

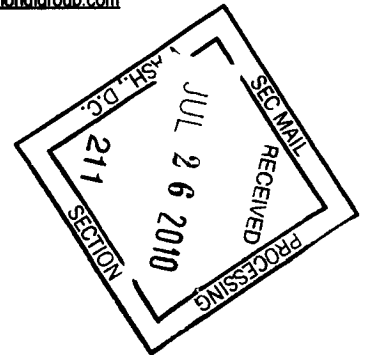


London Office

Building 1, 1st Floor  
Aviator Park, Station Road  
Addlestone KT15 2PG, United Kingdom  
Tel: +44 (0)1932 826300  
Fax: +44 (0)1932 826350  
[www.mondigroup.com](http://www.mondigroup.com)

22 July 2010

Securities & Exchange Commission  
Division of Corporation Finance  
Office of International Corporate Finance  
100 F Street, NE  
Washington, D.C. 20549  
USA



**SUPPL**

Dear Sir

MONDI plc – FILE NO. 82-35165

In accordance with Rule 12g3-2(b), please find enclosed the following documents:

Mondi plc

- Resolutions passed 6 May 2010 and filed with the UK Registrar of Companies on 20 May 2010.
- Form CC04 removing the objects clause from the Company's memorandum of association and filed with the UK Registrar of Companies on 20 May 2010.
- Form AD02 notifying a change to the location of the Company's register of members and filed with the UK Registrar of Companies on 21 June 2010.
- Annual return filed with the South African Registrar of Companies on 7 July 2010 in connection with the Company's South African branch register.
- Form CH01 notifying a change of service address for a company director and filed with the UK Registrar of Companies on 20 July 2010.

Should you have any queries, please don't hesitate to contact me.

Yours faithfully

Jenny Peterkin  
Company Secretarial Assistant  
Mondi Group

Tel. +44 (0)1932 826368  
Fax. +44 (0)1932 826351  
Email. [jenny.peterkin@mondigroup.com](mailto:jenny.peterkin@mondigroup.com)

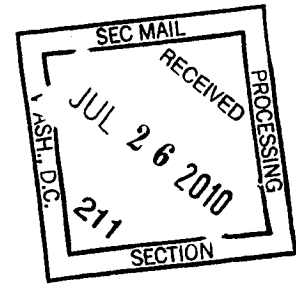
**Company Number 06209386**  
**The Companies Act 2006**  
**COMPANY LIMITED BY SHARES**

**Resolutions**

**of**

**Mondi plc (the 'Company')**

**Passed on 6 May 2010**



At the ANNUAL GENERAL MEETING of the Company held on Thursday 6 May 2010 the following Resolutions were duly passed of which Resolution 24 was duly passed as an ORDINARY RESOLUTION of the Company and Resolutions 23, 25 and 26 were duly passed as SPECIAL RESOLUTIONS of the Company.

23. That:

- i. the Articles of Association of Mondi plc be amended by deleting all the provisions of the Mondi plc Memorandum of Association which, by virtue of section 28 of the UK Companies Act 2006, are to be treated as provisions of the Mondi plc Articles of Association; and
- ii. the amended Articles of Association of Mondi plc produced to the meeting and initialled by the chairman of the meeting for the purposes of identification be adopted as the Articles of Association of Mondi plc in substitution for, and to the exclusion of, the existing Articles of Association of Mondi plc, with effect from the end of this meeting.

24. That the directors of Mondi plc be generally and unconditionally authorised pursuant to and in accordance with section 551 of the UK Companies Act 2006 to exercise all the powers of Mondi plc to allot shares or grant rights to subscribe for or to convert any security into shares up to an aggregate nominal amount of €5,141,371.20. Such authority to apply in substitution for all previous authorities pursuant to section 551 of the UK Companies Act 2006 and to expire at the conclusion of the next Annual General Meeting of Mondi plc to be held in 2011 or, if earlier, 6 August 2011, but so that Mondi plc may make offers or enter into agreements during the relevant period which would, or might, require shares to be allotted after the authority expires.

