a) Financial instruments by category

| 2017/R million                           | Fair value hierarchy | Loans and receivables | At fair value through profit or loss | Available-for-sale investments | Total        |
|--|----------------------|-----------------------|--------------------------------------|--------------------------------|--------------|
| <b>Financial assets</b>                  |                      |                       |                                      |                                |              |
| Trade and other receivables <sup>1</sup> |                      | 1,758                 | —                                    | —                              | 1,758        |
| Financial asset investments              | Level 1              | —                     | —                                    | 165                            | 165          |
| Derivative financial instruments         | Level 2              | —                     | 45                                   | —                              | 45           |
| Cash and cash equivalents                |                      | 4                     | —                                    | —                              | 4            |
| <b>Total</b>                             |                      | <b>1,762</b>          | <b>45</b>                            | <b>165</b>                     | <b>1,972</b> |

| 2016/R million                           | Fair value hierarchy | Loans and receivables | At fair value through profit or loss | Available-for-sale investments | Total        |
|--|----------------------|-----------------------|--------------------------------------|--------------------------------|--------------|
| <b>Financial assets</b>                  |                      |                       |                                      |                                |              |
| Trade and other receivables <sup>1</sup> |                      | 1,452                 | —                                    | —                              | 1,452        |
| Financial asset investments              | Level 1              | —                     | —                                    | 211                            | 211          |
| Derivative financial instruments         | Level 2              | —                     | 5                                    | —                              | 5            |
| Cash and cash equivalents                |                      | 1                     | —                                    | —                              | 1            |
| <b>Total</b>                             |                      | <b>1,453</b>          | <b>5</b>                             | <b>211</b>                     | <b>1,669</b> |

Note:

1 Excludes tax, social security, prepayments and accrued income

| R million                             | Fair value hierarchy | At amortised cost |                |
|---------------------------------------|----------------------|-------------------|----------------|
|                                       |                      | 2017              | 2016           |
| <b>Financial liabilities</b>          |                      |                   |                |
| Borrowings – loans and overdrafts     | Level 2              | (1,948)           | (1,218)        |
| Trade and other payables <sup>1</sup> |                      | (469)             | (479)          |
| <b>Total</b>                          |                      | <b>(2,417)</b>    | <b>(1,697)</b> |

Note:

1 Excludes accruals and deferred income

The fair values of available-for-sale investments represent the published prices of the securities concerned. Loans and receivables are held at amortised cost. The fair value of loans and receivables approximate the carrying values presented.

#### (b) Fair value measurement

There have been no transfers of assets or liabilities between levels of the fair value hierarchy during the year.

The directors consider that the carrying values of financial assets and financial liabilities recorded at amortised cost in the financial statements are approximately equal to their fair values.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 25 Financial instruments (continued)

#### (c) Financial risk management

##### Market risk

The Company's activities expose it primarily to foreign exchange and interest rate risk. Both risks are actively monitored on a regular basis and managed through the use of foreign exchange contracts and interest rate swaps as appropriate. Although the Company's cash flows are exposed to movements in key input and output prices, such movements represent commercial rather than financial risk inherent to the Company.

##### Foreign exchange risk

The Company operates globally and is exposed to foreign exchange risk in the normal course of its business. Multiple currency exposures arise from commercial transactions denominated in foreign currencies and recognised financial assets and liabilities (monetary items) denominated in foreign currencies.

##### Foreign exchange contracts

The Company's treasury policy requires it to actively manage foreign currency transactional exposures against its functional currency by entering into foreign exchange contracts.

Only material balance sheet exposures and highly probable forecast capital expenditure transactions are hedged.

##### Foreign currency sensitivity analysis

Foreign exchange risk sensitivity analysis has been performed on the foreign currency exposures inherent in the Company's financial assets and financial liabilities at the reporting dates presented, net of related foreign exchange contracts. The sensitivity analysis provides an indication of the impact on the Company's reported earnings of reasonably possible changes in the exposure currency. In addition, an indication is provided of how reasonably possible changes in foreign exchange rates might impact on the Company's equity, as a result of fair value adjustments to foreign exchange contracts designated as cash flow hedges. Reasonably possible changes are based on an analysis of historical currency volatility, together with any relevant assumptions regarding near-term future volatility.

