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## **Mondi Limited**

(Incorporated in the Republic of South Africa) (Registration number: 1967/013038/06) JSE share code: MND ISIN: ZAE000097051

### Mondi plc

(Incorporated in England and Wales) (Registration number: 6209386)

JSE share code: MNP ISIN: GB00B1CRLC47

LSE share code: MNDI

11 July 2011

As part of the dual listed companies structure, Mondi Limited and Mondi plc (together "Mondi Group") notify both the JSE Limited ("JSE") and the London Stock Exchange ("LSE") 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 listing of Mpact Limited on the Main Board of the JSE

## 1. Introduction

Shareholders of Mondi Group are referred to the announcement released on Tuesday, 31 May 2011 and the circulars to Shareholders of Mondi Limited and Mondi plc dated Tuesday, 31 May 2011 (the "Circulars") regarding:

The proposed demerger of Mpact Limited ("Mpact") (formerly Mondi Packaging South Africa Limited) by Mondi

- Limited to the ordinary shareholders of Mondi Limited ("Mondi Limited Shareholders"), (the "Demerger");
- The proposed conversion of Mondi Limited Ordinary Shares and Mondi Limited Special Converting Shares with a par value of R0.20 per share to shares of no par value (the "Mondi Limited Conversion"); and
- The proposed consolidation of the Mondi Limited Ordinary Shares (the "Mondi Limited Consolidation").

Shareholders in Mondi Group are further referred to the announcement on Thursday, 30 June 2011 wherein it was announced that all of the resolutions proposed at the General Meeting of each of Mondi Limited and Mondi plc, were approved by the requisite majority of votes and that, accordingly, the Demerger, the Mondi Limited Conversion and the Mondi Limited Consolidation will progress in accordance with the detailed timetable set out in that announcement.

## 2. Listing of Mpact and the commencement of the volume weighted average price period (the "VWAP Period")

Shareholders in Mondi Group are hereby informed that Mpact will be listed on the JSE under the share code "MPT" and ISIN ZAE000156501 as of the commencement of trading on Monday, 11 July 2011 and that Mondi Limited Ordinary Shares will trade "ex" the entitlement to Mpact shares ("Mpact Shares") as of the same date.

As is more fully set out in the Circulars, the total number of new Mondi Limited Ordinary Shares ("New Mondi Limited Ordinary Shares") held by Mondi Limited Shareholders after the Mondi Limited Consolidation will be determined by reference to the volume weighted average price ("VWAP") of Mpact Shares traded on the JSE, the VWAP of existing Mondi Limited Ordinary Shares ("Existing Mondi Limited Ordinary Shares") traded on the JSE and the VWAP of Mondi plc Ordinary Shares traded on the LSE and the JSE, in each case during the VWAP Period. The VWAP Period, used to calculate the VWAPs of the Mpact Shares, the Existing Mondi Limited Ordinary Shares and the Mondi plc Ordinary Shares and thus the ratio at which Existing Mondi Limited Ordinary Shares are to be consolidated into New Mondi Limited Ordinary Shares (the "Mondi Limited Consolidation Ratio"), comprises the first nine days of trading following the date of listing of Mpact Shares on the JSE.

Accordingly the VWAP Period will commence at 9.00 a.m. (South Africa) on Monday, 11 July 2011 and will end at 5.00 p.m. (South Africa) on Thursday, 21 July 2011.

## 3. Further cautionary announcement

Further to the announcement on Thursday, 30 June 2011, the outcome of the proposed Demerger and the Mondi Limited Consolidation may have a material effect on the price of Mondi Group's securities. Accordingly, shareholders are advised to continue to exercise caution when dealing in their Mondi Group shares until a further announcement is made.

Rothschild is acting as financial adviser and transaction sponsor to the Mondi Group and Rand Merchant Bank is acting as financial adviser and transaction sponsor to Mpact.

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### Contact:

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## Editors' notes

#### About Mondi:

Mondi is an international paper and packaging Group, with production operations across 31 countries and revenues of €6.2 billion in 2010. The Group's key operations are located in central Europe, Russia and South Africa and as at the end of 2010, Mondi employed 29,000 people.

Mondi is fully integrated across the paper and packaging process, from the growing of wood and the manufacture of pulp and paper (including recycled paper), to the conversion of packaging papers into corrugated packaging, industrial bags and coatings.

The Group is principally involved in the manufacture of packaging paper, converted packaging products and uncoated fine paper (UFP).

Mondi has a dual listed companies structure, with a primary listing on the JSE Limited for Mondi Limited under the ticker code MND and a premium listing on the London Stock Exchange for Mondi plc, under the ticker code MNDI, as well as a secondary listing for Mondi plc on the JSE under the ticker code MNP. The Group has been recognised for its sustainability through its inclusion in the FTSE4Good UK, Europe and Global indices in 2008, 2009 and 2010 and the JSE's Socially Responsible Investment (SRI) Index in 2007, 2008, 2009 and 2010.

# Notice to Shareholders

This announcement does not constitute an offer to sell nor a solicitation to buy securities as such terms are defined under the US Securities Act.

The securities referenced herein have not been and will not be registered under the US Securities Act or under any securities laws of any state or other jurisdiction of the United States and may not be offered, sold or taken up, directly or indirectly, within the United States except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the United States. There will be no public offer of Mpact Shares in the United States.

The securities referenced herein have not been and will not be registered under the securities laws of Australia, Canada or Japan and may not be offered, sold, taken up or renounced, directly or indirectly, within such jurisdictions except pursuant to an applicable exemption from and in compliance with any applicable securities laws.