25. That, subject to the passing of resolution 24, the directors of Mondi plc be empowered to allot equity securities (as defined in section 560(1) of the UK Companies Act 2006) wholly for cash pursuant to the authority given in resolution 24 in connection with:

- i. a Rights Issue to ordinary shareholders (excluding any holding of treasury shares) where the rights of each shareholder are, as nearly as practicable, proportionate to the number of shares held. The directors of Mondi plc may exclude certain shareholders, deal with fractions and generally manage the Rights Issue as they think fit; and
- ii. the allotment of equity securities up to an aggregate nominal value of €3,672,408, as if section 561(1) of the UK Companies Act 2006, to the extent applicable, did not apply to any such allotment;

such power to expire at the conclusion of the next Annual General Meeting of Mondi plc to be held in 2011 or, if earlier, 6 August 2011, but so that Mondi plc may make offers and enter into agreements which would, or might, require equity securities to be allotted after the power expires.

26. That Mondi plc is generally and unconditionally authorised for the purpose of section 701 of the UK Companies Act 2006 to make market purchases (as defined in section 693 of the UK Companies Act 2006) of its own ordinary shares in the capital of Mondi plc provided that:

- i. the maximum number of ordinary shares which may be purchased is 18,362,040 (representing 5% of Mondi plc's issued ordinary share capital);
- ii. the minimum price which may be paid for any ordinary share is €0.20;
- iii. the maximum price which may be paid for any ordinary share is no more than 5% above the average of the middle market quotations of the ordinary shares of Mondi plc as derived from the London Stock Exchange Daily Official List for the five business days immediately before the day on which such share is contracted to be purchased; and
- iv. this authority will expire at the conclusion of the Annual General Meeting of Mondi plc to be held in 2011 or, if earlier, 6 August 2011 (except in relation to the purchase of shares the contract for which was concluded before the expiry of such authority and which may be executed wholly or partly after such expiry).

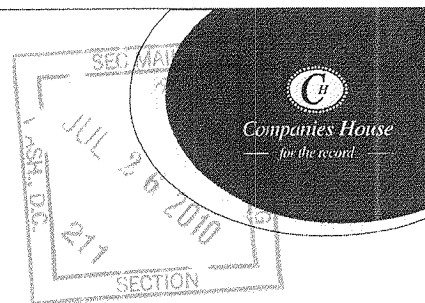


Carol Anne Hunt  
Secretary  
10 May 2010

In accordance with Section 31 of the Companies Act 2006.

CC04

Statement of company's objects



**What this form is for**  
You may use this form to notify the change of company's objects.

**What this form is NOT for**  
You cannot use this form to notify the change of any provision in articles different to objects.

For further information, please refer to our guidance at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**1** Company details

Company number 0 6 2 0 9 3 8 6

Company name in full Mondipic

→ **Filling in this form**  
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by \*

**2** Company's objects <sup>1</sup>

The above company gives notice of the following changes to the company's objects: <sup>2</sup>

- addition to
- removal of
- alteration to

<sup>1</sup> **Please note:**  
A copy of the amending resolution and a copy of the revised articles must be sent within 15 days of the amendment taking effect.

<sup>2</sup> The amendment to the objects is not effective until entry of this form on the Register.

**3** Signature

I am signing this form on behalf of the company.

Signature

Signature



<sup>3</sup> **Societas Europaea**  
If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

This form may be signed by:  
Director <sup>4</sup>, Secretary, Person authorised <sup>4</sup>, Liquidator, Administrator, Administrative receiver, Receiver, Receiver manager, Charity Commission receiver and manager, CIC manager, Judicial factor.

<sup>4</sup> **Person authorised**  
Under either section 270 or 274 of the Companies Act 2006.

CC04

Statement of company's objects

 **Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name **Graham Fenwick**

Company name **Mondi plc**

Address **Mondi plc, Building 1, 1st Floor,**

**Aviator Park, Station Road**

Post town **Addlestone**

County/Region **Surrey**

Postcode 

	K	T	1	5		2	P	G
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Country **England**

DX

Telephone **01932 826 369**

 **Checklist**

**We may return forms completed incorrectly or with information missing.**

**Please make sure you have remembered the following:**

- The company name and number match the information held on the public Register.
- You have indicated in section 2 the extent of changes to the company's objects.
- You have signed the form.

 **Important information**

**Please note that all information on this form will appear on the public record.**

 **Where to send**

**You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:**

**For companies registered in England and Wales:**  
The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ.  
DX 33050 Cardiff.