##### Net monetary foreign currency exposures by functional currency zone

| R million       | 2017 | 2016 |
|-----------------|------|------|
| Euro            | (42) | (25) |
| Pounds sterling | (1)  | —    |
| Swedish krona   | (3)  | (3)  |
| US dollar       | (20) | (20) |

##### Resultant impacts of reasonably possible changes to foreign exchange rates

The Company considers that for each foreign currency net monetary exposure it is reasonable to assume a 10% appreciation/depreciation of the South African rand. The total corresponding fair value impact on the Company's income statement would be +/-R7 million (2016: +/-R5 million).

##### Interest rate risk

The Company holds cash and cash equivalents, which earn interest at a variable rate and has variable rate debt in issue. Consequently, the Company is exposed to interest rate risk.

##### Management of cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with short-term highly liquid investments which have a maturity of three months or less from the date of acquisition. Centralised cash pooling arrangements are in place, which ensure that cash is utilised most efficiently for the ongoing working capital needs of the Company's operating units and, in addition, to ensure that the Company earns the most advantageous rates of interest available.

##### Management of variable rate debt

The Company has multiple variable rate debt facilities. When deemed necessary, Group treasury uses interest rate swaps to hedge certain exposures to movements in interest rates.

The Company's cash and cash equivalents act as a natural hedge against possible unfavourable movements in the relevant interbank lending rates on its variable rate debt, subject to any interest rate differentials that exist between corporate saving and lending rates.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 25 Financial instruments (continued)

#### Net variable rate debt sensitivity analysis

The net variable rate exposure represents variable rate debt less cash and cash equivalents. Reasonably possible changes in interest rates have been applied to the net variable rate exposure, in order to provide an indication of the possible impact on the Company's income statement.

The Company did not have any outstanding interest rate swaps at 31 December 2017.

A 50 basis points movement in the interest rate will impact the earnings for the year by R10 million (2016: R6 million).

#### Credit risk

The Company's credit risk is mainly confined to the risk of customers defaulting on sales invoices raised. The Company's exposure to the credit risk inherent in its trade receivables and the associated risk management techniques that the Company deploys in order to mitigate this risk are discussed in note 13.

#### Liquidity risk

Liquidity risk is the risk that the Company could experience difficulties in meeting its commitments to creditors as financial liabilities fall due for payment. The Company manages its liquidity risk by using reasonable and retrospectively assessed assumptions to forecast the future cash-generative capabilities and working capital requirements of the businesses it operates and by maintaining sufficient reserves, committed borrowing facilities and other credit lines as appropriate.

The Company has fully drawn down on its South African committed loan facilities. The Company is a named borrower on the Mondi Group €750 million Syndicated Revolving Credit Facility (RCF). The RCF had drawings of £15 million by Mondi Finance plc at 31 December 2017 (2016: £0 million). The Company also has R414 million (2016: R784 million) available to draw down on its uncommitted loan facilities.

Forecast liquidity represents the Company's expected cash inflows, principally generated from sales made to customers, less the Company's expected cash outflows, principally related to the payment of employees, supplier payments and the repayment of borrowings, plus the payment of any interest accruing thereon. The matching of these cash inflows and outflows rests on the expected ageing profiles of the underlying assets and liabilities.

The matching of the cash flows that result from trade receivables and trade payables typically takes place over a period of three to four months from recognition in the statement of financial position and is managed to ensure the ongoing operating liquidity of the Company.

Financing cash outflows may be longer-term in nature. The Company does not hold long-term financial assets to match against these commitments, but is significantly invested in long-term non-financial assets which generate the sustainable future cash inflows, net of future capital expenditure requirements, needed to service and repay the Company's borrowings.

#### Contractual maturity analysis

Trade receivables, the principal class of non-derivative financial assets held by the Company, are settled gross by customers. The Company's financial investments, which are not held-for-trading and therefore do not comprise part of the Company's liquidity planning arrangements, make up the remainder of the non-derivative financial assets held.

#### (d) Derivative financial instruments

Derivative financial instruments are carried at fair value. At 31 December 2017, the Company recognised total derivative assets of R45 million (2016: R5 million) all of which mature within one year.

The notional amount of R589 million (2016: R376 million) is the aggregate face value of all derivatives outstanding at the reporting date. They do not indicate the contractual future cash flows of the derivative instruments held or their current fair value and, therefore, do not indicate the Company's exposure to credit or market risks.

