



# **Mondi Group**

# Half-yearly report

2014

# From the CEO

The Mondi Group continues to deliver a strong performance, generating a return on capital employed of 16%. Strong cost management and contributions from successfully completed strategic capital investments, together with the benefits from downstream integration in key packaging segments, enabled the Group to offset the impact of lower prices in a number of paper grades.

We have continued to invest in the business for future growth. Highlights for the period included the successful commissioning of the 155,000 tonne bleached kraft paper machine at the Štěti mill in the Czech Republic and the acquisition of Graphic Packaging's bags operations and kraft paper mill in the United States. Together with the Group's ongoing capital expenditure programme, including significant projects at our Ružomberok, Świecie and Syktyvkar operations, we are confident that these investments will deliver strongly into the future.

In the near term, anticipated price increases in some of our packaging paper grades should provide positive momentum. As in prior years, the second half of the year will be impacted by the planned annual mill maintenance shuts.

Market fundamentals remain sound, which, coupled with a continued economic recovery, should prove positive for further growth in the packaging businesses.

Overall, we remain confident that Mondi will continue to deliver an industry leading performance.

#### **David Hathorn**

Mondi Group chief executive

# **Contents**

Highlights	1
Group performance review	2
Director's responsibility statement	8
Independent auditor's review report on interim financial information to the shareholders of Mondi Limited	9
Independent review report to Mondi plc	10
Condensed combined and consolidated income statement	11
Condensed combined and consolidated statement of comprehensive income	12
Condensed combined and consolidated statement of financial position	13
Condensed combined and consolidated statement of cash flows	14
Condensed combined and consolidated statement of changes in equity	15
Notes to the condensed combined and consolidated financial statements	16
Production statistics	28
Exchange rates	28
Shareholder information	29

For a glossary of financial terms, please refer to the Integrated report and financial statements 2013, available at www.mondigroup.com

# **Highlights**

- Steady improvement in all key financial metrics
  - Underlying operating profit of €377 million, up 3%
  - Underlying earnings of 51.9 euro cents per share, up 5%
  - Cash generated from operations of €439 million, up 2%
- ROCE of 16%, well in excess of through-the-cycle hurdle rate of 13%
- Acquisition of Graphic Packaging's bags and kraft paper operations consolidates global market leadership position in Industrial Bags
- Capital projects
  - Recently completed projects delivering on expectation
  - Ongoing major projects on time, within budget
- Interim dividend of 13.23 euro cents per share, up 39%

# **Financial summary**

	Six months ended	Six months ended	Six months ended
€ million, except for percentages and per share measures	30 June 2014	30 June 2013	31 December 2013
Group revenue	3,148	3,342	3,134
Underlying EBITDA <sup>1</sup>	553	554	514
Underlying operating profit <sup>1</sup>	377	366	333
Underlying profit before tax <sup>1</sup>	328	310	276
Operating profit	374	285	320
Profit before tax	312	229	270
Per share measures			
Basic underlying earnings per share (€ cents)	51.9	49.4	45.6
Basic earnings per share (€ cents)	48.6	35.3	44.5
Interim dividend per share (€ cents)	13.23	9.55	
Free cash flow per share² (€ cents)	12.4	14.7	
Cash generated from operations	439	431	605
Net debt	1,751	1,844	1,621
Group Return on Capital Employed (ROCE) <sup>3</sup> (%)	16.0	14.8	15.3

#### Notes

<sup>1</sup> The Group presents underlying EBITDA, operating profit and profit before tax as measures which exclude special items in order to provide a more effective comparison of the underlying financial performance between reporting periods.

<sup>&</sup>lt;sup>2</sup> Free cash flow per share is net increase in cash and cash equivalents before the effects of acquisitions and disposals of businesses, changes in net debt and dividends paid divided by the net number of shares in issue at the end of the reporting period.

<sup>3</sup> ROCE is the 12 month rolling average underlying operating profit expressed as a percentage of the average rolling 12 month capital employed, adjusted for impairments and spend on strategic projects which are not yet in operation.

# **Group performance review**

The Group's underlying operating profit of €377 million was 3% above that of the first half of the previous year and 13% above the second half of 2013. This reflects a strong performance from Packaging Paper, Fibre Packaging and the South Africa Division, offset in part by weaker results from Uncoated Fine Paper and Consumer Packaging.

On a like-for-like basis, excluding currency movements and disposal effects, revenue was in line with the comparable prior year period.

Sales volumes in most of the Group's key paper grades remained largely unchanged from the levels of the previous year, reflecting the continued slow economic recovery in Europe.

As anticipated, except for recycled containerboard, average benchmark selling prices across the Group's key paper grades were lower than those of the previous year. Average benchmark recycled containerboard prices were 10% above those of the first half of 2013 and 2% above the levels of the second half of 2013. Certain of the downstream packaging businesses, most notably Corrugated Packaging and Consumer Packaging, saw an increase in average price levels on the back of higher input costs.

Wood costs were higher in most European operations, while in Russia the weaker rouble offset higher domestic wood costs. Average paper for recycling costs were similar to the comparable prior year period although some reduction in benchmark prices was observed in the second quarter, with prices at the end of the quarter 5% lower than the average for the half-year. The Group benefited from lower energy costs in the period as a consequence of the effects of both the recently commissioned energy related capital expenditure projects and a reduction in European natural gas prices.

Annual maintenance shuts took place at the Group's Świecie mill in Poland and Richards Bay mill in South Africa during June 2014. The balance of the annual maintenance shuts are scheduled for the second half of the year. Consistent with the previous year, and based on prevailing market prices, the impact on underlying operating profit of the Group's maintenance shuts is estimated at around €50 million to €60 million, of which the first half effect was around €10 million.

The South Africa Division benefited from the weakening of the rand against both the euro and the US dollar during the period. The Fibre Packaging and Uncoated Fine Paper business units were negatively impacted by the weakening of the US dollar, Turkish lira and Russian rouble against the euro. The remaining currencies in which the Group operates continued to trade in a relatively narrow band. The net effect of currency movements only had a marginal impact on the

Group's underlying operating profit when compared to the first half of the prior year.

The Group continues to monitor the political developments in Russia and the Ukraine. To date there has been no material impact on the Group's operations.

Underlying earnings per share increased by 5% over the comparable prior year period to 51.9 euro cents per share, with lower net finance charges offset in part by an increase in the effective tax rate from 18% in the prior year to 19% in the first half of 2014.

The Group remains strongly cash generative with cash generated from operations of €439 million similar to that of the comparable prior year period. Working capital at 30 June 2014 was 13% of revenue (excluding the working capital attributable to the recently acquired Graphic Packaging operations), consistent with 30 June 2013 but up on the December 2013 ratio of 11%, reflecting the normal seasonal uptick in the first half of the year.

On 30 June 2014, Mondi acquired the bags and kraft paper business of Graphic Packaging for a total consideration of US\$105 million (€76 million) on a debt and cash-free basis. The business is a leading player in the production and distribution of kraft paper and bags in the United States. The production base comprises an integrated kraft paper mill located in Pine Bluff, Arkansas, with production capacity of 135,000 tonnes per annum, and nine bags plants across the US. The combination of these operations with Mondi's creates a leading player in the North American bags market and further expands the Group's growing global footprint in this market.

During the period, €249 million was incurred on capital expenditure. A number of the previously announced strategic projects have been completed and are contributing positively to the Group's performance. The remaining large projects remain on schedule and on budget.

On 10 June 2014, Mondi announced its intention to redeem the 9.75% €280 million Eurobond which was assumed as part of the acquisition of Nordenia in October 2012. The notes were redeemed on 15 July 2014 at a premium of €14 million, utilising proceeds from the Group's existing borrowing facilities.

Net debt of €1,751 million at 30 June 2014 increased by €130 million from 31 December 2013. This reflects the ramp-up of capital expenditure on major capital projects, the impact of the Graphic Packaging acquisition, seasonally higher working capital levels at 30 June 2014 and the bias of the Group's financing outflows towards the first half of the year. In the absence of further strategic acquisitions, strong de-leveraging in the second half is anticipated.

An interim dividend of 13.23 euro cents per share, up 39% on the prior year interim dividend of 9.55 euro cents per share, has been declared.

# **Europe & International - Packaging Paper**

	Six	<b>Six</b> Six		
	months	months	months	
	ended	<b>ded</b> ended ei		
€ million, unless	30 June	30 June	31 December	
otherwise stated	2014	2013	2013	
Segment revenue	982	1,043	957	
Underlying EBITDA	209	195	199	
Underlying operating				
profit	162	148	150	
% margin	16.5%	14.2%	15.7%	
Capital expenditure	115	55	84	
Operating net				
segment assets	1,558	1,441	1,484	
ROCE	22.6%	20.1%	21.9%	

Underlying operating profit of €162 million was 9% above that of the comparable prior year period despite lower average virgin containerboard and kraft paper prices. The business benefited from higher green energy revenues, higher average recycled containerboard prices, lower energy costs and generally strong cost control.

European containerboard demand is estimated to be up around 2% year on year, reflecting the modest economic growth seen across Europe. This demand growth has been balanced by new capacity in the recycled grades. Demand for sack kraft paper remains strong in both European and export markets, with growth in Europe supported by the mild winter.

Sales prices for virgin containerboard grades came under pressure in the early part of the year before stabilising in the second quarter. Average benchmark selling prices for the period under review were 5% lower than the comparable prior year period.

Average benchmark selling prices for recycled containerboard were 10% higher than the comparable prior year period, benefiting from the implementation of price increases in the second half of the prior year. Prices came under some pressure in the second quarter due to increased supply from newly installed capacity.

Given good demand and low inventory levels, price increases of €60/tonne for recycled containerboard and €40/tonne for unbleached kraftliner and semi-chemical fluting have been announced in Europe with effect from August and September 2014, respectively.

As anticipated, in kraft paper average selling prices were around 5% down on the comparable prior year period and 4% down on the second half of 2013. On the back of a strong

pick-up in demand, selling price increases for unbleached sack kraft paper are currently being implemented.

In the first half of 2013, the carrying value of the Group's green energy credits was written down by €11 million. Green energy prices in Poland have since recovered somewhat, although the uncertainties in the regulatory environment surrounding green energy in Poland remain.

The annual maintenance shut at the Świecie mill took place at the end of June 2014 and was completed in the early part of July. The remaining annual maintenance shuts are scheduled for the second half of the year.

# **Europe & International – Fibre Packaging**

	Six	Six	Six
	months	months	months
	ended	ended	ended
€ million, unless	30 June	30 June	31 December
otherwise stated	2014	2013	2013
Segment revenue	1,003	1,002	965
Underlying EBITDA	88	83	80
Underlying operating			
profit	53	48	45
% margin	5.3%	4.8%	4.7%
Capital expenditure	34	35	43
Operating net			
segment assets	942	982	903
ROCE	11.6%	12.0%	10.8%

Operating profit increased by 10% to €53 million with a positive year-on-year contribution from all business segments, reflecting generally higher volumes, higher selling prices in the Corrugated Packaging segment, and lower input costs in Industrial Bags and Coatings, partially offset by foreign exchange losses.

