

**Mondi Limited**

(Incorporated in the Republic of South Africa)

(Registration number: 1967/013038/06)

JSE share code: MND ISIN: ZAE000156550

**Mondi plc**

(Incorporated in England and Wales)

(Registration number: 6209386)

JSE share code: MNP ISIN: GB00B1CRLC47

LSE share code: MNDI

3 May 2013

**Annual General Meetings – Mondi Limited and Mondi plc**

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

The Annual General Meetings of Mondi Limited and Mondi plc were both held on 3 May 2013. As required by the dual listed company structure, all resolutions were treated as Joint Electorate Actions and were decided on a poll. All resolutions at both meetings were passed. The voting results of the Joint Electorate Actions are identical and are given below. Overall in excess of 83% of the total Group shares were voted.

The resolutions of Mondi Limited and Mondi plc relating to the implementation of the Odd-lot Offer (ordinary resolutions 24 and 36) and the specific authorities to repurchase shares (special resolutions 25 and 37) together with the resolution to amend the Mondi plc Articles of Association to facilitate an Odd-lot Offer (special resolution 35), were all passed. The Directors therefore have the requisite authority to implement an Odd-lot Offer at any time within the next 18 months.

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

1. To re-elect Stephen Harris as a director	406,849,784	99.84	654,025	0.16	407,503,809	473,688
2. To re-elect David Hathorn as a director	406,510,881	99.76	995,589	0.24	407,506,470	473,788
3. To re-elect Andrew King as a director	406,511,381	99.76	995,089	0.24	407,506,470	473,788
4. To re-elect Imogen Mkhize as a director	406,932,846	99.86	570,883	0.14	407,503,729	473,768
5. To re-elect John Nicholas as a director	407,163,452	99.92	340,277	0.08	407,503,729	473,768
6. To re-elect Peter Oswald as a director	406,640,883	99.76	994,889	0.24	407,635,772	473,788
7. To re-elect Anne Quinn as a director	406,934,737	99.86	571,383	0.14	407,506,120	473,688
8. To re-elect David Williams as a director	404,276,362	99.21	3,230,208	0.79	407,506,570	473,688
9. To elect Stephen Harris as a member of the DLC audit committee	407,003,161	99.92	340,254	0.08	407,343,415	634,082
10. To elect John Nicholas as a member of the DLC audit committee	407,003,161	99.92	340,254	0.08	407,343,415	634,082
11. To elect Anne Quinn as a member of the DLC audit committee	407,002,023	99.92	341,392	0.08	407,343,415	634,082
Mondi Limited Business						
12. To receive the audited financial statements	407,443,542	100.00	297	0.00	407,443,839	533,658
13. To endorse the remuneration policy	405,411,149	99.51	1,981,114	0.49	407,392,263	585,234
14. To authorise the payment of a fee to the chairman of the social and ethics committee*	407,153,379	99.98	95,257	0.02	407,248,636	728,861
15. To authorise a 2.9% increase in non-executive director fees*	407,314,582	99.98	92,539	0.02	407,407,121	567,376

16. To declare a final dividend	407,508,153	100.00	0	0.00	407,508,153	472,105
17. To reappoint the auditors	407,288,487	99.95	220,449	0.05	407,508,936	473,561
18. To authorise the DLC audit committee to determine the auditors' remuneration	406,907,760	99.96	161,117	0.04	407,068,877	911,381
19. To authorise the directors to provide direct or indirect financial assistance*	405,350,661	99.94	238,449	0.06	405,589,110	2,383,148
20. To place 5% of the issued ordinary shares of Mondi Limited under the control of the directors of Mondi Limited	317,296,275	77.89	90,051,695	22.11	407,347,970	643,211
21. To place 5% of the issued special converting shares of Mondi Limited under the control of the directors of Mondi Limited	323,270,311	79.33	84,253,836	20.67	407,506,147	474,111
22. To authorise the directors to allot and issue ordinary shares of Mondi Limited for cash‡	323,174,908	79.35	84,077,633	20.65	407,252,541	727,717
23. To authorise Mondi Limited to purchase its own shares*	397,613,344	97.74	9,190,681	2.26	406,804,025	1,176,233
24. To authorise the directors to make and implement the Odd-lot Offer	405,442,437	99.92	313,374	0.08	405,755,811	2,224,447
25. To authorise the acquisition of Mondi Limited ordinary shares pursuant to the Odd-lot Offer*	407,812,838	99.92	313,234	0.08	407,496,072	476,186
26. To approve an amendment to the Mondi Limited LTIP rules	405,341,683	99.52	1,944,148	0.48	407,285,831	694,427
Mondi plc Business						
27. To receive the report and accounts	407,447,542	100.00	1,297	0.00	407,448,839	533,658
28. To approve the remuneration	405,500,992	99.51	1,984,814	0.49	407,485,806	491,691

report						
29. To declare a final dividend	407,508,186	100.00	0	0.00	407,508,186	472,072
30. To reappoint the auditors	407,283,075	99.95	220,399	0.05	407,503,474	474,023
31. To authorise the DLC audit committee to determine the auditors' remuneration	404,339,927	99.33	2,726,097	0.67	407,066,024	911,473
32. To authorise the directors to allot relevant securities	317,497,923	77.94	89,884,648	22.06	407,382,571	726,989
33. To authorise the directors to disapply pre-emption rights*	325,829,081	79.99	81,515,052	20.01	407,344,133	633,364
34. To authorise Mondi plc to purchase its own shares*	393,002,458	96.44	14,501,824	3.56	407,504,282	473,215
35. To approve an amendment to the Mondi plc Articles of Association*	406,805,952	99.89	441,356	0.11	407,247,308	730,189
36. To authorise the directors to make and implement the Odd-lot Offer	405,535,484	99.92	315,605	0.08	405,851,089	2,129,169
37. To authorise the directors to make an off-market purchase of Mondi plc ordinary shares pursuant to the Odd-lot Offer*	407,192,317	99.92	315,647	0.08	407,507,964	474,533
38. To approve an amendment to the Mondi plc LTIP rules	405,246,792	99.52	1,944,799	0.48	407,191,591	793,667

\* Special Resolutions

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

Philip Laubscher  
Company Secretary  
Mondi Limited

Carol Hunt  
Company Secretary  
Mondi plc

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