#### Hedging

##### Cash flow hedges

The Company designates certain derivative financial instruments as cash flow hedges. The fair value gains/(losses) are reclassified from the cash flow hedge reserve to profit and loss in the period when the hedged transaction affects profit and loss. For non-current non-financial assets, these gains/(losses) are included in the carrying value of the asset and depreciated over the same useful life as the cost of the asset.

There were no fair value gains/(losses) reclassified from the cash flow hedge reserve during the current year. There was no ineffectiveness recognised in profit or loss arising on cash flow hedges for both the years presented.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 26 Related party transactions

In the ordinary course of business, the Company enters into various sale, purchase and service transactions with its subsidiaries and others in which the Company has a material interest. These transactions are under terms that are no less favourable than those arranged with third parties. These transactions, in total, are not considered to be significant.

| R million                                  | Mondi plc subsidiaries |       | Subsidiaries |      | Mondi Incentive Schemes Trust |      |
|--|------------------------|-------|--------------|------|-------------------------------|------|
|  | 2017                   | 2016  | 2017         | 2016 | 2017                          | 2016 |
| Sales to related parties                   | 1,517                  | 1,645 | 48           | 68   | —                             | —    |
| Purchases from related parties             | 12                     | 11    | 292          | 319  | —                             | —    |
| Net finance expense                        | —                      | —     | 12           | 4    | —                             | —    |
| Investment in and loans to related parties | —                      | —     | 148          | 224  | —                             | 59   |
| Receivables due from related parties       | 380                    | 251   | 24           | 67   | —                             | —    |
| Payables due to related parties            | 135                    | 22    | 51           | 63   | —                             | —    |
| Borrowings from related parties            | —                      | —     | 412          | 352  | —                             | —    |
| Shares vested                              | —                      | —     | —            | —    | 30                            | 41   |

### Compensation for the Boards and key management

In accordance with IAS 24, 'Related Party Disclosures', key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, and includes directors (both executive and non-executive) of the Company.

The board and those members of the DLC executive committee who are not directors comprise the key management personnel of the Company. The remuneration of the directors is disclosed in the Remuneration report.

| R million                                 | 2017       | 2016       |
|---|------------|------------|
| Salaries and short-term employee benefits | 128        | 118        |
| Non-executive directors                   | 17         | 18         |
| Defined contribution plan payments        | 14         | 14         |
| Social security costs                     | 19         | 20         |
| Share-based payments                      | 99         | 83         |
| <b>Total</b>                              | <b>277</b> | <b>253</b> |

Details of the transactions between the Company and its pension and post-retirement medical plans are disclosed in note 20.

The information presented above, in conjunction with the directors' remuneration included in the report of the directors, satisfies the disclosure requirements of the Companies Act of South Africa 2008 Section 30(4) to (6) with regard to the remuneration of prescribed officers of the Company.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 27 Group companies

The subsidiaries, joint ventures and associates of the Company as at the reporting dates presented, and the Company's percentage of equity owned, together with the Company's interest in its joint ventures and associates are presented below. All of these interests are consolidated within the Mondi Group's combined and consolidated financial statements.

All shares are held directly except where noted. Except where stated, the shares held are ordinary shares.

