



I. Power of Attorney

for the 28th Ordinary Shareholders' Meeting of
Mayr-Melnhof Karton Aktiengesellschaft, at 10:00 am, CEST, on April 27th, 2022, 1010 Vienna, Wipplingerstrasse 34

PLEASE NOTE: This power of attorney does not entitle the holder to attend the Shareholders' Meeting in person. Please contact your custodian bank and ensure that the securities listed below are properly deposited by means of a safe custody receipt (record date: April 17th, 2022) in order to register participation in the Shareholders' Meeting.
Registration deadline: 12:00 midnight, CEST, on April 22nd, 2022 (receipt of safe custody receipts)

In granting this power of attorney, I acknowledge that I have read the information published by the Company on its website or contained in the convening notice. I declare my consent to the processing of personal data (name, address, date of birth, securities account number, number of shares, number of voting card and e-mail address) in order to enable the exercise of shareholder rights in the course of the Shareholders' Meeting.

Principal (shareholder)

First name, last name / company name

Street, postcode, place of residence

Date of birth / registration no.

Custodian a/c no.

Bank

E-mail address (in granting the power of attorney, the principal confirms that only he/she has access to this e-mail address)

If you are not issuing this proxy as a shareholder but as a representative of a shareholder, please enclose proof of your power of representation (power of attorney issued by the shareholder, appointment decree from a court, etc.).

Grant of power of attorney

I/we authorize the following independent proxy to vote on my/our behalf to

- Exercise voting rights, and
- Exercise the right to propose and object

with the right to grant sub-authorizations and with exemption from the restrictions for cases of multiple representation. The right to vote, the right to propose motions, and the right to object may only be exercised on the basis of instructions. The representative must abstain from voting if there is no instruction on a proposed motion.

If more than one proxy is checked, the proxy is deemed to have been granted to the first named among those checked:

- Attorney Dr. Marie-Agnes Artl, LL.M.**
1010 Vienna, Ebendorferstrasse 6/10
artl.mm@hauptversammlung.at
- or **Dr. Michael Knap**
Member of the Management Board, IVA Interessenverband für Anleger, 1130 Vienna, Feldmühlgasse 22
knap.mm@hauptversammlung.at
- or **Thomas Niss**
c/o Coown Technologies GmbH, 1040 Vienna, Gusshausstrasse 3/2
niss.mm@hauptversammlung.at
- or **Attorney Ewald Oberhammer, LL.M.**
1010 Vienna, Karlsplatz 3/1
oberhammer.mm@hauptversammlung.at

For the following securities

_____ **shares (ISIN AT0000938204)**
No. of shares. (If not stated, the number of shares stated in the safe custody receipt will be used in the power of attorney)

Limits on the power of attorney:

II. Instructions

for the 28th Ordinary Shareholders' Meeting of
Mayr-Melnhof Karton Aktiengesellschaft, at 10:00 am, CEST, on April 27th, 2022, 1010 Vienna, Wipplingerstrasse 34

Voting instructions for the proposed motions for the agenda items

The proxy is instructed to exercise my (our) voting rights on the proposed resolutions of the administration (Management Board and Supervisory Board) made available on the Company's website as follows:

(Please check within the box; <input checked="" type="checkbox"/> do not use a red pen)		FOR	AGAINST	ABSTENTION
Proposed motions of the administration				
1.	Presentation of the annual financial statements including the management report and the consolidated corporate governance report, the consolidated financial statements including the management report of the Group, the proposed allocation of profit and the report of the Supervisory Board for the financial year 2021	No resolution required		
2.	Resolution on the allocation of the balance sheet profit	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Resolution on the discharge of the members of the Management Board for the financial year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Resolution on the discharge of the members of the Supervisory Board for the financial year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Resolution on the remuneration of the members of the Supervisory Board for the financial year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Appointment of the auditor and the Group auditor for the financial year 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Resolution on the remuneration report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	Resolution on the revised principles for the remuneration (remuneration policy) of the members of the Management Board and the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	Resolution on	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
a)	the creation of Authorized Capital [Authorized Capital 2022]			
(i)	in full compliance with the statutory subscription right, as well as in the sense of the indirect subscription right in accordance with Section 153 (6) AktG,			
(ii)	with authorization to exclude subscription rights,			
(iii)	with the possibility of issuing the new shares against non-cash contributions			
and				
b)	the amendment of the Articles of Association by the addition of a new Section 4 (5)			

(Please tick within the box; <input checked="" type="checkbox"/> do not use a red pen)		For the proposed motion	Against the proposed motion	Abstention
In the event of new or amended motions by one or more shareholders at the Shareholders' Meeting, I herewith instruct the proxy to vote in accordance with the following instructions in each case.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
In the event of new or amended motions by the Management Board or the Supervisory Board at the Shareholders' Meeting, I herewith instruct the proxy to vote in accordance with the following instructions in each case.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

In the event that individual items are voted on separately in respect of a proposed motion, any instruction issued in respect of that proposal will apply mutatis mutandis in each round of voting.

In the case of motions for which no instructions are given or for which instructions are unclear (e.g. simultaneously FOR and AGAINST the same motion), the representative will abstain from voting.

If additional or amended instructions are given after this form has been submitted, the instructions given here will remain in force unless amended or revoked.

Other instructions (e.g. for applications and objections):

Date _____ Signature / corporate signature _____ Signature of all joint holders, where applicable _____

Please complete and return by 4:00 pm, CEST, on April 25th, 2022 (time of receipt)

- By **mail** to Mayr-Melnhof Karton Aktiengesellschaft, c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel, Austria
- By **fax** to +43 (0) 1 8900 500 - 93
- By **e-mail** to the e-mail address of your chosen special proxy (as a scanned attachment; TIF, PDF, etc.)

Additional information is available on the website: www.mm.group/en/ or <https://www.mm.group/en/for-investors/ordinary-shareholders-meeting/>

The English version is a translation of the German original text.