

# SAPPI LIMITED - RESULTS OF THE EIGHTY-FIRST ANNUAL GENERAL MEETING OF SAPPI

RESULTS OF THE EIGHTY-FIRST ANNUAL GENERAL MEETING OF SAPPI

Sappi Limited  
(Incorporated in the Republic of South Africa)  
Registration number: 1936/008963/06  
JSE share code: SAP  
ISIN code: ZAE000006284  
("Sappi" or the "Company")

RESULTS OF THE EIGHTY-FIRST ANNUAL GENERAL MEETING OF SAPPI

Shareholders are advised that at the Annual General Meeting of shareholders of the Company held on Wednesday, 07 February 2018 at 14:00 all the resolutions tabled thereat were passed by the requisite majority of shareholders.

Details of the results of voting at the Annual General Meeting are as follows :

- total number of Sappi shares in issue as at the date of the Annual General Meeting : 577 164 049 (557 202 573 ordinary shares and 19 961 476 "A" ordinary shares).
- total number of Sappi shares that could have been voted at the Annual General Meeting (excluding the treasury shares) : 558 569 539.
- total number of Sappi shares that were present/represented at the Annual General Meeting : 453 163 691 being 81% of the total number of Sappi shares that could have been voted at the Annual General Meeting.

Page 2 of 4

1. Ordinary resolution number 1 - Receipt and acceptance of 2017 Annual Financial Statements, including directors' report, auditors' report and Audit Committee report

For	Against	Abstain	Shares voted	
451 026 266	8 527	2 128 898	451 034 793	
100,00%	0,00%	0,38%	81,10%	1
		0,37%	78,15%	2

2. Ordinary resolution number 2 - Approval and confirmation of appointment

of Dr B Mehlomakulu as a director of Sappi

For	Against	Abstain	Shares voted	
452 858 306	9 531	295 854	452 867 837	
100,00%	0,00%	0,05%	81,43%	1
		0,05%	78,46%	2

3. Ordinary resolution number 3.1 - Re-election of Sir Nigel Rudd as a director of Sappi

For	Against	Abstain	Shares voted	
431 933 443	16 329 185	4 901 063	448 262 628	
93,36%	3,64%	0,88%	80,60%	1
		0,85%	77,67%	2

4. Ordinary resolution number 3.2 - Re-election of Mr NP Mageza as a director of Sappi

For	Against	Abstain	Shares voted	
389 231 755	63 636 082	295 854	452 867 837	
85,95%	14,05%	0,05%	81,43%	1
		0,05%	78,46%	2

5. Ordinary resolution number 3.3 - Re-election of Mr MV Moosa as a director of Sappi

For	Against	Abstain	Shares voted	
399 494 119	53 373 718	295 854	452 867 837	
88,21%	11,79%	0,05%	81,43%	1
		0,05%	78,46%	2

6. Ordinary resolution number 4.1 - Election of Dr D Konar as chairman of the Audit Committee - Withdrawn

7. Ordinary resolution number 4.2 - Election of Mr MA Fallon as a member of the Audit Committee

For	Against	Abstain	Shares voted	
452 859 110	8 727	295 854	452 867 837	
100,00%	0,00%	0,05%	81,43%	1
		0,05%	78,46%	2

8. Ordinary resolution number 4.3 - Election of Mr NP Mageza as a member of

the Audit Committee

For	Against	Abstain	Shares voted	
392 998 255	59 869 582	295 854	452 867 837	
86,78%	13,22%	0,05%	81,43%	1
		0,05%	78,46%	2

9. Ordinary resolution number 4.4 - Election of Mrs KR Osar as a member of the Audit Committee

For	Against	Abstain	Shares voted	
446 759 464	6 108 373	295 854	452 867 837	
98,65%	1,35%	0,05%	81,43%	1
		0,05%	78,46%	2

10. Ordinary resolution number 4.5 - Election of Mr RJAM Renders as a member of the Audit Committee

For	Against	Abstain	Shares voted	
452 859 110	8 727	295 854	452 867 837	
100,00%	0,00%	0,05%	81,43%	1
		0,05%	78,46%	2

11. Ordinary resolution number 5 - Re-appointment of KPMG Inc. as auditors of Sappi for the year ending September 2018 and until the next Annual General Meeting of Sappi

For	Against	Abstain	Shares voted	
413 864 267	19 780 876	19 518 548	433 645 143	
95,44%	4,56%	3,51%	77,98%	1
		3,38%	75,13%	2

12. Ordinary resolution number 6.1 - The placing of all ordinary shares required for the purpose of carrying out the terms of the Sappi Limited Performance Share Incentive Plan ("the Plan") under the control of the directors to allot and issue in terms of the Plan

For	Against	Abstain	Shares voted	
449 361 040	3 506 350	296 301	452 867 390	
99,23%	0,77%	0,05%	81,43%	1
		0,05%	78,46%	2

13. Ordinary resolution number 6.2 - The authority for any subsidiary of Sappi to sell and to transfer to the Sappi Limited Share Incentive Scheme and the

Sappi Limited Performance Share Incentive Plan (collectively "the Schemes") such shares as may be required for the purposes of the Schemes

For	Against	Abstain	Shares voted	
447 387 085	2 692 533	3 094 073	450 069 618	
99,40%	0,60%	0,56%	80,93%	1
		0,54%	77,98%	2

Page 4 of 4

14. Ordinary resolution number 7 - Non-binding endorsement of Remuneration policy

For	Against	Abstain	Shares voted	
447 387 560	2 550 370	3 225 761	449 937 930	
99,43%	0,57%	0,58%	80,91%	1
		0,56%	77,96%	2

15. Ordinary resolution number 8 - Non-binding endorsement of Implementation report

For	Against	Abstain	Shares voted	
414 427 624	35 376 959	3 359 108	449 804 583	
92,14%	7,86%	0,60%	80,88%	1
0,58%	77,93%			2

16. Special resolution number 1 - Increase in non-executive directors' fees

For	Against	Abstain	Shares voted	
442 006 803	10 860 616	296 272	452 867 419	
97,60%	2,40%	0,05%	81,43%	1
		0,05%	78,46%	2

17. Special resolution number 2 - Authority for loans or other financial assistance to related or inter-related companies or corporations

For	Against	Abstain	Shares voted	
449 291 971	3 575 440	296 280	452 867 411	
99,21%	0,79%	0,05%	81,43%	1
		0,05%	78,46%	2

18. Ordinary resolution number 9 - Authority for directors to sign all documents and do all such things necessary to implement the above resolutions

For	Against	Abstain	Shares voted	
452 858 272	9 631	295 788	452 867 903	
100,00%	0,00%	0,05%	81,43%	1
		0,05%	78,46%	2

- 1 Disclosed as a percentage of the voteable shares
- 2 Disclosed as a percentage of the total issued capital

Johannesburg

Announcement  
08 February 2018

Sponsor : UBS South Africa (Pty) Ltd

Date: 08/02/2018 04:22:00 Produced by the JSE SENS Department. The SENS service is an information dissemination service administered by the JSE Limited ('JSE').

The JSE does not, whether expressly, tacitly or implicitly, represent, warrant or in any way guarantee the truth, accuracy or completeness of the information published on SENS. The JSE, their officers, employees and agents accept no liability for (or in respect of) any direct, indirect, incidental or consequential loss or damage of any kind or nature, howsoever arising, from the use of SENS or the use of, or reliance on, information disseminated through SENS.