Corrugated Packaging's results improved through volume growth, selling price increases and improved margins. The segment achieved good volume growth in central Europe, particularly in Poland and the Czech Republic, while volumes in Turkey were impacted by the decision to rationalise production capacity in the prior year. The business was negatively impacted by currency translation losses in its Turkish business due to the sharp devaluation of the Turkish lira.

Industrial Bags had a very positive start to the year, with strong order books and a significant increase in sales volumes versus the comparable prior year period, particularly in the building segment. As anticipated, average selling prices were down on the comparable prior year period due to the pass through of the reduction in paper prices seen towards the end of the previous year. In line with the acquisition business plan, the US industrial bags plants acquired at the end of June are not expected to contribute significantly to underlying operating profit this year. However, as the synergies from the combination are realised and the Group's expertise as the

# **Group performance review continued**

global market leader in this segment is applied, it is expected that the investment will make a solid contribution in the future.

The Coatings business benefited from lower input costs and a reduction in fixed costs. Sales volumes increased in some of the high value-add products, more than offset by declines in the industrial sector.

# **Europe & International – Consumer Packaging**

	Six	Six	Six
	months	months	months
	ended	ended	ended
€ million, unless	30 June	30 June	31 December
otherwise stated	2014	2013	2013
Segment revenue	550	582	571
Underlying EBITDA	60	66	63
Underlying operating			
profit	34	39	35
% margin	6.2%	6.7%	6.1%
Capital expenditure	32	24	32
Operating net			
segment assets	870	875	855
ROCE	8.5%	7.8%	9.1%

Operating profit of €34 million was 13% below that of the comparable prior year period, largely due to volume declines in the mature markets of Europe and North America. Constant currency revenue reduced by 4.8%. While steps have been taken to pro-actively phase out lower value-added mature products, these volumes are not currently being adequately replaced by sales into higher value-added segments due to the ongoing weak trading conditions.

The business continues to enjoy good growth in the higher growth central and eastern European markets. On 31 July, the acquisition of a consumer packaging plant in Poland from Printpack Inc, for US\$23 million (€17 million) on a cash and debt free basis, was completed, adding to the Group's production capacity in that region.

The structural growth drivers remain in place and steps are being implemented to address the current challenges faced by the business. However, in the short term, performance is not expected to improve significantly given the ongoing difficult trading environment.

# **Europe & International – Uncoated Fine Paper**

	Six	Six	Six
	months	months	months
	ended	ended	ended
€ million, unless	30 June	30 June	31 December
otherwise stated	2014	2013	2013
Segment revenue	674	740	648
Underlying EBITDA	133	157	120
Underlying operating			
profit	85	102	70
% margin	12.6%	13.8%	10.8%
Capital expenditure	59	36	44
Operating net			
segment assets	1,157	1,176	1,135
ROCE	15.8%	17.4%	16.2%

Uncoated Fine Paper generated underlying operating profit of €85 million, down on the comparable prior year period as a result of lower selling prices in Europe and the weaker Russian rouble, partly offset by good cost control and operational improvements, notably at the restructured Neusiedler mill in Austria.

Average European benchmark selling prices were 3% lower than the comparable prior year period and 1% lower than the second half of 2013. Price increases were implemented in Russia in the first quarter on the back of the weaker rouble with further increases announced for the second half of the year in certain grades.

Sales volumes were lower than the comparable prior year period following the restructuring in Austria, although industry demand across Europe was modestly up. Demand in Russia remained stable.

In line with the previous year, the second half will be impacted by annual maintenance shuts at all key facilities.

### **South Africa Division**

	Six	Six	Six
	months	months	months
	ended	ended	ended
€ million, unless	30 June	30 June	31 December
otherwise stated	2014	2013	2013
Segment revenue	284	325	299
Underlying EBITDA	78	67	68
Underlying operating			
profit	58	44	49
% margin	20.4%	13.5%	16.4%
Capital expenditure	9	14	38
Operating net			
segment assets	608	687	622
ROCE	20.5%	12.8%	16.0%

The South Africa Division continued to perform well and benefited from a weaker South African rand and fair value gains on its forestry assets, delivering operating profit of €58 million, 32% above the comparable prior year period.

The maintenance shut in Richards Bay was brought forward to June, compared to October in the previous year, resulting in lower sales volumes of pulp and white-top containerboard versus the comparable prior year period. Sales volumes for uncoated fine paper were in line with the prior year.

Average domestic selling prices were above both the comparable prior year period and the second half of the previous year across all product grades. Export selling prices for white-top containerboard were unchanged, while export prices for hardwood pulp declined, with international US dollar benchmark hardwood pulp prices 5% lower than the comparable prior year period.

Higher domestic input costs, impacted by inflationary increases and the weaker rand, were partially offset by the sale of energy from the new steam turbine in Richards Bay, commissioned at the end of 2013.

Wood prices increased during the period, with the Division recognising a €20 million fair value gain in respect of its forestry assets, €10 million higher than the gain recognised in the comparable prior year period.

### **Financial review**

#### Tax

The Group's underlying effective tax rate of 19% is 1% higher than the comparable prior year period, reflecting a small shift in the underlying profit mix and a reduction in the benefit from investment related incentives.

#### **Special items**

The net special item charge of €16 million before tax is attributable to:

- €7 million charge for restructuring activities in the Group's Coatings business;
- €4 million gain in respect of the release of a provision for transaction costs attributable to the Nordenia acquisition; and
- €13 million net charge on early redemption of the €280 million Eurobond.

#### **Cash flow**

Cash generated from operations of €439 million, including the impact of the seasonal increase in working capital of €106 million, reflects the continued strong cash generating capacity of the Group.

Net cash outflows from financing activities of €165 million include the payment of dividends to holders of non-controlling interests, the payment of the final 2013 dividend in May 2014 and payment of the 5.75% coupon on the €500 million 2017 Eurobond.

#### **Capital expenditure**

Capital expenditure for the period amounted to €249 million.

The Group's significant energy related investments completed in the second half of 2013 are all operating according to schedule.

In April 2014, the 155,000 tonne bleached kraft paper machine at the Štěti mill in the Czech Republic was successfully started up and production is being ramped up according to schedule.

The €128 million recovery boiler project in Ružomberok and €30 million pulp dryer project in Syktyvkar are expected to be commissioned towards the end of the third quarter, while the €166 million Świecie recovery boiler project remains on schedule for completion towards the end of 2015. The Group has committed a further €60 million capital expenditure to its Kraft Paper and Corrugated Packaging business units, bringing forward some planned future expenditure in order to further improve its competitive position in these markets and take advantage of growth opportunities. All projects are running on schedule and on budget.

# **Group performance review continued**

The impact of the accelerated capital expenditure programmes in Kraft Paper and Corrugated Packaging, together with the capital expenditure related to the newly acquired Graphic Packaging assets in the United States, gives rise to a modest increase in the capital expenditure targets for the 2014/2015 period from around €500 million per year as previously indicated, to around €550 million per year, in the absence of any further major strategic capital investments.

#### **Treasury and borrowings**

Net debt at 30 June 2014 was €1,751 million, an increase of €130 million from 31 December 2013. The net debt to 12 month trailing EBITDA ratio was 1.6 times and gearing at 30 June 2014 was 38%.

On 10 June 2014, Mondi announced the redemption of the €280 million Eurobond which was assumed as part of the acquisition of Nordenia in October 2012. The notes were redeemed on 15 July 2014 at a premium of €14 million, funded from the Group's existing borrowing facilities. The net charge on redemption, including related fair value adjustments, of €13 million was recognised as a special item at 30 June 2014.

On 14 July 2014, Mondi announced that it had extended the maturity of its €750 million revolving credit facility from 2016 to 2019.

At 30 June 2014, the Group had €2.5 billion of committed facilities of which €745 million were undrawn. Following the subsequent redemption of the Nordenia bond and extension of the Group's revolving credit facility, the weighted average maturity of the Eurobonds and committed debt facilities is approximately 4.3 years.

The Group's long-term investment grade credit ratings of Baa3 (Moody's Investor Services) and BBB- (Standard and Poor's) were reaffirmed during the period. Standard and Poor's has put their rating on a positive outlook.

Finance charges of €50 million were below those of the comparable prior year period, reflecting the lower average net debt for the period. The effective interest rate of 5.5% was unchanged from the comparable prior year period.

### **Dividend**

An interim dividend of 13.23 euro cents per share has been declared by the directors and will be paid on 16 September 2014 to those shareholders on the register of Mondi plc on 22 August 2014. An equivalent South African rand interim dividend will be paid on 16 September 2014 to shareholders on the register of Mondi Limited on 22 August 2014. The dividend will be paid from distributable reserves of Mondi Limited and of Mondi plc, as presented in the respective company annual financial statements for the year ended 31 December 2013.

#### Outlook

In the near term, anticipated price increases in some of the Group's packaging paper grades should provide positive momentum. As in prior years, the second half of the year will be impacted by the planned annual mill maintenance shuts.

Market fundamentals remain sound, which, coupled with a continued economic recovery, should prove positive for further growth in the packaging businesses.

Overall, management remains confident that Mondi will continue to deliver an industry leading performance.

### **Supplementary information**

### **Principal risks and uncertainties**

It is in the nature of Mondi's business that the Group is exposed to risks and uncertainties which may have an impact on future performance and financial results, as well as on its ability to meet certain social and environmental objectives.

The executive committee, mandated by the Boards, has established a Group-wide system of internal control to manage Group risks. The Group-wide system, which complies with corporate governance codes in South Africa and the UK, supports the Boards in discharging their responsibility for ensuring that the wide range of risks associated with Mondi's diverse international operations is effectively managed.

Continuous monitoring of risk and control processes across all key risk areas provides the basis for regular reports to management, the executive committee and the Boards. On an annual basis, the executive committee, the audit committee and the Boards conduct a formal systematic review of the Group's most significant risks and uncertainties and the monitoring of and response to those risks. These risks are assessed against pre-determined risk tolerance limits, established by the Boards, taking both the likelihood and severity of the risk factors into consideration.

The risk management framework addresses all significant strategic, sustainability, financial, operational and compliance-related risks which could undermine the Group's ability to achieve its business objectives in a sustainable manner. The risk management framework is designed to be flexible, to ensure that it remains relevant at all levels of the business given the diversity of the Group's locations, markets and production processes; and dynamic, to ensure that it remains current and responsive to changing business conditions.

The directors are satisfied that the Group has effective systems and controls in place to manage its key risks within the risk tolerance levels established by the Boards. There have been no significant changes in the Group's risk profile since the year end.

#### Competitive environment in which Mondi operates

The industry in which Mondi operates is highly competitive and selling prices are subject to significant volatility. New

capacity additions are usually in large increments which, combined with product substitution towards lighter weight products, electronic substitution, alternative packaging solutions and increasing environmental considerations, have a significant impact on the supply-demand balance and hence on market prices.

