

Smurfit Kappa Group plc

29 April 2022

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, 29 April 2022, were duly passed by way of a poll.

Resolutions 1 to 6 (inclusive) were passed as ordinary resolutions and resolutions 7 to 10 (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 28 March 2022 (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 2021 and reports of Directors and Statutory Auditor thereon	184,939,539	99.89	197,252	0.11	185,136,791	66,240
Resolution 2 Consideration of the Directors’ Remuneration Report	169,400,028	94.02	10,766,949	5.98	180,166,977	5,036,054
Resolution 3 Declaration of dividend	184,876,888	99.82	325,808	0.18	185,202,696	335
Resolution 4(a) Re-election of Irial Finan	172,819,337	93.31	12,383,258	6.69	185,202,595	436
Resolution 4(b) Re-election of Anthony Smurfit	183,625,537	99.15	1,577,159	0.85	185,202,696	335
Resolution 4(c) Re-election of Ken Bowles	183,850,933	99.27	1,351,663	0.73	185,202,596	435
Resolution 4(d) Re-election of Anne Anderson	178,336,352	96.29	6,866,344	3.71	185,202,696	335
Resolution 4(e) Re-election of Frits Beurskens	168,527,969	91.00	16,674,627	9.00	185,202,596	435
Resolution 4(f) Re-election of Carol Fairweather	184,249,378	99.49	953,318	0.51	185,202,696	335
Resolution 4(g) Re-election of Kaisa Hietala	184,249,478	99.49	953,218	0.51	185,202,696	335
Resolution 4(h) Re-election of James Lawrence	173,414,557	93.64	11,788,039	6.36	185,202,596	435
Resolution 4(i) Re-election of Lourdes Melgar	184,245,220	99.48	957,376	0.52	185,202,596	435
Resolution 4(j) Re-election of John Moloney	179,230,032	97.09	5,363,659	2.91	184,593,691	609,340
Resolution 4(k) Re-election of Jørgen Buhl Rasmussen	182,916,187	98.77	2,286,409	1.23	185,202,596	435
Resolution 4(l) Re-election of Gonzalo Restrepo	169,217,397	91.37	15,985,187	8.63	185,202,584	447

Resolution 5 Remuneration of the Statutory Auditor	184,993,091	99.89	197,307	0.11	185,190,398	12,633
Resolution 6 Authority to allot shares	180,745,944	97.60	4,444,354	2.40	185,190,298	12,733
Resolution 7 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	183,917,733	99.31	1,272,763	0.69	185,190,496	12,535
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 a further 5% of SKG's total issued ordinary share capital in connection with an acquisition or specified capital investment	182,149,212	98.36	3,041,284	1.64	185,190,496	12,535
Resolution 9 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	184,491,779	99.66	634,642	0.34	185,126,421	76,610
Resolution 10 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	164,808,957	88.99	20,393,739	11.01	185,202,696	335

* 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>

For further information on the announcement, please contact:

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