

**Smurfit Kappa Group plc**  
**Annual General Meeting 5th May 2017**

**Proxy votes**

The following table gives details of all the valid proxy appointments received in advance of the meeting.

Details of the resolutions are contained in the Notice of Meeting, which is available on this website.

Resolution #	Resolution	Votes FOR		Votes AGAINST		Total votes*
		Number	%	Number	%	
Resolution 1	Consideration of financial statements and reports of Directors and Statutory Auditor thereon	143,237,188	100.0%	-	0.0%	143,237,188
Resolution 2	Consideration of the Directors' Remuneration Report	124,091,647	86.9%	18,755,198	13.1%	142,846,845
Resolution 3	Consideration of Remuneration Policy	138,700,200	98.8%	1,645,608	1.2%	140,345,808
Resolution 4	Declaration of a dividend	140,345,332	100.0%	4,920	0.0%	140,350,252
Resolution 5(a)	Election of Ken Bowles	142,955,465	99.8%	353,956	0.2%	143,309,421
Resolution 5(b)	Election of Jørgen Buhl Rasmussen	140,645,512	98.1%	2,663,909	1.9%	143,309,421
Resolution 6(a)	Re-election of Liam O'Mahony	130,391,983	91.0%	12,907,418	9.0%	143,299,401
Resolution 6(b)	Re-election of Anthony Smurfit	142,672,069	99.6%	637,352	0.4%	143,309,421
Resolution 6(c)	Re-election of Frits Beurskens	133,438,062	95.8%	5,911,977	4.2%	139,350,039
Resolution 6(d)	Re-election of Christel Bories	126,278,908	88.1%	17,030,513	11.9%	143,309,421
Resolution 6(e)	Re-election of Irial Finan	130,593,762	91.1%	12,715,659	8.9%	143,309,421
Resolution 6(f)	Re-election of James Lawrence	142,872,647	99.7%	436,774	0.3%	143,309,421
Resolution 6(g)	Re-election of John Moloney	133,595,504	93.2%	9,713,917	6.8%	143,309,421
Resolution 6(h)	Re-election of Roberto Newell	133,706,195	93.3%	9,603,226	6.7%	143,309,421
Resolution 6(i)	Re-election of Gonzalo Restrepo	133,920,806	93.4%	9,388,615	6.6%	143,309,421
Resolution 6(j)	Re-election of Rosemary Thorne	141,690,803	98.9%	1,608,598	1.1%	143,299,401
Resolution 7	Remuneration of the Statutory Auditor	136,242,078	95.1%	7,066,214	4.9%	143,308,292
Resolution 8	Authority to issue shares	139,873,071	97.6%	3,476,879	2.4%	143,349,950
Resolution 9	Disapplication of pre-emption rights (Re allotment of up to 5% for cash)	139,638,638	97.4%	3,711,312	2.6%	143,349,950
Resolution 10	Disapplication of pre-emption rights (Re allotment of up to 5% for cash in connection with acquisitions/specified investments)	138,671,085	96.7%	4,678,865	3.3%	143,349,950
Resolution 11	Authority to purchase own shares	138,763,882	97.1%	4,211,649	2.9%	142,975,531
Resolution 12	Convening an EGM on 14 days' notice	131,858,031	92.0%	11,451,239	8.0%	143,309,270

Votes WITHHELD*	TOTAL (inc Withheld)
154,405	143,391,593
544,748	143,391,593
3,045,785	143,391,593
3,041,341	143,391,593
82,172	143,391,593
82,172	143,391,593
92,192	143,391,593
82,172	143,391,593
4,041,554	143,391,593
82,172	143,391,593
82,172	143,391,593
82,172	143,391,593
82,172	143,391,593
82,172	143,391,593
82,172	143,391,593
92,192	143,391,593
83,301	143,391,593
41,643	143,391,593
41,643	143,391,593
41,643	143,391,593
416,062	143,391,593
82,322	143,391,592

\* 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.