The Group monitors industry developments in terms of changes in capacity as well as trends and developments in its product markets and potential substitutes. Mondi's strategic focus on low-cost production in growing markets with consistent investment in its operating capacity ensures that the Group remains competitive. Mondi invests in research and development activities to improve existing processes and to identify new markets and new products.

#### The locations in which the Group operates

The Group operates in a number of geographical locations in countries with differing levels of political, economic and legal systems.

The Group continues to actively monitor and adapt to changes in the environments in which it operates. Management engages in regular formal and informal interaction with the authorities to ensure they remain abreast of new developments. Thorough country risk assessments are conducted and return requirements adjusted to take country risk into consideration.

The Group's geographical diversity and decentralised management structure, utilising local resources in countries in which it operates, reduces exposure to any specific jurisdiction. The Boards have established limits on exposure to any particular geographic environment and new investments are subject to rigorous strategic and commercial evaluation.

Mondi has around 15% of its capital employed in Russia and a limited presence in the Ukraine. The US, the European Union and a number of other countries have recently imposed economic sanctions and certain other measures on persons and corporate entities in Russia and the Ukraine. Possible additional sanctions and/or other measures on Russia could have a material adverse effect on Mondi's business, financial condition and/or results of operations. To date the measures imposed have had no material impact on the Group's operations.

#### Capital intensive operations

Mondi operates large facilities, often in remote locations. The ongoing safety and sustainable operation of all its facilities is critical to the success of the Group.

The management systems in place ensure ongoing monitoring of all operations to ensure they meet the requisite standards and performance requirements. The Group has adequate insurance in place to cover material property damage, business interruption and liability risks. A structured maintenance programme is in place under the auspices of the Group technical director. Emergency preparedness and response procedures are in place and subject to periodic drills.

#### Cost and availability of a sustainable supply of fibre

Paper for recycling and wood account for approximately one third of input costs. It is the Group's objective to acquire fibre from sustainable sources and to avoid the use of any illegal or controversial supply.

International market prices are constantly monitored and, where appropriate, cost pass through mechanisms are in place with customers.

The Group maintains strong forestry management teams in Russia and South Africa to actively monitor environmental influences impacting its owned sources of fibre. Mondi's relatively high levels of integration and access to own FSC<sup>TM</sup> certified wood in Russia and South Africa serve to mitigate this risk. All the Group's mills have chain-of-custody certificates in place ensuring that wood procured is from non-controversial sources.

#### Cost of energy and related input costs

Energy and related input costs comprise approximately a third of the Group's variable costs. Increasing energy costs, and the consequential impact thereof on both chemical and transport costs, may impact profit margins.

Energy usage levels, emission levels and usage of renewable energy are monitored and energy costs are benchmarked against external sources. The Group continues to invest in energy infrastructure at its key operating facilities in order to improve energy efficiency and electricity self-sufficiency as well as to reduce its environmental footprint.

### Attraction and retention of key skills and talent

The complexity of operations and geographic diversity of the Group is such that high-quality, experienced employees are required in all locations.

The Group monitors its staff turnover levels, diversity and training activities and conducts regular employee surveys. Appropriate reward and retention strategies are in place to attract and retain talent across the organisation. At more senior levels, these include a share based incentive scheme.

#### **Employee and contractor safety**

The Group's employees work in potentially dangerous environments where hazards are ever-present and must be managed.

The Group engages in extensive safety communication sessions, involving employees and contractors, at all operations. The Nine Safety Rules to Live By, applied across the Group, are integral to the safety strategy. Operations conduct statutory safety committee meetings where management and employees are represented.

A risk-based approach underpins all safety and health programmes. All business units and operations are required to have safety improvement plans in place.

# **Group performance review** continued

#### Governance risks

The Group operates in a number of legal jurisdictions and non-compliance with legal and governance requirements in these jurisdictions could expose the Group to significant risk if not adequately managed.

The Group operates a comprehensive training and compliance programme, supported by regular self-certification and reporting as well as its confidential reporting hotline for all stakeholders, Speakout.

#### Financial risks

Mondi's trading and financing activities expose the Group to financial risks that, if left unmanaged, could adversely impact current or future earnings. These risks relate to the currencies in which the Group conducts its activities, interest rate and liquidity risks as well as exposure to customer credit risk.

#### **Going concern**

The Group's business activities, together with the factors likely to affect its future development, performance and position, the most significant risks and the Group's related management and mitigating actions are set out above. The financial position of the Group, its cash flows, liquidity position and borrowing facilities are described in the condensed financial statements.

Mondi's geographical spread, product diversity and large customer base mitigate potential risks of customer or supplier liquidity issues. Ongoing initiatives by management in implementing profit improvement initiatives which include continued investment in its operations, plant optimisation, cost-cutting, and restructuring and rationalisation activities have consolidated the Group's leading cost position in

its chosen markets. Working capital levels and capital expenditure programmes are strictly monitored and controlled.

The Group meets its funding requirements from a variety of sources. The availability of some of these facilities is dependent on the Group meeting certain financial covenants all of which have been complied with. Mondi had €745 million of undrawn committed debt facilities as at 30 June 2014 which should provide sufficient liquidity in the medium term.

The Group's forecasts and projections, taking account of reasonably possible changes in trading performance, including an assessment of the current macroeconomic environment, indicate that the Group should be able to operate well within the level of its current facilities and related covenants.

The directors have reviewed the overall Group strategy, the most recent forecast for 2014 and subsequent years, considered the assumptions contained therein and reviewed the critical risks which may impact the Group's performance. After making such enquiries, the directors are satisfied that the Group remains solvent and has adequate liquidity in order to meet its obligations and continue in operational existence for the foreseeable future. Accordingly, the Group continues to adopt the going concern basis in preparing this report.

#### **Related parties**

As set out in the condensed combined and consolidated financial statements for the six months ended 30 June 2014, there have been no significant individual related party transactions during the first six months of the financial year and there have been no significant changes to the Group's related party relationships as disclosed in note 36 of the Group's annual financial statements for the year ended 31 December 2013.

# **Directors' responsibility statement**

The directors confirm that to the best of their knowledge:

- the condensed combined and consolidated financial statements have been prepared in accordance with International Financial Reporting Standards and in particular with International Accounting Standard 34, 'Interim Financial Reporting';
- the half-yearly report includes a fair review of the significant events during the six months ended 30 June 2014 and a description of the principal risks and uncertainties for the remaining six months of the year ending 31 December 2014;
- there have been no significant individual related party transactions during the first six months of the financial year; and
- there have been no significant changes in the Group's related party relationships.

**David Hathorn**Director

Andrew King
Director

6 August 2014

# Independent auditor's review report on interim financial information to the shareholders of Mondi Limited

We have reviewed the condensed combined and consolidated financial statements of Mondi Limited contained in the accompanying interim report, which comprise the condensed combined and consolidated statement of financial position as at 30 June 2014 and the condensed combined and consolidated statement of comprehensive income, condensed combined and consolidated statement of changes in equity, condensed combined and consolidated statement of cash flows for the six months then ended, and selected explanatory notes.

A review of interim financial statements in accordance with ISRE 2410 is a limited assurance engagement. We perform procedures, primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures and evaluate the evidence obtained. The procedures performed in a review are substantially less than and differ in nature from those performed in an audit conducted in accordance with International Standards on Auditing. Accordingly, we do not express an audit opinion on these financial statements.

# Directors' responsibility for the interim financial statements

The directors are responsible for the preparation and presentation of these interim financial statements in accordance with International Accounting Standard (IAS) 34, 'Interim Financial Reporting', the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council and the requirements of the Companies Act of South Africa, and for such internal control as the directors determine is necessary to enable the preparation of interim financial statements that are free from material misstatement, whether due to fraud or error.

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed combined and consolidated financial statements of Mondi Limited for the six months ended 30 June 2014 are not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting', the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council and the requirements of the Companies Act of South Africa.

### **Auditor's responsibility**

Our responsibility is to express a conclusion on these interim financial statements. We conducted our review in accordance with International Standard on Review Engagements (ISRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity'. ISRE 2410 requires us to conclude whether anything has come to our attention that causes us to believe that the interim financial statements are not prepared in all material respects in accordance with the applicable financial reporting framework. This standard also requires us to comply with relevant ethical requirements.

#### **Deloitte & Touche**

Registered Auditor

Per: Bronwyn Kilpatrick Partner

6 August 2014

Buildings 1 and 2, Deloitte Place, The Woodlands Woodlands Drive, Woodmead, Sandton Republic of South Africa

National Executive: LL Bam Chief Executive AE Swiegers Chief Operating Officer GM Pinnock Audit DL Kennedy Risk Advisory NB Kader Tax TP Pillay Consulting K Black Clients & Industries JK Mazzocco Talent & Transformation MJ Jarvis Finance M Jordan Strategy S Gwala Managed Services TJ Brown Chairman of the Board MJ Comber Deputy Chairman of the Board.

A full list of partners and directors is available on request.

B-BBEE rating: Level 2 contributor in terms of the Chartered Accountancy Profession Sector Code

Member of Deloitte Touche Tohmatsu Limited

# **Independent review report to Mondi plc**

We have been engaged by the company to review the condensed set of financial statements in the half-yearly financial report for the six months ended 30 June 2014, which comprises the condensed combined and consolidated income statement, the condensed combined and consolidated statement of comprehensive income, the condensed combined and consolidated statement of financial position, the condensed combined and consolidated statement of cash flows, the condensed combined and consolidated statement of changes in equity and the related notes 1 to 18. We have read the other information contained in the half-yearly financial report and considered whether it contains any apparent misstatements or material inconsistencies with the information in the condensed set of financial statements.

This report is made solely to the company in accordance with International Standard on Review Engagements (UK and Ireland) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Auditing Practices Board. Our work has been undertaken so that we might state to the company those matters we are required to state to it in an independent review report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company for our review work, for this report, or for the conclusions we have formed.

### **Directors' responsibilities**

The half-yearly financial report is the responsibility of, and has been approved by, the directors. The directors are responsible for preparing the half-yearly financial report in accordance with the Disclosure and Transparency Rules of the United Kingdom's Financial Conduct Authority.

As disclosed in note 1, the annual financial statements of the Group are prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. The condensed set of financial statements included in this half-yearly financial report has been prepared in accordance with International Accounting Standard 34, 'Interim Financial Reporting', as adopted by the European Union.

### Our responsibility

Our responsibility is to express to the company a conclusion on the condensed set of financial statements in the half-yearly financial report based on our review.

### Scope of review

We conducted our review in accordance with International Standard on Review Engagements (UK and Ireland) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Auditing Practices Board for use in the United Kingdom. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing (UK and Ireland) and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed set of financial statements in the half-yearly financial report for the six months ended 30 June 2014 is not prepared, in all material respects, in accordance with International Accounting Standard 34 as adopted by the European Union and the Disclosure and Transparency Rules of the United Kingdom's Financial Conduct Authority.