| Company  | Registered office  | % of shares held by Company |
|--|--|-----------------------------|
| <b>Côte d'Ivoire</b>   |  |                             |
| La Sacherie Moderne SA <sup>1</sup>                                | Zone Industrielle de Yopougon 01, Abidjan, BP 5676             | 50                          |
| <b>South Africa</b>  |  |                             |
| Arctic Sun Trading 17 Proprietary Limited <sup>1</sup>             | Unit 4, 57 St. Andrews Drive, Durban North, 4051               | 50                          |
| Bongani Development Close Corporation                              | 4th Floor, No 3 Melrose Boulevard, Melrose Arch, 2196          | 100                         |
| Golden Pond Trading 250 Proprietary Limited <sup>1</sup>           | 3 Joyner Road, Prospecton, 4110                                | 49                          |
| Khulanathi Forestry Proprietary Limited <sup>1</sup>               | Lakeside Terrace, 3rd Floor, ABSA Building, Richards Bay, 3900 | 30                          |
| Mbulwa Estate Proprietary Limited <sup>1</sup>                     | 4th Floor, No 3 Melrose Boulevard, Melrose Arch, 2196          | 50                          |
| Mondi Africa Holdings Proprietary Limited                          | 4th Floor, No 3 Melrose Boulevard, Melrose Arch, 2196          | 100                         |
| Mondi Forestry Partners Programme Proprietary Limited <sup>1</sup> | 380 Old Howick Road, Mondi House, Hilton, 3245                 | 100                         |
| Mondi Newsprint Proprietary Limited <sup>2</sup>                   | 4th Floor, No 3 Melrose Boulevard, Melrose Arch, 2196          | 100                         |
| Mondi Sacherie Moderne Holdings Proprietary Limited                | 4th Floor, No 3 Melrose Boulevard, Melrose Arch, 2196          | 100                         |
| Mondi Timber (Wood Products) Proprietary Limited                   | 4th Floor, No 3 Melrose Boulevard, Melrose Arch, 2196          | 100                         |
| Mondi Timber Limited <sup>2</sup>                                  | 4th Floor, No 3 Melrose Boulevard, Melrose Arch, 2196          | 100                         |
| Mondi Zimele Job Funds Proprietary Limited <sup>1</sup>            | 380 Old Howick Road, Mondi House, Hilton, 3245                 | 100                         |
| Mondi Zimele Proprietary Limited                                   | 380 Old Howick Road, Mondi House, Hilton, 3245                 | 100                         |
| MZ Business Services Proprietary Limited <sup>1</sup>              | 128 Lansdowne Road, Jacobs, 4052                               | 100                         |
| MZ Technical Services Proprietary Limited <sup>1</sup>             | 128 Lansdowne Road, Jacobs, 4052                               | 56                          |
| Professional Starch Proprietary Limited <sup>1</sup>               | 380 Old Howick Road, Mondi House, Hilton, 3245                 | 100                         |
| Siyaqhubeka Forests Proprietary Limited <sup>1</sup>               | 4th Floor, No 3 Melrose Boulevard, Melrose Arch, 2196          | 51                          |
| Zimshelf Eight Investment Holdings Proprietary Limited             | 4th Floor, No 3 Melrose Boulevard, Melrose Arch, 2196          | 100                         |

Notes:

1 These companies are held indirectly

2 Mondi Shanduka Newsprint Proprietary Limited has changed name to Mondi Newsprint Proprietary Limited on 31 July 2017

3 The company has ordinary and cumulative preference shares

### 28 Events occurring after 31 December 2017

In addition to the proposed final ordinary and special dividends for 2017, included in note 7, there has been the following material reportable event since 31 December 2017:

- A new €600 million one year multicurrency revolving credit facility was signed on 22 February 2018 on normal commercial terms for such a facility. The facility will be used for general corporate purposes.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 29 Accounting policies

#### Subsidiaries and associates (note 10)

The Company's investments in subsidiaries and associates are reflected at cost less amounts written off and accumulated impairments. Any potential impairment is determined on a basis consistent with the accounting policy on the impairment of property, plant and equipment.

#### Foreign currency transactions

Foreign currency transactions are translated into the functional currency of the Company using the exchange rates ruling on the dates of the transactions. At each reporting date, monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing on the reporting date. Gains and losses arising on translation are included in the income statement and are classified as either operating or financing consistent with the nature of the monetary item giving rise to them.

#### Fair value measurement

Assets and liabilities that are measured at fair value, or where the fair value of financial instruments have been disclosed in notes to the financial statements, are based on the following fair value measurement hierarchy:

- level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;
- level 2 – inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices); and
- level 3 – inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

The Company does not hold any financial instruments categorised as level 3 financial instruments. The only assets measured at fair value on level 3 of the fair value measurement hierarchy are the Company's forestry assets as set out in note 9.

The fair values of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) are determined using generally accepted valuation techniques. These valuation techniques maximise the use of observable market data and rely as little as possible on Company specific estimates.

Specific valuation methodologies used to value financial instruments include:

- the fair values of interest rate swaps and foreign exchange contracts are calculated as the present value of expected future cash flows based on observable yield curves and exchange rates; and
- other techniques, including discounted cash flow analysis, are used to determine the fair values of other financial instruments.

#### Revenue recognition

##### Sale of goods

Revenue is derived principally from the sale of goods and is measured at the fair value of the consideration received or receivable, after deducting discounts, volume rebates, value added tax and other sales taxes. A sale is recognised when the significant risks and rewards of ownership have been transferred to the customer. This is when title and insurance risk have passed to the customer which is typically when the goods have been delivered to a contractually agreed location.