**For companies registered in Scotland:**  
The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post).

**For companies registered in Northern Ireland:**  
The Registrar of Companies, Companies House,  
First Floor, Waterfront Plaza, 8 Laganbank Road,  
Belfast, Northern Ireland, BT1 3BS.  
DX 481 N.R. Belfast 1.

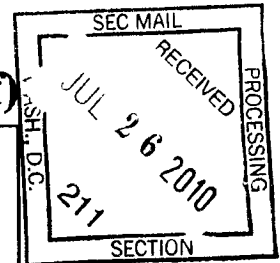
 **Further information**

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

**This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)**



**Companies House**  
— for the record —

**AD02 (ef)****Notification of single alternative  
inspection location (SAIL)**

XUM70L16

Company Name: **MONDI PLC**

Company Number: **06209386**

Received for filing in Electronic Format on the: **21/06/2010**

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***SAIL Address***

*The address for an alternative location to the company's registered office for the inspection of registers is:*

**CAPITA REGISTRARS THE REGISTRY  
34 BECKENHAM ROAD  
BECKENHAM  
KENT  
UNITED KINGDOM  
BR3 4TU**

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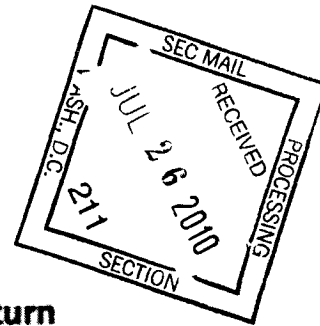
***Authorisation***

*Authenticated*

*This form was authorised by one of the following:*

Director, Secretary, Person Authorised, Liquidator, Administrator, Administrative Receiver, Receiver, Receiver Manager, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.

Hybrid Lodgement

COMPANIES AND INTELLECTUAL  
PROPERTY REGISTRATION OFFICEa member of **mondie** groupAnnual Return Successfully  
LodgedAmount Deducted:  
**R4000.00****External Company Annual Return**MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014903/10) Annual Return for period: 2010/5  
Tracking Number: 79702907 Customer Code: MONDI2 (POST)

Please lodge the following forms with CIPRO to update the official register:

CM31	Notice of consent to appointment, change of name by auditor or removal of auditor
CM29	Contents of register of directors, auditors and officers
CM27A	Notice of consent to appointment, change of name or resignation by or removal of company secretary
CM37	Notice of person authorised to accept service on behalf of external company

**EXTERNAL COMPANY INFORMATION**

Full (Proposed) Name	MONDI PLC INCORPORATED IN ENGLAND AND WALES
Literal Translation of Name (if applicable)	
Shortened Form of Name (if applicable)	
Description of Main Business	CARRY THE BUSINESS OF A HOLDING COMPANY IN ALL ITS BRANCHES AND FOR THAT PURPOSE TO ACQUIRE changed to PACKAGING AND PAPER
Date of Financial Year End	DECEMBER
Effective Date of Financial Year End	22-05-2007
Region / province of registered office	GAUTENG
Postal Address	POSTNET SUITE #444 PRIVATE BAG X1 MELROSE ARCH SOUTH AFRICA 2076
Registered Office	4TH FLOOR NO 3 MELROSE BOULEVARD MELROSE ARCH JOHANNESBURG SOUTH AFRICA 2196
Telephone Number (and code)	
Fax Number (and code)	
Email Address	
Website URL	
Tax Number	8372067166
Last financial statements lodged	changed to 31/12/2008
Holding Company	

Last Annual General Meeting

changed to  
06/06/2010

## Details of Auditor

MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014903/10) Annual Return for period: 2010/5. Tracking Number:79702907

Full Name of Auditor	DELOITTE AND TOUCHE
Status	Current
Date of status change (if applicable)	
Membership / Practice No.	changed to 123456789
Profession	changed to The Association Of Chartered Accountants
Postal Address of Auditor	PRIVATE BAG X6 GALLO MANOR  2062
Business Address of Auditor	DELOITTE AND TOUCHE WOODLANDS DRIVE WOODMEAD  2146
Telephone number (and code)	
Fax number (and code)	
Email address	
Cell number	
Appointment date	changed to 01/07/2007

## Details of Director(s)

MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014903/10) Annual Return for period: 2010/5. Tracking Number:79702907