#### **Deloitte LLP**

Chartered Accountants and Statutory Auditor London, United Kingdom

6 August 2014

# **Condensed combined and consolidated income** statement

for the six months ended 30 June 2014

Compression   Notes   Items (note 6)   Items   Items (note 6)   Items (note 6)   Items   Items (note 6)   It		S	(Reviewed) Six months ended 30 June 2014  (Reviewed) Six months ended 30 June 2013		Six months ended Six months ended Ye		Six months ended Year ended			
Materials, energy and consumables used  Variable selling expenses  (251) - (251) (282) - (282) (523) -  Gross margin  1,243 - 1,243 1,302 - 1,302 2,562 - 2  Maintenance and other indirect expenses  (120) - (120) (122) - (122) (278) -  Personnel costs  (456) (7) (463) (484) (16) (500) (940) (17)  Other net operating expenses  (114) 4 (110) (142) (10) (152) (276) (10)  Depreciation, amortisation and impairments  (176) - (176) (188) (55) (243) (369) (67)  Operating profit/(loss)  Non-operating special items  6 7  Net profit from associates  378 (3) 375 367 (81) 286 701 (87)  Net finance costs  (50) (13) (63) (57) - (57) (115) -  Investment income  1 - 1 2 - 2 3 -  Foreign currency losses  (10) - (11) (11) - (11) (11) -  Profit/(loss) before tax  328 (16) 312 310 (81) 229 586 (87)  Tax (charge)/credit  7 (62) - (62) (56) 13 (43) (98) 13  Profit/(loss) for the period  Attributable to:  Non-controlling interests  Shareholders	€ million	spec	cial <sup>'</sup> items	special	special	items	special	special	items	After special items
Used   (1,654)   - (1,654) (1,758)   - (1,758) (3,391)   - (3)	Group revenue	3,1	148 –	3,148	3,342	_	3,342	6,476	_	6,476
Variable selling expenses         (251)         -         (251)         (282)         -         (282)         (523)         -           Gross margin         1,243         -         1,243         1,302         -         1,302         2,562         -         2           Maintenance and other indirect expenses         (120)         -         (120)         (122)         -         (122)         (278)         -         2           Personnel costs         (456)         (7)         (463)         (484)         (16)         (500)         (940)         (17)           Other net operating expenses         (114)         4         (110)         (142)         (10)         (152)         (276)         (10)           Depreciation, amortisation and impairments         (176)         -         (176)         (188)         (55)         (243)         (369)         (67)           Operating profit/(loss)         377         (3)         374         366         (81)         285         699         (94)           Non-operating special items         6         -         -         -         -         -         -         -         -         -         -         -         -         -         -		(4.6	25.4)	(4.05.4)	(4.750)		(4.750)	(0.004)		(0.004)
Cross margin   1,243   - 1,243   1,302   - 1,302   2,562   - 2   2   2   2   2   2   2   2   2				, , ,		_	, ,		_	(3,391) (523)
Maintenance and other indirect expenses         (120)         -         (120)         (122)         -         (122)         (278)         -           Personnel costs         (456)         (7)         (463)         (484)         (16)         (500)         (940)         (17)           Other net operating expenses         (114)         4         (110)         (142)         (10)         (152)         (276)         (10)           Depreciation, amortisation and impairments         (176)         -         (176)         (188)         (55)         (243)         (369)         (67)           Operating profit/(loss)         377         (3)         374         366         (81)         285         699         (94)           Non-operating special items         6         -			<u> </u>	. ,						
Expenses   (120)	•	1,2	243 –	1,243	1,302	_	1,302	2,562	_	2,562
Personnel costs		(1	120) –	(120)	(122)	_	(122)	(278)	_	(278)
Other net operating expenses       (114)       4       (110)       (142)       (10)       (152)       (276)       (10)         Depreciation, amortisation and impairments       (176)       -       (176)       (188)       (55)       (243)       (369)       (67)         Operating profit/(loss)       377       (3)       374       366       (81)       285       699       (94)         Non-operating special items       6       -       -       -       -       -       -       -       -       -       -       7 <td></td> <td></td> <td></td> <td></td> <td></td> <td>(16)</td> <td></td> <td>` ′</td> <td>(17)</td> <td>(957)</td>						(16)		` ′	(17)	(957)
Impairments	Other net operating expenses	•	,	, ,	(142)		, ,	(276)	(10)	(286)
Non-operating profit/(loss)										
Non-operating special items 6 7  Net profit from associates 1 - 1 1 1 - 1 2 -  Total profit/(loss) from operations and associates 378 (3) 375 367 (81) 286 701 (87)  Net finance costs (50) (13) (63) (57) - (57) (115) -  Investment income 1 - 1 2 - 2 3 -  Foreign currency losses (1) - (1) (1) - (1) (1) -  Finance costs (50) (13) (63) (58) - (58) (117) -  Profit/(loss) before tax 328 (16) 312 310 (81) 229 586 (87)  Tax (charge)/credit 7 (62) - (62) (56) 13 (43) (98) 13  Profit/(loss) for the period 266 (16) 250 254 (68) 186 488 (74)  Attributable to:  Non-controlling interests 15 15  Shareholders 235 171	impairments	(1	176) –	(176)	(188)	(55)	(243)	(369)	(67)	(436)
Net profit from associates         1         -         1         1         -         1         2         -           Total profit/(loss) from operations and associates         378         (3)         375         367         (81)         286         701         (87)           Net finance costs         (50)         (13)         (63)         (57)         -         (57)         (115)         -           Investment income         1         -         1         2         -         2         3         -           Foreign currency losses         (11)         -         (11)         (11)         (11)         -         (11)         (11)         -         (11)         -         (11)         -         (11)         -         -         (11)         -         -         (11)         -         -         -         (11)         - <t< td=""><td></td><td>3</td><td>377 (3</td><td>374</td><td>366</td><td>(81)</td><td>285</td><td>699</td><td>(94)</td><td>605</td></t<>		3	377 (3	374	366	(81)	285	699	(94)	605
Total profit/(loss) from operations and associates         378         (3)         375         367         (81)         286         701         (87)           Net finance costs         (50)         (13)         (63)         (57)         —         (57)         (115)         —           Investment income         1         -         1         2         -         2         3         -           Foreign currency losses         (1)         -         (1)         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         -         (1)         (1)         -         (1)         (1)         -         (1)         (1)         -         (1)         (1)         -         (1)         (1)         -         (1)         (1)         -         (1)         (1)         -         (1)         (1)         -         (1)         (2)         (2)         (3		6		_		_	_		7	7
and associates         378         (3)         375         367         (81)         286         701         (87)           Net finance costs         (50)         (13)         (63)         (57)         —         (57)         (115)         —           Investment income         1         —         1         2         —         2         3         —           Foreign currency losses         (1)         —         (1)         (1)         —         (1)         (1)         —         (1)         (1)         —         (1)         (1)         —         (1)         —         (1)         —         (1)         (1)         —         (1)         (1)         —         (1)         (1)         —         (1)         (1)         —         (1)         (1)         —         (1)         —         (1)         —         (1)         (1)         —         (1)         —         (1)         —         (1)         —         (1)         (1)         —         (1)         —         (1)         —         (1)         —         (1)         —         (1)         —         (1)         —         (1)         —         (1)         —         (2) <t< td=""><td>Net profit from associates</td><td></td><td>1 –</td><td>1</td><td>1</td><td>_</td><td>1</td><td>2</td><td>_</td><td>2</td></t<>	Net profit from associates		1 –	1	1	_	1	2	_	2
Net finance costs   (50) (13) (63) (57) - (57) (115) -     Investment income	. , , .		(-			(0.1)		=0.4	(0=)	
Investment income    1			•							614
Foreign currency losses  (1) - (1) (1) - (1) (1) - (58) (117) - (58) (117) - (59) (13) (63) (58) - (58) (117) - (58) (117) - (58) (117) - (58) (117) - (58) (117) - (58) (117) - (58) (117) - (58) (117) - (58) (117) - (58) (117) - (58) (117) - (58) (117) - (58) (117) - (58) (117) - (58) (117) - (58) (117) (								. ,		(115)
Finance costs         (50)         (13)         (63)         (58)         -         (58)         (117)         -           Profit/(loss) before tax         328         (16)         312         310         (81)         229         586         (87)           Tax (charge)/credit         7         (62)         -         (62)         (56)         13         (43)         (98)         13           Profit/(loss) for the period         266         (16)         250         254         (68)         186         488         (74)           Attributable to:         Non-controlling interests           Shareholders         235         171										3
Profit/(loss) before tax         328         (16)         312         310         (81)         229         586         (87)           Tax (charge)/credit         7         (62)         -         (62)         (56)         13         (43)         (98)         13           Profit/(loss) for the period         266         (16)         250         254         (68)         186         488         (74)           Attributable to:         Non-controlling interests         15         15         15           Shareholders         235         171										(1) (117)
Tax (charge)/credit         7         (62)         -         (62)         (56)         13         (43)         (98)         13           Profit/(loss) for the period         266         (16)         250         254         (68)         186         488         (74)           Attributable to:         Non-controlling interests           Shareholders         235         15           171         171										
Profit/(loss) for the period         266         (16)         250         254         (68)         186         488         (74)           Attributable to:         Non-controlling interests         15         15           Shareholders         235         171			•							499
Attributable to: Non-controlling interests Shareholders  15 15 171	Tax (charge)/credit				(56)	13	(43)	(98)	13	(85)
Non-controlling interests  Shareholders  15  15  171	Profit/(loss) for the period	2	266 (16	250	254	(68)	186	488	(74)	414
Shareholders 235 171	Attributable to:									
	Non-controlling interests			15			15			28
Earnings per share (EPS) for profit	Shareholders			235			171			386
attributable to shareholders	Earnings per share (EPS) for profit attributable to shareholders									
Basic EPS (€ cents) 8 <b>48.6</b> 35.3	Basic EPS (€ cents)	8		48.6			35.3			79.8
Diluted EPS (€ cents) 8 <b>48.5</b> 35.3										79.6
Basic underlying EPS (€ cents) 8 51.9 49.4	Basic underlying EPS (€ cents)	8		51.9			49.4			95.0
Diluted underlying EPS (€ cents) 8 51.8 49.3	, ,									94.8
Basic headline EPS (€ cents) 8 48.3 45.7	Basic headline EPS (€ cents)	8		48.3			45.7			91.3
Diluted headline EPS (€ cents) 8 48.2 45.6	,									91.1

# **Condensed combined and consolidated statement of** comprehensive income

for the six months ended 30 June 2014

€ million	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended 30 June 2013	(Audited) Year ended 31 December 2013
Profit for the period	250	186	414
Other comprehensive (expense)/income:			
Items that may subsequently be reclassified to the condensed combined and consolidated income statement:			
Effect of cash flow hedges	_	_	(2)
Gains on available-for-sale investments	_	_	2
Exchange differences on translation of foreign operations	(23)	(145)	(233)
Share of other comprehensive income of associates	-	(1)	(1)
Tax effect thereof	-	_	_
Items that will not subsequently be reclassified to the condensed combined and consolidated income statement:			
Remeasurements on retirement benefits plans	(16)	18	21
Asset ceiling movement	2	(1)	(2)
Tax effect thereof	3	(4)	(6)
Other comprehensive expense for the period, net of tax	(34)	(133)	(221)
Total comprehensive income for the period	216	53	193
Attributable to:			
Non-controlling interests	16	9	17
Shareholders	200	44	176

