

26 April 2024

Regulatory Announcement

Smurfit Kappa Group plc ("Smurfit Kappa" or the "Company") Results of Annual General Meeting

Smurfit Kappa announces that all resolutions proposed at the Annual General Meeting ("AGM") of the Company held today, 26 April 2024, were duly passed by way of a poll.

Resolutions 1 to 7 (inclusive) were passed as ordinary resolutions and resolutions 8 to 11 (inclusive) were passed as special resolutions. The full text of each resolution was set out in the Notice of AGM which was posted and made available to shareholders on 15 March 2024 (the "Notice"). The Notice is available on the Company's website at <https://www.smurfitkappa.com/investors/agm>

The results of the poll in respect of each resolution are as follows:

Resolution	FOR	%	AGAINST	%	TOTAL VOTES	VOTES WITHHELD*
Resolution 1 Consideration of financial statements for the year ended 31 December 2023 and reports of Directors and Statutory Auditor thereon	187,145,941	99.93%	128,687	0.07%	187,274,628	622,741
Resolution 2 Consideration of the Directors' Remuneration Report	182,509,250	97.13%	5,383,960	2.87%	187,893,210	4,159
Resolution 3 To receive and consider the Remuneration Policy	179,882,682	95.81%	7,866,913	4.19%	187,749,595	147,774
Resolution 4 Declaration of dividend	187,868,867	99.99%	25,021	0.01%	187,893,888	3,481
Resolution 5(a) Re-election of Irial Finan	175,120,324	93.20%	12,772,884	6.80%	187,893,208	4,161
Resolution 5(b) Re-election of Anthony Smurfit	186,886,669	99.46%	1,006,541	0.54%	187,893,210	4,159
Resolution 5(c) Re-election of Ken Bowles	186,966,382	99.51%	926,828	0.49%	187,893,210	4,159
Resolution 5(d) Re-election of Anne Anderson	179,279,372	96.09%	7,302,753	3.91%	186,582,125	1,315,244
Resolution 5(e) Re-election of Frits Beurskens	161,462,836	85.93%	26,430,372	14.07%	187,893,208	4,161
Resolution 5(f) Re-election of Carol Fairweather	186,876,891	99.46%	1,016,319	0.54%	187,893,210	4,159
Resolution 5(g) Re-election of Mary Lynn Ferguson-McHugh	187,537,988	99.81%	355,222	0.19%	187,893,210	4,159
Resolution 5(h) Re-election of Kaisa Hietala	180,828,114	96.40%	6,749,358	3.60%	187,577,472	319,897

Resolution 5(i) Re-election of James Lawrence	180,208,412	95.91%	7,684,795	4.09%	187,893,207	4,162
Resolution 5(j) Re-election of Lourdes Melgar	186,714,837	99.37%	1,178,373	0.63%	187,893,210	4,159
Resolution 5(j) Re-election of Jørgen Buhl Rasmussen	187,331,319	99.70%	561,891	0.30%	187,893,210	4,159
Resolution 6 Remuneration of the Statutory Auditor	181,618,832	96.66%	6,274,939	3.34%	187,893,771	3,598
Resolution 7 Authority to allot shares	179,298,968	95.44%	8,561,245	4.56%	187,860,213	37,156
Resolution 8 Disapplication of statutory pre-emption rights in respect of the allotment of shares for cash up to an aggregate nominal value equal to 5% of SKG's total issued ordinary share capital	186,961,547	99.53%	881,060	0.47%	187,842,607	54,762
Resolution 9 Disapplication of statutory pre-emption rights in respect of the allotment of shares for cash up to an aggregate nominal value equal to a further 5% of SKG's total issued ordinary share capital in connection with an acquisition or specified capital investment	186,680,369	99.36%	1,196,295	0.64%	187,876,664	20,705
Resolution 10 Authority to make market purchases of the Company's own shares up to a maximum of 10% of the number of SKG's total issued ordinary share capital	187,453,635	99.82%	342,851	0.18%	187,796,486	100,883
Resolution 11 Authority to convene an extraordinary general meeting of shareholders of SKG on not less than 14 days' notice, where the purpose of the meeting is to consider an ordinary resolution	174,847,455	93.06%	13,046,248	6.94%	187,893,703	3,666

* As a "Vote Withheld" is not a vote in law, it is not taken account in the calculation of the proportion of votes for and against the resolution or in the Total Votes shown.

In accordance with the listing rules of the Euronext Dublin and the London Stock Exchange, copies of all resolutions other than resolutions concerning ordinary business will shortly be submitted to the Euronext Dublin and to the UK's National Storage Mechanism and will be available for inspection at:

- **Euronext Dublin** - <https://direct.euronext.com/#/oamfiling> ; and
- **UK National Storage Mechanism** - <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>

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