##### Other income

##### Investment income (note 5)

Interest income, which is derived from cash and cash equivalents and other interest-bearing financial assets, is accrued on a time proportion basis, by reference to the principal outstanding and at the applicable effective interest rate. Interest income is included in net finance costs.

##### Taxation (note 6)

The tax expense represents the sum of the current tax charge and the movement in deferred tax.

##### Current tax

The current tax charge is based on taxable profit for the year. The Company's asset/liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting date. The Company is regularly subjected to routine tax audits. Provision is made based on the tax laws applicable for the Company and the expected outcomes of any negotiations or settlements.

A degree of estimation and judgement is required in determining the appropriate tax provision for transactions where the tax treatment is uncertain. In these circumstances, the Company recognises provisions for taxes based on information available where the anticipated liability is both probable and estimable.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 29 Accounting policies (continued)

#### Deferred tax

Deferred tax is the tax expected to be payable or recoverable on temporary differences between the carrying amount of assets and liabilities in the Company's financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary differences arise from the initial recognition of goodwill or from the initial recognition, other than in a business combination, of other assets and liabilities in a transaction that affects neither the tax profit nor accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each reporting date. The carrying amount is reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered within a reasonable period of time. Similarly, it is increased to the extent that it becomes probable that sufficient taxable profit will be available in the future for all or part of the deferred tax asset to be recovered within a reasonable period of time.

Deferred tax is calculated at the tax rates that have been enacted or substantively enacted and are expected to apply in the year when the liability is settled or the asset is realised. Deferred tax is charged or credited to the income statement, except when it relates to items charged or credited directly to other comprehensive income and accumulated in equity, in which case the deferred tax is also taken directly to other comprehensive income and accumulated in equity.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same tax authority and the Company intends to settle its current tax assets and liabilities on a net basis.

#### Non-current non-financial assets excluding deferred tax and net retirement benefits asset

##### Property, plant and equipment (note 8)

Property, plant and equipment principally comprise land and buildings, plant and equipment and assets in the course of construction.

Property, plant and equipment is stated at cost less accumulated depreciation and impairment. Land and assets in the course of construction are carried at cost less impairment. Cost includes site preparation, the purchase price of the equipment and directly attributable labour and installation costs. Borrowing costs are capitalised on qualifying assets. The capitalisation of costs ceases when the asset is in the location and condition necessary for it to be capable of commercial operation. Start-up and ongoing maintenance costs are not capitalised.

Depreciation is charged to the income statement so as to write off the cost of assets, other than land and assets in the course of construction, over their estimated useful lives on a straight-line basis to their estimated residual values. Residual values and useful lives are reviewed at least annually. Depreciation commences when the assets are ready for their intended use. Estimated useful lives range from three years to 20 years for items of plant and equipment and other categories and to a maximum of 50 years for buildings.

##### Impairment of property, plant and equipment

At each reporting date, the Company reviews the carrying amounts of its property, plant and equipment to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated. If the recoverable amount of an asset, or cash-generating unit (CGU) to which the asset relates, is less than its carrying amount, the carrying amount of the asset, or CGU, is reduced to its recoverable amount and an impairment recognised as an expense.

The recoverable amount of the asset, or CGU, is the higher of its fair value less costs of disposal and its value-in-use. In assessing value-in-use, the estimated future cash flows generated by the asset are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which estimates of future cash flows have not been adjusted. Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the smallest CGU to which the asset belongs.

Where the underlying circumstances change such that a previously recognised impairment subsequently reverses, the carrying amount of the asset, or CGU, is increased to the revised estimate of its recoverable amount. Such a reversal is limited to the carrying amount that would have been determined had no impairment been recognised for the asset, or CGU, in prior years. A reversal of an impairment is recognised in the income statement.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 29 Accounting policies (continued)

#### Agriculture – owned forestry assets (note 9)

Owned forestry assets are measured at fair value less costs to sell, calculated by applying the expected selling price, less costs to harvest and deliver, to the estimated volume of timber on hand at each reporting date. The fair value less costs to sell is determined using a market approach. The estimated volume of timber on hand is determined based on the maturity profile of the area under afforestation, the species, the geographic location and other environmental considerations and excludes future growth. The product of these is then adjusted for risks associated with forestry assets.