# **Condensed combined and consolidated statement of** financial position

as at 30 June 2014

	(Reviewed) As at 30 June	(Reviewed)	(Audited) As at 31 December
€ million Notes	2014	2013	2013
Intangible assets	670	684	675
Property, plant and equipment	3,505	3,446	3,428
Forestry assets 10	233	257	233
Net retirement benefits asset 11	_	2	_
Other non-current assets	37	39	38
Total non-current assets	4,445	4,428	4,374
Inventories	834	767	746
Trade and other receivables	1,058	1,112	954
Cash and cash equivalents 13b	49	84	130
Other current assets	22	27	36
Total current assets	1,963	1,990	1,866
Total assets	6,408	6,418	6,240
Short-term borrowings	(458)	(265)	(181)
Trade and other payables	(1,028)	(1,008)	(989)
Other current liabilities	(142)	(148)	(126)
Total current liabilities	(1,628)	(1,421)	(1,296)
Medium and long-term borrowings 13c	(1,343)	(1,664)	(1,571)
Net retirement benefits liability 11	(226)	(225)	(211)
Deferred tax liabilities	(254)	(291)	(264)
Other non-current liabilities	(52)	(53)	(52)
Total non-current liabilities	(1,875)	(2,233)	(2,098)
Total liabilities	(3,503)	(3,654)	(3,394)
Net assets	2,905	2,764	2,846
Equity			
Share capital and stated capital	542	542	542
Retained earnings and other reserves	2,103	1,963	2,049
Total attributable to shareholders	2,645	2,505	2,591
Non-controlling interests in equity	260	259	255
Total equity	2,905	2,764	2,846

The Group's condensed combined and consolidated financial statements, and related notes 1 to 18, were approved by the Boards and authorised for issue on 6 August 2014 and were signed on their behalf by:

**David Hathorn** 

Director

Mondi Limited company registration number: Mondi plc company registered number:

**Andrew King** 

Director

1967/013038/06 6209386

# **Condensed combined and consolidated statement** of cash flows

for the six months ended 30 June 2014

€ million	Notes	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended 30 June 2013	(Audited) Year ended 31 December 2013
Cash flows from operating activities				
Cash generated from operations	13a	439	431	1,036
Dividends from associates		_	_	1
Income tax paid		(49)	(75)	(126)
Net cash generated from operating activities		390	356	911
Cash flows from investing activities				
Investment in property, plant and equipment		(249)	(164)	(405)
Investment in forestry assets		(18)	(20)	(41)
Proceeds from the disposal of tangible and intangible assets		27	21	36
Acquisition of subsidiaries, net of cash and cash equivalents	12	(47)	-	-
Other investing activities		(1)	2	(3)
Net cash used in investing activities		(288)	(161)	(413)
Cash flows from financing activities				
Repayment of short-term borrowings	13c	(45)	(19)	(77)
Proceeds from medium and long-term borrowings	13c	95	108	107
Repayment of medium and long-term borrowings	13c	-	(52)	(117)
Interest paid		(64)	(68)	(124)
Dividends paid to shareholders	9	(129)	(92)	(138)
Purchase of treasury shares		(22)	(23)	(30)
Dividends paid to non-controlling interests	9	(11)	(50)	(60)
Other financing activities		11	18	28
Net cash used in financing activities		(165)	(178)	(411)
Net (decrease)/increase in cash and cash equivalents		(63)	17	87
Cash and cash equivalents at beginning of period		64	(37)	(37)
Cash movement in the period	13c	(63)	17	87
Effects of changes in foreign exchange rates	13c	-	11	14
Cash and cash equivalents at end of period	13b	1	(9)	64

# **Condensed combined and consolidated statement of** changes in equity

for the six months ended 30 June 2014

€ million	Equity attributable to shareholders	Non-controlling interests	Total equity
At 1 January 2013	2,572	301	2,873
Total comprehensive income for the period	44	9	53
Dividends paid	(92)	(50)	(142)
Purchase of treasury shares	(23)	_	(23)
Other	4	(1)	3
At 30 June 2013	2,505	259	2,764
Total comprehensive income for the period	132	8	140
Dividends paid	(46)	(10)	(56)
Purchase of treasury shares	(7)	_	(7)
Other	7	(2)	5
At 31 December 2013	2,591	255	2,846
Total comprehensive income for the period	200	16	216
Dividends paid	(129)	(11)	(140)
Purchase of treasury shares	(22)	-	(22)
Other	5	_	5
At 30 June 2014	2,645	260	2,905

# **Equity attributable to shareholders**

€ million	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended 30 June 2013	(Audited) Year ended 31 December 2013
Combined share capital and stated capital	542	542	542
Retained earnings	2,302	2,044	2,209
Share-based payment reserve	14	13	18
Cumulative translation adjustment reserve	(398)	(291)	(374)
Cash flow hedge reserve	(2)	_	(2)
Post-retirement benefit reserve	(68)	(56)	(57)
Merger reserve	259	259	259
Other sundry reserves	(4)	(6)	(4)
Total	2,645	2,505	2,591

# Notes to the condensed combined and consolidated financial statements

for the six months ended 30 June 2014

#### 1 **Basis of preparation**

The 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. Accordingly, Mondi Limited and Mondi plc are reported on a combined and consolidated basis as a single reporting entity under International Financial Reporting Standards (IFRS).

The condensed combined and consolidated half-yearly financial information for the six months ended 30 June 2014 has been prepared in accordance with IAS 34, 'Interim Financial Reporting'. It should be read in conjunction with the Group's annual financial statements for the year ended 31 December 2013, prepared in accordance with IFRS as issued by the International Accounting Standards Board (IASB).

There are no differences for the Group in applying IFRS as issued by the IASB and IFRS as adopted by the European Union (EU) and the Group also complies with Article 4 of the EU IAS Regulation. The Group has also complied with the South African Institute of Chartered Accountants Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council of South Africa. The condensed combined and consolidated financial statements have been prepared on a going concern basis as discussed in the Group performance review, under the heading 'Going concern'.

The information for the year ended 31 December 2013 does not constitute statutory accounts as defined by section 434 of the UK Companies Act 2006. A copy of the statutory accounts for that year has been delivered to the Registrar of Companies. The auditor's report on those accounts was unqualified, did not draw attention to any matters by way of emphasis and did not contain a statement under section 498(2) or (3) of the UK Companies Act 2006.

The condensed combined and consolidated financial statements have been prepared on the historical cost basis, except for the fair valuing of financial instruments and forestry assets.

These financial statements have been prepared under the supervision of the Group chief financial officer, Andrew King CA (SA).

#### 2 **Accounting policies**

The same accounting policies, methods of computation and presentation have been followed in the preparation of the condensed combined and consolidated financial statements for the six months ended 30 June 2014 as were applied in the preparation of the Group's annual financial statements for the year ended 31 December 2013.

#### 3 Seasonality

The seasonality of the Group's operations has no significant impact on the condensed combined and consolidated financial statements.

# 4

Operating segments Six months ended 30 June 2014 (Reviewed)

					South			
					Africa		Intersegment	•
			nternational		Division	& other	elimination	total
€ million, unless	Packaging	Fibre	Consumer	Uncoated				
otherwise stated	Paper	Packaging	Packaging	Fine Paper				
Segment revenue	982	1,003	550	674	284	_	(345)	3,148
Internal revenue	(272)	(15)	(2)	(8)	(48)	_	345	_
External revenue	710	988	548	666	236	_	_	3,148
EBITDA	209	88	60	133	78	(15)	_	553
Depreciation,								
amortisation and								
impairments	(47)	(35)	(26)	(48)	(20)	_	_	(176)
Underlying operating								
profit/(loss)	162	53	34	85	58	(15)	_	377
Special items	_	(7)	4	_	_	(13)	_	(16)
Operating segment								
assets	1,895	1,235	1,004	1,357	728	6	(177)	6,048
Operating net segment								
assets	1,558	942	870	1,157	608	7	_	5,142
Additions to non-current								
non-financial assets	116	32	30	67	29	23	_	297
Capital expenditure								
cash payments	115	34	32	59	9	_	_	249
Operating margin (%)	16.5	5.3	6.2	12.6	20.4	_	_	12.0
Return on capital								
employed (%)	22.6	11.6	8.5	15.8	20.5	_	_	16.0

# Six months ended 30 June 2013 (Reviewed)

Olx Illollalo cliaca c	o danc zo i	o (Horiotto	uj					
					South			_
		_			Africa		Intersegment	•
			International		Division	& other	elimination	total
€ million, unless	Packaging	Fibre	Consumer	Uncoated				
otherwise stated	Paper	Packaging	Packaging	Fine Paper				
Segment revenue	1,043	1,002	582	740	325	_	(350)	3,342
Internal revenue	(267)	(17)	(2)	(8)	(56)		350	
External revenue	776	985	580	732	269	_	_	3,342
EBITDA	195	83	66	157	67	(14)	_	554
Depreciation,								
amortisation and								
impairments1	(47)	(35)	(27)	(55)	(23)	(1)	_	(188)
Underlying operating								
profit/(loss)	148	48	39	102	44	(15)	_	366
Special items	_	_	(13)	(50)	(18)	_	_	(81)
Operating segment								
assets	1,793	1,239	1,018	1,366	810	7	(129)	6,104
Operating net								
segment assets	1,441	982	875	1,176	687	7	_	5,168
Additions to non-								
current non-financial								
assets	57	25	25	33	34	_	_	174
Capital expenditure								
cash payments	55	35	24	36	14	_	_	164
Operating margin (%)	14.2	4.8	6.7	13.8	13.5	_	_	11.0
Return on capital								
employed (%)	20.1	12.0	7.8	17.4	12.8	_	_	14.8

Note:

1 Excluding impairments included in special items (see note 6).

# Notes to the condensed combined and consolidated financial statements continued

for the six months ended 30 June 2014

#### 4 **Operating segments** continued

Year ended 31 December 2013 (Audited)

		Europe &	International		South Africa Division	Corporate & other	Intersegment elimination	Segments total
€ million, unless otherwise stated	Packaging Paper	Fibre Packaging	Consumer Packaging	Uncoated Fine Paper				
Segment revenue	2,000	1,967	1,153	1,388	624	_	(656)	6,476
Internal revenue	(503)	(33)	(5)	(14)	(101)	_	656	
External revenue	1,497	1,934	1,148	1,374	523	_	_	6,476
EBITDA	394	163	129	277	135	(30)	_	1,068
Depreciation, amortisation and impairments <sup>1</sup>	(96)	(70)	(55)	(105)	(42)	(1)	_	(369)
Underlying operating profit/(loss)	298	93	74	172	93	(31)	_	699
Special items	_	(3)	(13)	(60)	(11)	_	_	(87)
Operating segment assets	1,837	1,156	993	1,311	731	2	(140)	5,890
Operating net segment assets	1,484	903	855	1,135	622	1	_	5,000
Additions to non- current non-financial assets	155	72	60	94	93	_	_	474
Capital expenditure cash payments	139	78	56	80	52	_	_	405
Operating margin (%)	14.9	4.7	6.4	12.4	14.9	_	_	10.8
Return on capital employed (%)	21.9	10.8	9.1	16.2	16.0	-	-	15.3

### Note:

The description of each business segment reflects the nature of the main products they sell. In certain instances the business segments sell minor volumes of other products and due to this reason the external segment revenues will not necessarily reconcile to the external revenues by product type presented alongside.