Surname	NICHOLAS
Full Names	JOHN EDWARDS
Initials	JE
ID Number / Passport number	changed to 880804
Date of Birth	04-08-1955
Status	ACTIVE
Date of status change (if applicable)	
Postal Address	OVERROADS 2 GROVE ROAD BEACONSFIELD BUCKINGHAMSHIRE HP9 1UP  0000
Residential Address	OVERROADS 2 GROVE ROAD BEACONSFIELD BUCKINGHAMSHIRE HP9 1UP  0000



Country of residence	UNITED KINGDOM
Telephone number (and code)	
Fax number (and code)	
Cell Number	
Email Address	
Profession	
Effective Date of Membership	02-10-2009

**MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014903/10) Annual Return for period: 2010/5. Tracking Number:79702907**

Surname	KING
Full Names	ANDREW CHARLES WALLIS
Initials	ACW
ID Number / Passport number	6909138109006
Date of Birth	13-09-1969
Status	ACTIVE
Date of status change (if applicable)	
Postal Address	POSTNET SUITE #444 PRIVATE BAG X1 MELROSE ARCH SOUTH AFRICA 2075
Residential Address	9 PORTER AVENUE MELROSE NORTH JOHANNESBURG  2156
Country of residence	SOUTH AFRICA
Telephone number (and code)	
Fax number (and code)	
Cell Number	
Email Address	
Profession	
Effective Date of Membership	23-10-2008

**MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014903/10) Annual Return for period: 2010/5. Tracking Number:79702907**

Surname	HATHORN
Full Names	DAVID ANDREW
Initials	DA
ID Number / Passport number	6206215098067
Date of Birth	21-08-1962
Status	ACTIVE
Date of status change (if applicable)	
	POSTNET SUITE #444

Postal Address	PRIVATE BAG X1 MELROSE ARCH SOUTH AFRICA 2876
Residential Address	17B SPRINGHILL ROAD SANDTON  2146
Country of residence	SOUTH AFRICA
Telephone number (and code)	
Fax number (and code)	
Cell Number	
Email Address	
Profession	
Effective Date of Membership	22-06-2007

**MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014903/10) Annual Return for period: 2010/5. Tracking Number: 79702907**

Surname	MATTHEWS
Full Names	COLIN STEPHEN
Initials	CS
ID Number / Passport number	680420
Date of Birth	20-04-1964
Status	ACTIVE
Date of status change (if applicable)	
Postal Address	BUILDING 1, AVIATOR PARK STATION ROAD ADDLESTONE, SURREY KT15 2PG, UNITED KINGDOM 0000
Residential Address	BRAE COTTAGE BUTE AVENUE RICHMOND, SURREY TW10 7AX, UNITED KINGDOM 0000
Country of residence	UNITED KINGDOM
Telephone number (and code)	
Fax number (and code)	
Cell Number	
Email Address	
Profession	
Effective Date of Membership	22-09-2007

**MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014903/10) Annual Return for period: 2010/5. Tracking Number: 79702907**

Surname	MKHIZE
Full Names	MIOGEN NONHLANHLA
Initials	IN

ID Number / Passport number	6306160715088
Date of Birth	16-05-1963
Status	ACTIVE
Date of status change (if applicable)	
Postal Address	BUILDING 1, AVIATOR PARK STATION ROAD ADDLESTONE, SURREY KT15 2PG, UNITED KINGDOM 0000
Residential Address	8 KERHODE PLACE DURBAN NORTH  4051
Country of residence	SOUTH AFRICA
Telephone number (and code)	
Fax number (and code)	
Cell Number	
Email Address	
Profession	
Effective Date of Membership	

**MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014903/10) Annual Return for period: 2010/5. Tracking Number: 79702907**

Surname	QUINN
Full Names	ANNE CECILLE
Initials	AC
ID Number / Passport number	615704
Date of Birth	04-07-1961
Status	ACTIVE
Date of status change (if applicable)	
Postal Address	BUILDING 1, AVIATOR PARK STATION ROAD ADDLESTONE, SURREY KT15 2PG, UNITED KINGDOM 0000
Residential Address	31 CAPITAL WHARF 50 WAPPING HIGH STREET LONDON, E1W 1LY UNITED KINGDOM 0000
Country of residence	NEW ZEALAND
Telephone number (and code)	
Fax number (and code)	
Cell Number	
Email Address	
Profession	
Effective Date of Membership	

MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014903/10) Annual Return for period: 2010/5. Tracking Number:79702907	
Surname	WILLIAMS
Full Names	DAVID MICHAEL
Initials	DM
ID Number / Passport number	450118
Date of Birth	18-01-1946
Status	ACTIVE
Date of status change (if applicable)	
Postal Address	BUILDING 1, AVIATOR PARK STATION ROAD ADDESTONE, SURREY KT16 2PG, UNITED KINGDOM 0000
Residential Address	BUNZL PLC 110 PARK STREET LONDON, W1K 6NX UNITED KINGDOM 0000
Country of residence	UNITED KINGDOM
Telephone number (and code)	
Fax number (and code)	
Cell Number	
Email Address	
Profession	
Effective Date of Membership	22-05-2007

MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014903/10) Annual Return for period: 2010/5. Tracking Number:79702907	
Surname	RAMAPHOSA
Full Names	CYRIL MATAMELA
Initials	CM
ID Number / Passport number	6211175681087
Date of Birth	17-11-1962
Status	ACTIVE
Date of status change (if applicable)	
Postal Address	BUILDING 1, AVIATOR PARK STATION ROAD ADDESTONE, SURREY, KT16 2PG UNITED KINGDOM 0000
Residential Address	POSTNET SUITE 167 PRIVATE BAG X3924 SANDTON 2146
Country of residence	SOUTH AFRICA
Telephone number (and code)	
Fax number (and code)	
Cell Number	

Email Address	
Profession	
Effective Date of Membership	22-08-2007

**MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014903/10) Annual Return for period: 2010/5. Tracking Number:79702907**

Surname	OSWALD
Full Names	PETER JOSEF
Initials	PJ
ID Number / Passport number	620610
Date of Birth	28-10-1960
Status	ACTIVE
Date of status change (if applicable)	
Postal Address	KELSENSTRASSE 7 1032 VIENNA AUSTRIA <hr/> changed to <hr/> KELSENSTRASSE 7 1032 VIENNA AUSTRIA 0000
Residential Address	COBENZLGASSE 109 1190 VIENNA AUSTRIA <hr/> changed to <hr/> COBENZLGASSE 109 1190 VIENNA AUSTRIA 0000
Country of residence	AUSTRIA
Telephone number (and code)	
Fax number (and code)	
Cell Number	
Email Address	
Profession	
Effective Date of Membership	01-01-2008

Details of Alternate Director(s)

Details of Director(s)/Officer(s)

Details of Secretary(s)

**MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014963/10) Annual Return for period: 2010/5. Tracking Number:79702907**

Surname	HUNT
Full Names	CAROL ANNE
Initials	CA
ID Number / Passport number	810422
Date of Birth	changed to 22/04/1961
Status	ACTIVE
Date of status change (if applicable)	
Postal Address	BUILDING 1 AVIATOR PARK STATION ROAD ADDLESTONE SURREY KT18 2PG UNITED KINGDOM 0000
Residential Address	20 CARLTON HOUSE TERRACE LONDON SW1Y 6AN 0000
Country of residence	UNITED KINGDOM
Telephone number (and code)	
Fax number (and code)	
Cell Number	
Email Address	
Profession	
Effective Date of Membership	22-05-2007

**Details of Officer(s)**
**MONDI PLC INCORPORATED IN ENGLAND AND WALES ( 2007/014903/10) Annual Return for period: 2010/5. Tracking Number:79702907**

Surname	LAUBSCHER
Full Names	PHILIP ALBERT
Initials	PA
ID Number / Passport number	6611185826086
Date of Birth	18-11-1966
Status	ACTIVE
Date of status change (if applicable)	
Postal Address	POSTNET SUITE #444 MELROSE ARCH JOHANNESBURG SOUTH AFRICA 2076
Residential Address	67 TANA ROAD SUNNINGHILL SOUTH AFRICA 2157
Country of residence	SOUTH AFRICA
Telephone number (and code)	

<b>Fax number (and code)</b>	
<b>Cell Number</b>	
<b>Email Address</b>	
<b>Profession</b>	
<b>Effective Date of Membership</b>	22-08-2007
<b>Details of Local Manager(s)</b>	
<b>Details of Trust(s)</b>	