

DS Smith Plc
Annual General Meeting held on 6 September 2011
Final proxy vote

Resolution		For			Against			Discretionary		Votes Withheld *			Total			Poll
		Votes	Cards	%	Votes	Cards	%	Votes	Cards	Votes	Cards	%	Votes	Cards	%	
1	Annual Report	363,342,436	482	83.29%	10,385	3	0.00%	88,330	23	0	0	0.00%	363,441,151	508	83%	NO
2	Dividend	362,894,302	485	83.19%	18	1	0.00%	87,330	22	459,501	1	0.11%	363,441,151	509	83%	NO
3	Remuneration Report	342,563,269	407	78.53%	14,410,338	63	3.30%	80,437	25	6,387,107	26	1.46%	363,441,151	521	83%	NO
4	Mr Dryden	362,896,190	476	83.19%	453,149	8	0.10%	77,810	22	14,002	5	0.00%	363,441,151	511	83%	NO
5	Mr Johnson	362,411,832	468	83.08%	930,267	13	0.21%	90,810	23	8,242	5	0.00%	363,441,151	509	83%	NO
6	Mr Bunker	362,370,767	470	83.07%	967,405	11	0.22%	90,810	23	12,169	5	0.00%	363,441,151	509	83%	NO
7	Mr Davis	356,355,242	468	81.69%	1,225,719	10	0.28%	90,810	23	5,769,380	12	1.32%	363,441,151	513	83%	NO
8	Mr Melliler	363,105,834	473	83.24%	237,705	9	0.05%	90,810	23	6,802	4	0.00%	363,441,151	509	83%	NO
9	Mr Nicholls	362,389,322	474	83.07%	953,217	7	0.22%	90,810	23	7,802	5	0.00%	363,441,151	509	83%	NO
10	Re-appoint auditors	353,118,299	469	80.95%	10,223,394	26	2.34%	90,656	22	8,802	2	0.00%	363,441,151	519	83%	NO
11	Auditors' remuneration	354,775,896	463	81.33%	1,825,848	15	0.42%	90,656	22	6,748,751	13	1.55%	363,441,151	513	83%	NO
12	Approve Sharesave Plan	361,864,225	456	82.95%	1,018,928	23	0.23%	81,501	23	476,497	11	0.11%	363,441,151	513	83%	NO
13	Approve Share Matching Plan	347,941,643	427	79.76%	7,807,599	41	1.79%	75,176	22	7,616,733	30	1.75%	363,441,151	520	83%	NO
14	Authority to allot shares	355,049,368	444	81.39%	2,020,348	34	0.46%	78,656	23	6,292,779	15	1.44%	363,441,151	516	83%	NO
15	Pre-emption rigts	363,213,403	447	83.26%	118,529	30	0.03%	80,501	22	28,718	9	0.01%	363,441,151	508	83%	NO
16	Authority to purchase own shares	363,263,236	461	83.27%	97,434	26	0.02%	73,176	19	7,305	3	0.00%	363,441,151	509	83%	NO
17	GM notice period	344,594,751	464	78.99%	18,754,439	37	4.30%	89,656	21	2,305	3	0.00%	363,441,151	525	83%	NO

Issued share capital at the date of the meeting: 436,224,468 ordinary shares of 10p each

* A vote withheld is not a vote in law and is not counted in the votes for and against a resolution