Changes in fair value are recognised in the income statement within other net operating expenses. At point of felling, the carrying value of forestry assets is transferred to inventory.

Directly attributable costs incurred during the year of biological growth and investments in standing timber are capitalised and presented within cash flows from investing activities.

#### Current non-financial assets

##### Inventory (note 12)

Inventory is valued at the lower of cost and net realisable value. Cost is determined on the first-in-first-out (FIFO) or weighted average cost basis, as appropriate. Costs comprise direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Net realisable value is defined as the selling price less any estimated costs of disposal.

##### Provisions (note 15)

Provisions are recognised when the Company has a present obligation as a result of a past event, which it is probable it will be required to settle. Provisions are measured at management's best estimate of the expenditure required to settle the obligation at the reporting date, and are discounted to present value using country specific discount rates for periods matching the duration of the underlying liability where the effect of discounting is material.

#### Equity instruments

##### Dividend payments (note 7)

Dividend distributions to Mondi Limited's ordinary shareholders are recognised as a liability when the dividends are declared and approved. Final dividends are accrued when approved by Mondi Limited's ordinary shareholders at its Annual General Meeting and interim dividends are recognised when approved by the board.

##### Share-based payments (note 19)

The Company operates a number of equity-settled, share-based compensation schemes. The fair value of the employee services received in exchange for the grant of share awards is recognised concurrently as an expense and an adjustment to equity. The total amount to be expensed over the vesting period is determined by reference to the fair value of the share awards granted, as adjusted for market performance conditions and non-market vesting conditions. Vesting conditions are included in assumptions about the number of awards that are expected to vest. At each reporting date, the Company revises its estimates of the number of share awards that are expected to vest as a result of changes in non-market vesting conditions. It recognises the impact of the revision to original estimates, if any, in the income statement, with a corresponding adjustment to equity.

##### Financial instruments (note 25)

Financial assets and financial liabilities are recognised in the Company's statement of financial position when the Company becomes party to the contractual provisions of the instrument.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the income statement.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 29 Accounting policies (continued)

#### Financial asset investments (note 11)

Investments, other than investments in subsidiaries and associates, are either classified as available-for-sale or loans and receivables.

Available-for-sale investments are initially recorded at fair value. They are subsequently remeasured at each reporting date to fair value. Any unrealised gains and losses are recognised in other comprehensive income and deferred in equity until an investment is disposed of or impaired, at which time the cumulative gain or loss deferred in equity is included in the income statement.

Loans and receivables are measured on initial recognition at fair value, and are subsequently measured at amortised cost using the effective interest rate method.

#### Cash and cash equivalents (note 21b)

Cash and cash equivalents comprise cash on hand and demand deposits, together with short-term, highly liquid investments of a maturity of three months or less from the date of acquisition that are readily convertible to a known amount of cash and that are subject to an insignificant risk of changes in value. Bank overdrafts are shown within short-term borrowings in current liabilities in the statement of financial position. Cash and cash equivalents in the statement of cash flows and in the presentation of net debt are net of overdrafts.

#### Trade receivables and payables (notes 13 and 14)

Trade receivables and payables are initially recognised at fair value and are subsequently carried at amortised cost using the effective interest rate method. Trade receivables are reduced by an allowance for impairment.

#### Borrowings (note 17)

Interest bearing loans and overdrafts are initially recognised at fair value, net of direct transaction costs. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds, net of transaction costs, and the redemption value is recognised in the income statement over the term of the borrowings using the effective interest rate method.

#### Borrowing costs (note 5)

Interest on borrowings directly relating to the acquisition, construction or production of qualifying assets is capitalised until such time as the assets are substantially ready for their intended use or sale. Where funds have been borrowed specifically to finance a project, the amount capitalised represents the actual borrowing costs incurred. Where the funds used to finance a project form part of general borrowings, the amount capitalised is calculated using a weighted average of rates applicable to relevant general borrowings of the Company during the construction period.

All other borrowing costs are recognised in the income statement in the period in which they are incurred.

#### Derivative financial instruments and hedge accounting (note 25d)

The Company enters into forward, option and swap contracts in order to hedge its exposure to foreign exchange, interest rate and commodity price risks.

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and subsequently held at fair value in the statement of financial position within derivative financial instruments.