Excluding impairments included in special items (see note 6).

# **External revenue by product type**

€ million	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended 30 June 2013	(Audited) Year ended 31 December 2013
Products			
Fibre packaging products	970	963	1,891
Packaging paper products	716	766	1,482
Uncoated fine paper	611	669	1,284
Consumer packaging products	548	580	1,148
Pulp	114	133	269
Newsprint	75	97	177
Other	114	134	225
Group total	3,148	3,342	6,476

	External revenue by location of customer			External revenue by location of production			
€ million	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended 30 June 2013	(Audited) Year ended 31 December 2013	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended 30 June 2013	(Audited) Year ended 31 December 2013	
Revenue							
Africa							
South Africa	192	217	432	284	325	623	
Rest of Africa	111	129	231	6	5	11	
Africa total	303	346	663	290	330	634	
Western Europe							
Austria	79	83	161	494	506	958	
Germany	505	509	1,003	463	496	993	
United Kingdom	118	137	262	18	28	48	
Rest of western							
Europe	690	730	1,390	348	372	720	
Western Europe total	1,392	1,459	2,816	1,323	1,402	2,719	
Emerging Europe							
Poland	242	227	450	440	448	877	
Rest of emerging							
Europe	434	457	893	582	595	1,168	
Emerging Europe total	676	684	1,343	1,022	1,043	2,045	
Russia	282	314	608	350	389	741	
North America	174	181	349	135	143	274	
South America	32	29	57	-	_	_	
Asia and Australia	289	329	640	28	35	63	
Group total	3,148	3,342	6,476	3,148	3,342	6,476	

There are no external customers which account for more than 10% of the Group's total external revenue.

# Notes to the condensed combined and consolidated financial statements continued

for the six months ended 30 June 2014

#### 4 **Operating segments** continued

### Reconciliation of operating profit before special items

	(Reviewed) Six months ended	(Reviewed) Six months ended	(Audited) Year ended
€ million	30 June 2014	30 June 2013	31 December 2013
Operating profit before special items	377	366	699
Special items (see note 6)	(16)	(81)	(87)
Net profit from associates	1	1	2
Net finance costs (excluding financing special item)	(50)	(57)	(115)
Group profit before tax	312	229	499

### **Reconciliation of operating segment assets**

	(Reviewed) As at 30 June 2014			(Reviewed) As at 30 June 2013		(Audited) As at 31 December 2013	
	Segment	Net segment	Segment	Net segment	Segment	Net segment	
€ million	assets	assets	assets	assets	assets	assets	
Segments total	6,048	5,142	6,104	5,168	5,890	5,000	
Unallocated:							
Acquisition (see note 12) 1	108	76	_	_	_	_	
Investments in associates	6	6	6	6	6	6	
Deferred tax assets/(liabilities)	4	(249)	8	(283)	4	(260)	
Other non-operating assets/(liabilities)	166	(345)	190	(308)	182	(306)	
Group capital employed	6,332	4,630	6,308	4,583	6,082	4,440	
Financial asset investments (non-current)	26	26	25	25	27	27	
Cash and current financial asset							
investments/(net debt)	50	(1,751)	85	(1,844)	131	(1,621)	
Total assets/equity	6,408	2,905	6,418	2,764	6,240	2,846	

Note:

#### 5 Write-down of inventories to net realisable value

	(Reviewed)	(Reviewed)	(Audited)
	Six months ended	Six months ended	Year ended
€ million	30 June 2014	30 June 2013	31 December 2013
Write-down of inventories to net realisable value	(9)	(12)	(21)
Aggregate reversal of previous write-down of inventories	4	4	12

Acquisition took place on 30 June 2014, and will be incorporated into Packaging Paper and Fibre Packaging business units in future reporting.

#### **Special items** 6

€ million	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended 30 June 2013	(Audited) Year ended 31 December 2013
Operating special items			
Asset impairments	-	(55)	(67)
Restructuring and closure costs:			
Restructuring and closure costs excluding related personnel costs	-	(10)	(10)
Personnel costs relating to restructuring	(7)	(16)	(17)
Reversal of provision for transaction costs attributable to Nordenia acquisition	4	_	_
Total operating special items	(3)	(81)	(94)
Non-operating special item			
Gain on sale of land	_	-	7
Total non-operating special item	-	-	7
Financing special item			
Net charge on early redemption of €280 million Eurobond	(13)	-	_
Total financing special item	(13)	-	_
Total special items before tax and non-controlling interests	(16)	(81)	(87)
Tax		13	13
Total special items attributable to shareholders	(16)	(68)	(74)

#### **Operating special items**

In May 2014, the Group announced plans to restructure certain operations in the Coatings segment of the Fibre Packaging business unit. Restructuring costs of €7 million were recognised.

A provision of €4 million in respect of transaction costs attributable to the Nordenia acquisition was reversed.

### **Financing special item**

On 10 June 2014, the Group announced the intention to redeem the 9.75% €280 million Eurobond assumed as part of the acquisition of Nordenia in 2012. The net charge on redemption of €13 million was recognised.

#### 7 Tax charge

€ million	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended	(Audited) Year ended 31 December 2013
UK corporation tax at 21.5% (2013: 23.25%)	-	1	1
SA corporation tax at 28% (2013: 28%)	16	13	21
Overseas tax	56	65	105
Current tax	72	79	127
Deferred tax	(10)	(23)	(29)
Total tax charge before special items	62	56	98
Current tax on special items	-	(6)	(5)
Deferred tax on special items	-	(7)	(8)
Total tax credit on special items	-	(13)	(13)
Total tax charge	62	43	85

The Group's effective rate of tax before special items for the six months ended 30 June 2014, calculated on profit before tax before special items and including net profit from associates, is 19% (six months ended 30 June 2013: 18%; year ended 31 December 2013: 17%).

# Notes to the condensed combined and consolidated financial statements continued

for the six months ended 30 June 2014

#### 8 **Earnings per share**

€ cents per share	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended 30 June 2013	(Audited) Year ended 31 December 2013
Profit for the period attributable to shareholders			_
Basic EPS	48.6	35.3	79.8
Diluted EPS	48.5	35.3	79.6
Underlying earnings for the period			
Basic underlying EPS	51.9	49.4	95.0
Diluted underlying EPS	51.8	49.3	94.8
Headline earnings for the period			
Basic headline EPS	48.3	45.7	91.3
Diluted headline EPS	48.2	45.6	91.1

The calculation of basic and diluted EPS, basic and diluted underlying EPS and basic and diluted headline EPS is based on the following data:

	Earnings		
€ million	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended 30 June 2013	(Audited) Year ended 31 December 2013
Profit for the period attributable to shareholders	235	171	386
Special items (see note 6)	16	81	87
Related tax (see note 6)	-	(13)	(13)
Underlying earnings for the period	251	239	460
Special items: restructuring and closure costs	(7)	(26)	(27)
Special items: reversal of provision for transaction costs attributable to Nordenia acquisition	4	-	_
Financing special item	(13)	-	_
Profit on disposal of tangible and intangible assets	(1)	-	(2)
Impairments not included in special items	-	1	4
Related tax	_	7	7
Headline earnings for the period	234	221	442

	Weighted average number of shares				
million	(Reviewed)         (Reviewed)         (Audir           As at         As at         A           30 June 2014         30 June 2013         31 December 20				
Basic number of ordinary shares outstanding	484	484	484		
Effect of dilutive potential ordinary shares	1	1	1		
Diluted number of ordinary shares outstanding	485	485	485		

#### **Dividends** 9

€ cents per share	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended 30 June 2013	(Audited) Year ended 31 December 2013
Interim dividend paid	-	-	9.55
Final dividend paid (in respect of prior year)	26.45	19.10	19.10
Interim dividend declared for the six months ended 30 June	13.23	9.55	
Final dividend proposed for the year ended 31 December			26.45

€ million	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended 30 June 2013	(Audited) Year ended 31 December 2013
Interim dividend paid	-	_	46
Final dividend paid (in respect of prior year)	129	92	92
Interim dividend declared for the six months ended 30 June	64	46	
Final dividend proposed for the year ended 31 December			128
Paid to non-controlling interests	11	50	60

# 10 Forestry assets

€ million	(Reviewed) Six months ended 30 June 2014	(Reviewed) Six months ended 30 June 2013	(Audited) Year ended 31 December 2013
At 1 January	233	311	311
Capitalised expenditure	17	19	39
Acquisition of assets	1	1	2
Fair value gains	20	10	17
Disposal of assets	(13)	(9)	(9)
Felling costs	(27)	(30)	(55)
Currency movements	2	(45)	(72)
Closing balance	233	257	233

The fair value of forestry assets is a level 3 measure in terms of the fair value measurement hierarchy (see note 17) and this category is consistent with prior periods. The fair value of forestry assets is calculated on the basis of future expected net cash flows arising on the Group's owned forestry assets, discounted using a discount rate relevant in the local country, based on a pre tax real yield on long-term bonds over the last five years. All fair value gains originate from South Africa.

### 11 Retirement benefits

All assumptions related to the Group's material defined benefit schemes and post-retirement medical plan liabilities were re-assessed individually and the remaining Group defined benefit schemes and unfunded statutory retirement obligations were re-assessed in aggregate for the six months ended 30 June 2014. The net retirement benefit obligation increased by €15 million mainly due to changes in assumptions. The assets backing the defined benefit scheme liabilities reflect their market values as at 30 June 2014. Any movements in the assumptions have been recognised as a remeasurement in the condensed combined and consolidated statement of comprehensive income.

### 12 Business combinations

### Acquisition of bags and kraft paper business of Graphic Packaging International Inc

On 30 June 2014, Mondi acquired the bags and kraft paper business of Graphic Packaging International Inc, a wholly-owned subsidiary of Graphic Packaging Holding Company, for a total consideration of US\$105 million (€76 million) on a debt and cash-free basis. The production base comprises an integrated kraft paper mill, with production capacity of 135,000 tonnes per annum, and nine bags plants. The combination of the business with Mondi's existing network will create a leading bags player in North America and expand the Group's growing global footprint in this market.

The business' revenue for the six months ended 30 June 2014 was €178 million with a loss after tax of €6 million.

