

Notes to the form of proxy

1. As a member of Mondi plc you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Annual General Meeting of Mondi plc. Each resolution is to be decided on a poll and a member or proxy shall have one vote for every share held. You can only appoint a proxy using the procedures set out in these notes.

2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.

3. A proxy does not need to be a member of Mondi plc but must attend the meeting to represent you. To appoint as your proxy a person other than the chair of the meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the chair of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the chair, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the chair and give them the relevant instructions directly.

4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, (an) additional form(s) may be obtained by contacting the Link Asset Services helpline on 0371 664 0300 (calls are charged at the standard geographic rate and will vary by provider. Lines are open between 9:00am - 5:30pm Monday to Friday excluding public holidays in England and Wales) (or +44 371 664 0300 if calling from outside the UK - calls will be charged at the applicable international rate) or you may photocopy this form. Please indicate in the box provided the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together.

5. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant 'Vote Withheld' box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the meeting.

6. To appoint a proxy using this form, the form must be:

– completed and signed;

– sent or delivered to Link Asset Services, PXS 1, 34 Beckenham Road, Beckenham, BR3 4ZF, United Kingdom; and

– received by Link Asset Services no later than 10:30am (UK time) on Tuesday 5 May 2020.
- Please return the proxy form in the enclosed envelope.

7. In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company, an attorney for the company or other person duly authorised by the company.

8. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

9. As an alternative to completing this hard-copy proxy form, you can appoint a proxy electronically by logging on to the Link Asset Services website www.signalshares.com and following the instructions provided. You will be required to enter your investor code as printed on a recent dividend tax voucher. For an electronic proxy appointment to be valid, your appointment must be received by Link Asset Services no later than 10:30am (UK time) on Tuesday 5 May 2020. An electronic proxy appointment will not be valid if sent to any electronic address other than those provided. Any electronic communication found to contain a computer virus will not be accepted.

10. CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual. To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by our agent Link Asset Services (CREST ID: RA10) by 10:30am (UK time) on Tuesday 5 May 2020. See the notes to the notice of meeting for further information on proxy appointment through CREST.

11. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in Mondi plc's register of members in respect of the joint holding (the first-named being the most senior).

12. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

13. Any alteration or correction made to this proxy form must be initialled by the signatory or signatories.

14. You may not use any electronic address provided in this proxy form to communicate with Mondi plc for any purposes other than those expressly stated.

Mondi plc
Annual General Meeting
Shareholder pack 2020



Mondi plc
Shareholder
information
Important
documents
enclosed

Receive future
shareholder
documents
electronically

If you would prefer to receive your Mondi Group Integrated Report and other shareholder documentation electronically you can register via the online service offered by Link Asset Services, at www.signalshares.com

Vote online

As an alternative to completing and returning this proxy form, you can appoint a proxy electronically by logging on to the Link Asset Services website, www.signalshares.com, and following the instructions provided.

Key dates

5 May 2020

Last date for submission of form of proxy

7 May 2020

Annual General Meeting

Mondi plc Annual General Meeting

Attendance card

Date
Thursday 7 May 2020 at 10:30am (UK time)

Place
Haberdashers' Hall
18 West Smithfield, London EC1A 9HQ, United Kingdom

If attending the Annual General Meeting in person, please bring this attendance card with you and hand it in at the registration desk.

Signature of person attending



Barcode:

FORM OF PROXY

MONDI plc – ANNUAL GENERAL MEETING

Barcode:

I/We being a member of Mondi plc hereby appoint the Chair of the meeting or (see note 3)

Name of proxy

Number of shares proxy appointed over

Event Code:

as my/our proxy to attend, to speak and to vote on my/our behalf at the Annual General Meeting of Mondi plc to be held at 10.30am on Thursday, 7 May 2020 and at any adjournment thereof. I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the meeting.

If you wish to appoint multiple proxies please see note 4. ☐ Please also tick here if you are appointing more than one proxy.

RESOLUTIONS	Please mark 'X' to indicate how you wish to vote	For	Against	Vote Withheld	RESOLUTIONS	Please mark 'X' to indicate how you wish to vote	For	Against	Vote Withheld
1. To receive the report and accounts		X	X	X	11. To re-elect Stephen Young as a director		X	X	X
2. To approve the remuneration policy		X	X	X	12. To appoint the auditors		X	X	X
3. To approve the remuneration report (other than the policy)		X	X	X	13. To authorise the audit committee to determine the auditors' remuneration		X	X	X
4. To declare a final dividend		X	X	X	14. To authorise the directors to allot relevant securities		X	X	X
5. To elect Enoch Godongwana as a director		X	X	X	15. To authorise the directors to disapply pre-emption rights*		X	X	X
6. To elect Philip Yea as a director		X	X	X	16. To authorise Mondi plc to purchase its own shares*		X	X	X
7. To re-elect Tanya Fratto as a director		X	X	X	17. To authorise general meetings to be held on 14 days' notice*		X	X	X
8. To re-elect Stephen Harris as a director		X	X	X					
9. To re-elect Andrew King as a director		X	X	X					
10. To re-elect Dominique Reiniche as a director		X	X	X					

* special resolutions

Signature Date