Changes in the fair value of derivative instruments that are not formally designated in hedge relationships are recognised immediately in the income statement and are classified within operating profit or net finance costs, depending on the type of risk to which the derivative relates.

#### Cash flow hedges

The effective portion of changes in the fair value of derivative financial instruments that are designated as hedges of future cash flows are recognised directly in other comprehensive income and accumulated in equity. The gain or loss relating to the ineffective portion is recognised immediately in the income statement. If the cash flow hedge of a forecast transaction results in the recognition of a non-financial asset then, at the time the asset is recognised, the associated gains or losses on the derivative that had previously been recognised in the Company's cash flow hedge reserve in equity are included in the initial measurement of the asset. For hedges that do not result in the recognition of a non-financial asset, amounts deferred in the Company's cash flow hedge reserve in equity are recognised in the income statement in the same period in which the hedged item affects profit and loss on a proportionate basis.

Hedge accounting is discontinued when the hedge relationship is revoked or the hedging instrument expires or is sold, terminated, exercised, or no longer qualifies for hedge accounting. At that time, any cumulative gain or loss deferred in equity remains in equity and is recognised in the income statement when the forecast transaction is ultimately recognised. If a hedge transaction is no longer expected to occur, the net cumulative gain or loss deferred in equity is included immediately in the income statement.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 29 Accounting policies (continued)

#### Retirement benefits (note 20)

The Company operates defined contribution pension plans for its employees as well as a post-retirement medical plan.

#### Defined contribution plans

For defined contribution plans, the amount charged to the income statement is the contributions paid or payable during the reporting period.

#### Defined benefit post-retirement medical plans

For defined benefit post-retirement medical plans, actuarial valuations are performed at each financial year end using the projected unit credit method. The average discount rate for the plans' liabilities is based on investment grade rated corporate bonds or similar government bonds of a suitable duration and currency.

Any increase in the present value of plan liabilities expected to arise from employee service during the year is charged to operating profit as service costs. Past service costs resulting from plan amendments or curtailments and gains or losses on settlements are charged to operating profit. A net interest expense or net interest income is calculated by applying the discount rate, on a per plan basis, to the net defined benefit liability or asset and recognised in the income statement within net finance costs.

Remeasurements comprising actuarial gains and losses are charged or credited to equity in other comprehensive income, net of deferred tax, in the reporting period in which they occur. Remeasurements recorded in other comprehensive income are not recycled to the income statement, but those amounts recognised in other comprehensive income may be transferred within equity.

#### Leases (note 24)

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. The Company has no material finance lease arrangements.

Rental costs under operating leases are charged to the income statement in equal annual amounts over the lease term unless another systematic basis is more representative of the pattern of use.

#### Alternative Performance Measures

The Company presents certain measures of financial performance, position or cash flows in the consolidated financial statements that are not defined or specified according to IFRS. These measures, referred to as Alternative Performance Measures (APMs), are prepared on a consistent basis for all periods presented in this report.

The most significant APMs are:

#### Net debt (note 21c)

A measure comprising short, medium, and long-term interest-bearing borrowings and the fair value of debt-related derivatives less cash and cash equivalents and current financial asset investments. Net debt provides a measure of the Company's net indebtedness or overall leverage.

#### Return on capital employed (ROCE)

Trailing 12-month underlying operating profit, including share of equity accounted investees' net profit/(loss), divided by trailing 12-month average capital employed and for segments has been extracted from management reports. Capital employed is adjusted for spend on those strategic projects which are not yet in production. ROCE provides a measure of the efficient and effective use of capital in the business and is used for incentive purposes.

#### Special items (note 2)

Those financial items which the Company considers should be separately disclosed on the face of the income statement to assist in understanding the underlying financial performance achieved by the Company. Such items are generally material by nature and exceed €10 million and the Company therefore excludes these items when reporting underlying earnings and related measures in order to provide a measure of the underlying performance of the Company on a basis that is comparable from year to year.

#### Operating profit before special items (income statement)

Operating profit before special items provides a measure of operating performance and absolute growth in profitability of the operations.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 29 Accounting policies (continued)

#### Underlying EBITDA

Operating profit before special items, depreciation, amortisation and impairments not recorded as special items. Underlying EBITDA provides a measure of the absolute growth in the cash generating ability of the business and is used for incentive purposes.