# Notes to the condensed combined and consolidated financial statements continued

for the six months ended 30 June 2014

### 12 Business combinations continued

Details of the net assets acquired, as adjusted from book to fair value, are as follows:

€ million	Book value	Revaluation	Fair value
Net assets acquired:			
Intangible assets	62	(60)	2
Property, plant and equipment	76	(55)	21
Inventories	60	1	61
Trade and other receivables	24	_	24
Total assets	222	(114)	108
Trade and other payables	(28)	_	(28)
Net retirement benefits liability	(3)	_	(3)
Deferred tax liabilities	-	(1)	(1)
Total liabilities (excluding debt)	(31)	(1)	(32)
Short-term borrowings	(30)	_	(30)
Net assets acquired	161	(115)	46
Transaction costs expensed			1
Net cash paid per condensed combined and			
consolidated statement of cash flows			47

The fair value accounting is provisional in nature. The nature of this business is such that further adjustments to the carrying values of acquired assets and/or liabilities are possible as the detail of the acquired business is evaluated post acquisition. If necessary, any adjustments will be made within 12 months of the acquisition date.

In respect of trade and other receivables, the gross contractual amounts receivable and the best estimate at the acquisition date of the contractual cash flows not expected to be collected approximate the book value and the revaluation amount respectively as presented.

There were no major acquisitions made during the year ended 31 December 2013.

# 13 Consolidated cash flow analysis

### Reconciliation of profit before tax to cash generated from operations

	(Reviewed) Six months ended	(Reviewed) Six months ended	(Audited)
€ million	30 June 2014	30 June 2013	Year ended 31 December 2013
Profit before tax	312	229	499
Depreciation and amortisation	176	187	365
Impairment of tangible and intangible assets (not included in special items)	-	1	4
Share-based payments	5	5	11
Non-cash effect of special items	6	71	60
Net finance costs (excluding financing special item)	50	57	115
Net profit from associates	(1)	(1)	(2)
Decrease in provisions and net retirement benefits	(9)	(12)	(25)
Increase in inventories	(30)	(9)	(7)
Increase in operating receivables	(82)	(138)	(14)
Increase/(decrease) in operating payables	6	18	(6)
Fair value gains on forestry assets	(20)	(10)	(17)
Felling costs	27	30	55
Profit on disposal of tangible and intangible assets	(1)	-	(2)
Other adjustments	-	3	
Cash generated from operations	439	431	1,036

### (b) Cash and cash equivalents

€ million	(Reviewed) As at 30 June 2014	(Reviewed) As at 30 June 2013	(Audited) As at 31 December 2013
Cash and cash equivalents per condensed combined and consolidated statement of financial position	49	84	130
Bank overdrafts included in short-term borrowings	(48)	(93)	(66)
Cash and cash equivalents per condensed combined and consolidated statement of cash flows	1	(9)	64

### Movement in net debt

The Group's net debt position is as follows:

€ million	Cash and cash equivalents <sup>1</sup>	Debt due within		Current financial asset investments	Total net debt
	<u> </u>	one year	one year	IIIVESIIIEIIIS	
At 1 January 2013 (Audited)	(37)	(188)	(1,648)	I	(1,872)
Cash flow	17	19	(56)	_	(20)
Movement in unamortised loan costs	_	_	7	_	7
Reclassification	_	(20)	20	_	_
Currency movements	11	17	13	_	41
At 30 June 2013 (Reviewed)	(9)	(172)	(1,664)	1	(1,844)
Cash flow	70	58	66	_	194
Movement in unamortised loan costs	_	_	11	_	11
Reclassification	_	(14)	14	_	_
Currency movements	3	13	2	_	18
At 31 December 2013 (Audited)	64	(115)	(1,571)	1	(1,621)
Cash flow	(63)	45	(95)	_	(113)
Movement in unamortised loan costs	-	_	13	_	13
Acquisition of business	-	(30)	_	_	(30)
Reclassification	-	(306)	306	-	-
Currency movements	-	(4)	4	_	_
At 30 June 2014 (Reviewed)	1	(410)	(1,343)	1	(1,751)

#### Note:

The following table shows the amounts available to draw down on the Group's committed loan facilities:

€ million	(Reviewed) As at 30 June 2014	(Reviewed) As at 30 June 2013	(Audited) As at 31 December 2013
Expiry date			
In one year or less	88	56	42
In more than one year	657	687	750
Total credit available	745	743	792

### **Redemption of €280 million Eurobond**

On 10 June 2014, the Group announced the intention to redeem the €280 million Eurobond on 15 July 2014. The bond, including the related purchase premium and bond transaction costs were reclassified from long-term debt to short-term debt on date of announcement.

The Group operates in certain countries (principally South Africa) where the existence of exchange controls may restrict the use of certain cash balances. These restrictions are not expected to have any material effect on the Group's ability to meet its ongoing obligations.

# Notes to the condensed combined and consolidated financial statements continued

for the six months ended 30 June 2014

# 14 Capital commitments

€ million	(Reviewed) As at 30 June 2014	(Reviewed) As at 30 June 2013	(Audited) As at 31 December 2013
Contracted for but not provided	426	271	366
Approved, not yet contracted for	304	361	625

These capital commitments relate to the following categories of non-current non-financial assets:

€ million	(Reviewed) As at 30 June 2014	(Reviewed) As at 30 June 2013	(Audited) As at 31 December 2013
Intangible assets	4	6	4
Property, plant and equipment	726	626	987
Total capital commitments	730	632	991

The expected maturity of these capital commitments is:

€ million	(Reviewed) As at 30 June 2014	(Reviewed) As at 30 June 2013	(Audited) As at 31 December 2013
Within one year	549	438	544
One to two years	121	146	392
Two to five years	60	48	55
Total capital commitments	730	632	991

Capital commitments are based on capital projects approved to date and the budget approved by the Boards. Major capital projects still require further approval before they commence. These capital commitments are expected to be financed from existing cash resources and borrowing facilities.

### 15 Contingent liabilities and contingent assets

Contingent liabilities comprise aggregate amounts as at 30 June 2014 of €26 million (as at 30 June 2013: €14 million; as at 31 December 2013: €25 million) in respect of loans and guarantees given to banks and other third parties. No acquired contingent liabilities have been recorded in the Group's condensed combined and consolidated statement of financial position for all periods presented.

### 16 Related party transactions

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

Transactions between Mondi Limited, Mondi plc and their respective subsidiaries, which are related parties, have been eliminated on consolidation.

There have been no significant changes to the related parties as disclosed in note 36 of the Group's annual financial statements for the year ended 31 December 2013.

#### 17 Fair value disclosures

Financial instruments that are measured in the condensed combined and consolidated statement of financial position at fair value or where the fair value of financial instruments have been disclosed in notes to the condensed combined and consolidated financial statements require disclosure of fair value measurements by level 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 fair values of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) are determined using standard valuation techniques. These valuation techniques maximise the use of observable market data where available and rely as little as possible on Group specific estimates.

The significant inputs required to value all of the Group's financial instruments are either quoted prices or are observable. The Group only holds level 1 and 2 financial instruments and therefore does not hold any financial instruments categorised as level 3 financial instruments. There have also been no transfers of assets or liabilities between levels of the fair value hierarchy during the six months ended 30 June 2014.

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;
- the Group's commodity price derivatives are valued by independent third parties, who in turn calculate the fair values as the present value of expected future cash flows based on observable market data; and
- other techniques, including discounted cash flow analysis, are used to determine the fair values of other financial

The only assets or liabilities measured at fair value on level 3 of the fair value measurement hierarchy are the Group's forestry assets as set out in note 10.

Except as detailed below, the directors consider that the carrying values of financial assets and financial liabilities recorded at amortised cost in the condensed combined and consolidated financial statements are approximately equal to their fair values.

		Carrying amount	t		Fair value	
€ million	(Reviewed) As at 30 June 2014	(Reviewed) As at 30 June 2013	(Audited) As at 31 December 2013	(Reviewed) As at 30 June 2014	(Reviewed) As at 30 June 2013	(Audited) As at 31 December 2013
Financial liabilities						
Borrowings	1,801	1,929	1,752	1,920	2,013	1,836

# 18 Events occurring after 30 June 2014

With the exception of the interim dividend of 13.23 euro cents per share, as set out in note 9, there have been no material reportable events since 30 June 2014.

# **Production statistics**

		Six months ended 30 June 2014	Six months ended 30 June 2013	Year ended 31 December 2013
Europe & International				
Containerboard	Tonnes	1,075,226	1,077,702	2,138,714
Kraft paper	Tonnes	531,040	515,822	1,010,885
Softwood pulp	Tonnes	1,025,692	1,014,483	2,007,959
Internal consumption	Tonnes	950,545	942,445	1,859,597
External	Tonnes	75,147	72,038	148,362
Corrugated board and boxes	Mm <sup>2</sup>	672	678	1,344
Industrial bags	M units	2,115	2,017	3,997
Coating and release liners	Mm <sup>2</sup>	1,692	1,718	3,348
Consumer packaging	Tonnes	141,467	146,763	283,161
Uncoated fine paper	Tonnes	684,678	708,880	1,381,141
Newsprint	Tonnes	104,574	103,620	207,228
Hardwood pulp	Tonnes	567,432	547,819	1,087,615
Internal consumption	Tonnes	529,482	513,366	1,013,790
External	Tonnes	37,950	34,453	73,825
South Africa Division				
Containerboard	Tonnes	124,157	132,077	254,714
Uncoated fine paper	Tonnes	126,907	131,741	258,751
Hardwood pulp	Tonnes	311,914	326,981	645,611
Internal consumption	Tonnes	164,112	169,935	331,928
External	Tonnes	147,802	157,046	313,683
Softwood pulp - internal consumption	Tonnes	75,675	102,987	166,101
Newsprint	Tonnes	58,859	87,088	145,498

# **Exchange rates**

	Six months ended	Six months ended	Year ended 31 December
	30 June 2014	30 June 2013	2013
Closing rates against the euro			
South African rand	14.46	13.07	14.57
Czech koruna	27.45	25.95	27.43
Polish zloty	4.16	4.34	4.15
Pounds sterling	0.80	0.86	0.83
Russian rouble	46.38	42.84	45.32
Turkish lira	2.90	2.52	2.96
US dollar	1.37	1.31	1.38
Average rates for the period against the euro			
South African rand	14.67	12.10	12.83
Czech koruna	27.44	25.70	25.99
Polish zloty	4.18	4.18	4.20
Pounds sterling	0.82	0.85	0.85
Russian rouble	48.01	40.73	42.32
Turkish lira	2.97	2.38	2.53
US dollar	1.37	1.31	1.33

# **Shareholder information**

Mondi has a dual listed company (DLC) structure comprising Mondi Limited, a company registered in South Africa and Mondi plc, a company registered in the UK. Mondi Limited has a primary listing on the JSE Limited while Mondi plc has a premium listing on the London Stock Exchange and a secondary listing on the JSE Limited.