#### Effective tax rate (note 6a)

Tax charge expressed as a percentage of profit before tax. A measure of the Company's tax charge relative to its profit before tax.

#### New accounting policies, early adoption and future requirements

##### Amendments to published Standards effective during 2017

The following amendments to Standards have been adopted by the Company and did not have a significant impact on the Company's results:

- IAS 7 - Statements of Cash Flows, disclosure initiative
- IAS 12 - Income Taxes

##### New Standards and amendments to published Standards that are not yet effective

The following new Standards are effective, or will be early adopted, for the financial year beginning on 1 January 2018, and are expected to have an impact on the Company's results:

- IFRS 9 - Financial Instruments

Given the nature of the Company's business, while the Company's assessment of the impact of this standard is ongoing, no material impact is expected in respect of the measurement of financial instruments. The revised financial instrument categories will result in changes in classification and additional disclosures.

- IFRS 15 - Revenue from Contracts with Customers

Given the nature of the Company's revenue streams, while the Company's assessment of the impact of this standard is ongoing, the Company does not expect any significant changes to the timing and recognition of revenue and no material impact is expected in the Company's results. Additional disclosures will be required.

- IFRS 16 - Leases

The Company has elected to early adopt the Standard with full retrospective application and the practical expedients detailed below.

IFRS 16 introduces a single lease accounting model, requiring a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. The lessee is required to recognise a right-of-use asset representing its right to use the underlying leased asset, and a lease liability representing its obligation to make lease payments. Thus, leases classified as operating leases with lease payments recorded in the income statement under the existing policy will be included in the statement of financial position.

The new treatment of leases will result in an increase in non-current assets and financial liabilities as these leases are capitalised as well as an increase in underlying EBITDA, offset by an increase in depreciation and an increase in finance charges. This will result in a higher operating profit before special items. The depreciation charge is constant over the lease period, but finance charges decrease as the remaining lease liability decreases, resulting in a net reduction in profit before tax in the early part of a lease arrangement but a positive profit impact towards the end of the contract in contrast to the typical straight-line treatment of existing operating lease expenses.

Net debt is expected to increase due to the recognition of lease liabilities which are considered financial liabilities, whilst working capital will remain unaffected. Return on capital employed is expected to decrease due to the recognition of the lease liability increasing net debt, resulting in a higher capital employed. A higher operating profit is expected to only partially offset this impact on return on capital employed.

Cash generated from operations is expected to increase due to certain lease expenses no longer being recognised as operating cash outflows, but this will be offset by a corresponding increase in cash used in financing activities due to repayments of the principal on lease liabilities. Net cash flow will remain unchanged.

# Notes to the financial statements continued

## for the year ended 31 December 2017

### 29 Accounting policies (continued)

Whilst the Company is party to more than 170 leases, a large proportion of the Company's lease agreements are short-term in nature and not individually material in value. The Company has elected to apply a practical expedient which excludes lease agreements which are short-term in nature and not individually material in value from being classified as leases in terms of IFRS 16.

The Company has also elected to adopt the transitional practical expedient such that the IFRS 16 definition of a lease would only be applied to assess whether contracts entered into after the date of initial application (1 January 2018) are, or contain leases. All contracts previously assessed not to contain leases are not revisited.

The Company's assessment of the impact of adopting this Standard is in the process of being finalised, but the estimated range of potential impact on the Company's key metrics as at 31 December 2017 is as follows:

|                                |          |                  |
|--------------------------------|----------|------------------|
| - Total Assets:                | increase | 2 - 3%           |
| - Total Liabilities:           | increase | 5 - 7%           |
| - Net Debt:                    | increase | 16 - 23%         |
| - Underlying EBITDA:           | increase | 4 - 6%           |
| - Underlying operating profit: | increase | 2%               |
| - Operating profit             | increase | 2 - 3%           |
| - Tax charge                   | decrease | marginal         |
| - Profit for the year          | decrease | marginal         |
| - Return on capital employed:  | decrease | 0.2 - 0.3 points |

The following new and amended Standards and Interpretations are also effective for the financial year beginning on 1 January 2018, and will have no significant impact on the Company's results:

- Annual improvements 2014-2016 cycle
- Amendments to IAS 40 - Investment Property
- Amendments to IFRS 2 - Share Based Payments
- Amendments to IFRS 4 - Insurance Contracts
- IFRIC 22 - Foreign currency transactions and advance consideration