Under the DLC structure any ordinary share held in either Mondi Limited or Mondi plc gives the holder an effective economic interest in the whole Mondi Group. The relationship between Mondi Limited and Mondi plc is underpinned by the DLC structure principles, which provide that:

- Mondi Limited and Mondi plc and their subsidiaries must operate as if they are a single corporate group; and
- the directors of Mondi Limited and Mondi plc will, in addition to their duties to the company concerned, have regard to the interests of the Mondi Limited shareholders and the Mondi plc shareholders as if the two companies were a single unified economic enterprise and for that purpose the directors of each company will take into account, in the exercise of their powers, the interests of the shareholders of the other.

### **Registrars**

Any queries relating to your Mondi shareholdings should be directed to the relevant registrar.

	Mondi Limited shares and Mondi plc shares on the South African branch register	Mondi plc shares
Registrar	Link Market Services South Africa Proprietary Limited	Capita Asset Services
Postal Address	PO Box 4844	The Registry
	Johannesburg, 2000	34 Beckenham Road
	South Africa	Beckenham
		Kent
		BR3 4TU
		UK
Helpline Number	011 713 0800	0871 664 0300
	(if calling from South Africa)	(if calling from the UK; calls cost 10p per minute
	+27 11 713 0800	plus network extras; lines are open Mon-Fri
	(if calling from outside South Africa)	8.30am to 5.30pm)
		+44 208 639 3399
		(if calling from outside the UK)
Email	info@linkmarketservices.co.za	ssd@capitaregistrars.com

Shareholders holding their shares through Capita may access details of their holdings, amend their details or elect to receive shareholder documents electronically by registering with the Capita Share Portal, a free secure online service offered by Capita, at www.capitashareportal.com.

#### Financial calendar

16 September 2014	Payment date for 2014 interim dividend (see below)
16 October 2014	Interim management statement
24 February 2015	2014 preliminary results announcement
13 May 2015	2015 annual general meetings

# **Shareholder information continued**

### **Dividends**

#### **Dividend payments**

A final dividend for the year ended 31 December 2013 of 387.39464 rand cents/26.45 euro cents per share was paid on 22 May 2014 to all Mondi Limited and Mondi plc ordinary shareholders on the relevant register on 25 April 2014.

The interim dividend for the year ending 31 December 2014 of 189.93650 rand cents/13.23 euro cents per share will be paid in accordance with the following timetable:

	Mondi Limited	Mondi plc
Last date to trade shares cum-dividend		
JSE Limited	15 August 2014	15 August 2014
London Stock Exchange	Not applicable	19 August 2014
Shares commence trading ex-dividend		
JSE Limited	18 August 2014	18 August 2014
London Stock Exchange	Not applicable	20 August 2014
Record date		
JSE Limited	22 August 2014	22 August 2014
London Stock Exchange	Not applicable	22 August 2014
Last date for receipt of Dividend Reinvestment Plan (DRIP) elections by Central Securities Depository Participants	28 August 2014	28 August 2014
Last date for DRIP elections to UK Registrar and South African Transfer Secretaries by shareholders of Mondi Limited and Mondi plc	29 August 2014	22 August 2014*
Payment date		
South African Register	16 September 2014	16 September 2014
UK Register	Not applicable	16 September 2014
DRIP purchase settlement dates	25 September 2014	19 September 2014**
Currency conversion dates		
ZAR/euro	7 August 2014	7 August 2014
Euro/sterling	Not applicable	29 August 2014

<sup>\* 29</sup> August 2014 for Mondi plc South African branch register shareholders

Share certificates on the South African registers of Mondi Limited and Mondi plc may not be dematerialised or rematerialised between 18 August 2014 and 24 August 2014, both dates inclusive, nor may transfers between the UK and South African registers of Mondi plc take place between 13 August 2014 and 24 August 2014, both dates inclusive.

Dividend tax will be withheld from the amount of the gross interim dividend paid to Mondi Limited shareholders and Mondi plc shareholders on the South African branch register at the rate of 15%, unless a shareholder qualifies for an exemption.

<sup>\*\* 25</sup> September 2014 for Mondi plc South African branch register shareholders

#### **Dividend currency**

All dividends are declared in euro but are paid in the following currencies:

Mondi Limited	South African rand
Mondi plc	euro
Mondi plc (UK residents)	Pounds sterling
Mondi plc (South African residents)	South African rand

Mondi plc shareholders on the UK register resident in the UK may elect to receive their dividends in euro.

Mondi plc shareholders on the UK register resident outside the UK may elect to receive their dividend in Pounds sterling.

Such shareholders wishing to change the currency in which they receive their dividend should contact Capita Asset Services using the details provided.

#### **Dividend mandate**

Shareholders wishing to have their dividends paid directly into a bank or building society account should contact either Link Market Services South Africa Proprietary Limited or Capita Asset Services as appropriate to obtain an application form. Shareholders holding their shares through Capita can also arrange this via the Capita Share Portal at www.capitashareportal.com.

Mondi Limited shareholders may only set up a mandate if they have a South African bank account.

Mondi plc shareholders located outside the UK may be able to take advantage of the International Payment Service offered by Capita Asset Services. A fee of £5 is charged per dividend for this service and is available to private shareholders receiving a dividend of £10 or more. For further information or for an application form please contact Capita.

#### **Dividend reinvestment plans**

The dividend reinvestment plans provide an opportunity for shareholders to have their Mondi Limited and Mondi plc cash dividends reinvested in Mondi Limited and Mondi plc ordinary shares respectively.

The plans are available to all Mondi Limited and Mondi plc ordinary shareholders (excluding those in certain restricted jurisdictions). Please note that fees may apply.

For more information or for an application form, please contact either Link Market Services South Africa Proprietary Limited or Capita Asset Services as appropriate.

#### **Taxation**

Mondi is unable to advise shareholders on taxation. Your tax obligations will vary depending on your jurisdiction and financial circumstances. With regards to your Mondi shareholding, we recommend all shareholders maintain records of dividend payments, share purchases and sales. Tax vouchers will be sent with all dividend payments. For further assistance, please speak to an independent professional tax or financial adviser.

# **Shareholder information continued**

#### **Electronic communications**

Shareholders can elect to access certain shareholder documents, for example the integrated report, electronically via Mondi's website rather than receiving them by post. Electing to access documents in this way will mean you will receive an email alerting you each time Mondi circulates a new shareholder document or communication. This will contain a link that will direct you to the appropriate page on Mondi's website where you can view the documents at your own convenience.

This has a number of benefits including faster notification of information, helping to reduce company costs and being more environmentally friendly.

Shareholders on the main Mondi plc register can elect to receive documents electronically by logging on to the Capita Share Portal at www.capitashareportal.com. For further information please contact Capita Asset Services.

Mondi Limited shareholders and Mondi plc shareholders on the South African branch register can elect to receive documents electronically by contacting Link Market Services South Africa Proprietary Limited on +27 (0)11 713 0800 or by emailing corpactfax@linkmarketservices.co.za.

# **Account amalgamations**

If you receive more than one copy of any documents sent out by Mondi or for any other reason you believe you may have more than one Mondi Limited or Mondi plc account, please contact the relevant Registrar who will be able to confirm and, if necessary, arrange for the accounts to be amalgamated into one.

### Fraudulent transactions

Shareholders should be aware that they may be targeted by certain organisations offering unsolicited investment advice or the opportunity to buy or sell worthless or non-existent shares. Should you receive any unsolicited calls or documents to this effect, you are advised not to give out any personal details or to hand over any money without ensuring that the organisation is authorised by the UK Financial Conduct Authority (FCA) and doing further research.

If you are unsure or think you may have been targeted you should report the organisation to the FCA. For further information, please visit the FCA's website at www.fca.org.uk, email consumer.queries@fca.org.uk or call the FCA consumer helpline on 0800 111 6768 if calling from the UK or +44 20 7066 1000 if calling from outside the UK.

Shareholders can also contact our registrars, Capita Asset Services or Link Market Services South Africa Proprietary Limited, as appropriate using the contact details provided or Mondi's company secretarial department on +44 (0)1932 826300.

#### Alternative formats

If you would like to receive this report in an alternative format, such as in large print, Braille or on audio cassette, please contact Mondi's company secretarial department on +44 (0)1932 826300.

#### Forward-looking statements

This document includes forward-looking statements. All statements other than statements of historical facts included herein, including, without limitation, those regarding Mondi's financial position, business strategy, market growth and developments, expectations of growth and profitability and plans and objectives of management for future operations, are forward-looking statements. Forward-looking statements are sometimes identified by the use of forward-looking terminology such as "believe", "expects", "may", "will", "could", "shall", "risk", "intends", "estimates", "aims", "plans", "predicts", "continues", "assumes", "positioned" or "anticipates" or the negative thereof, other variations thereon or comparable terminology. Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of Mondi, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such forward-looking statements and other statements contained in this document regarding matters that are not historical facts involve predictions and are based on numerous assumptions regarding Mondi's present and future business strategies and the environment in which Mondi will operate in the future. These forward-looking statements speak only as of the date on which they are made.

No assurance can be given that such future results will be achieved; various factors could cause actual future results, performance or events to differ materially from those described in these statements. Such factors include in particular but without any limitation: (1) operating factors, such as continued success of manufacturing activities and the achievement of efficiencies therein, continued success of product development plans and targets, changes in the degree of protection created by Mondi's patents and other intellectual property rights and the availability of capital on acceptable terms; (2) industry conditions, such as strength of product demand, intensity of competition, prevailing and future global market prices for Mondi's products and raw materials and the pricing pressures thereto, financial condition of the customers, suppliers and the competitors of Mondi and potential introduction of competing products and technologies by competitors; and (3) general economic conditions, such as rates of economic growth in Mondi's principal geographical markets or fluctuations of exchange rates and interest rates.

#### Mondi expressly disclaims

a) any warranty or liability as to accuracy or completeness of the information provided herein; and

b) any obligation or undertaking to review or confirm analysts' expectations or estimates or to update any forward-looking statements to reflect any change in Mondi's expectations or any events that occur or circumstances that arise after the date of making any forward-looking statements, unless required to do so by applicable law or any regulatory body applicable to Mondi, including the JSE Limited and the LSE.

Any reference to future financial performance included in this announcement has not been reviewed or reported on by the Group's auditors.

Printed on FSC™-certified Mondi 250gsm and 120gsm MAESTRO® PRINT





Printed by CPI Colour www.cpicolour.co.uk

Produced by Russell and Associates www.rair.co.za

# **Mondi Limited**

Registered and head office

4th Floor

No. 3 Melrose Boulevard Melrose Arch 2196

Gauteng

Republic of South Africa

Tel. +27 (0)11 994 5400 Fax. +27 (0)86 520 4688

Registered in South Africa Registration No. 1967/013038/06

# Mondi plc

Registered office

Building 1, 1st Floor Aviator Park Station Road Addlestone Surrey

KT15 2PG UK

Tel. +44 (0)1932 826300 Fax. +44 (0)1932 826350

Registered in England and Wales Registered No. 6209386

www.mondigroup.com