



Sappi Limited

Johannesburg

Announcement

06 February 2020

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-THIRD ANNUAL GENERAL MEETING OF SAPPI

Shareholders are advised that at the Annual General Meeting of shareholders of the Company held on Wednesday, 05 February 2020 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 ordinary shares in issue as at the date of the Annual General Meeting: 548,053,463
- total number of Sappi shares that could have been voted at the Annual General Meeting (excluding the treasury shares): 546,101,392
- total number of Sappi shares that were present/represented at the Annual General Meeting: 490,790,628 being 89.9% of the total number of Sappi shares that could have been voted at the Annual General Meeting.



1. **Ordinary resolution number 1 – Receipt and acceptance of 2019 Group Annual Financial Statements, including directors’ report, auditors’ report and Audit and Risk Committee report**

For	Against	Abstain	Shares voted
489,293,120	25,500	1,472,008	489,318,620
99.99%	0.01%	0.27%	90.20%
		0.27%	89.28%

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2. **Ordinary resolution number 2.1 – Approval and confirmation of appointment of Mr B R Beamish as a director of Sappi**

For	Against	Abstain	Shares voted
490,572,242	188,955	29,431	490,761,197
99.96%	0.04%	0.01%	90.46%
		0.01%	89.55%

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3. **Ordinary resolution number 2.2 – Approval and confirmation of appointment of Mr J M Lopez as a director of Sappi**

For	Against	Abstain	Shares voted
490,581,607	179,590	29,431	490,761,197
99.96%	0.04%	0.01%	90.46%
		0.01%	89.55%

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4. **Ordinary resolution number 2.3 – Approval and confirmation of appointment of Ms J E Stipp as a director of Sappi**

For	Against	Abstain	Shares voted
490,607,985	153,212	29,431	490,761,197
99.97%	0.03%	0.01%	90.46%
		0.01%	89.55%

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5. **Ordinary resolution number 3.1 – Re-election of Mr M A Fallon as a director of Sappi**

For	Against	Abstain	Shares voted
484,336,441	6,424,756	29,431	490,761,197
98.69%	1.31%	0.01%	90.46%
		0.01%	89.55%

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6. Ordinary resolution number 3.2 – Re-election of Mr N P Mageza as a director of Sappi

For	Against	Abstain	Shares voted
356,482,907	134,277,847	29,874	490,760,754
72.64%	27.36%	0.01%	90.46%
		0.01%	89.55%

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7. Ordinary resolution number 3.3 – Re-election of Dr B Mehlomakulu as a director of Sappi

For	Against	Abstain	Shares voted
394,590,749	92,300,309	3,899,570	486,891,058
81.04%	18.96%	0.72%	89.75%
		0.71%	88.84%

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8. Ordinary resolution number 3.4 – Re-election of Mr G T Pearce as a director of Sappi

For	Against	Abstain	Shares voted
490,676,282	82,415	31,931	490,758,697
99.98%	0.02%	0.01%	90.46%
		0.01%	89.55%

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9. Ordinary resolution number 4.1 – Election of Mr N P Mageza as member and chairman of the Audit and Risk Committee

For	Against	Abstain	Shares voted
360,287,676	130,047,185	455,767	490,334,861
73.48%	26.52%	0.08%	90.38%
		0.08%	89.47%

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10. Ordinary resolution number 4.2 – Election of Mrs Z N Malinga on as a member of the Audit and Risk Committee

For	Against	Abstain	Shares voted
490,732,212	28,542	29,874	490,760,754
99.99%	0.01%	0.01%	90.46%
		0.01%	89.55%

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11. Ordinary resolution number 4.3 – Election of Dr B Mehlomakulu as a member of the Audit and Risk Committee

For	Against	Abstain	Shares voted
389,103,327	97,786,231	3,901,070	486,889,558
79.92%	20.08%	0.72%	89.75%
		0.71%	88.84%

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12. Ordinary resolution number 4.4 – Election of Mr R J A M Renders as a member of the Audit and Risk Committee

For	Against	Abstain	Shares voted
485,265,030	5,494,224	31,374	490,759,254
98.88%	1.12%	0.01%	90.46%
		0.01%	89.55%

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13. Ordinary resolution number 4.5 – Election of Ms J E Stipp as a member of the Audit and Risk Committee

For	Against	Abstain	Shares voted
490,607,542	152,577	30,509	490,760,119
99.97%	0.03%	0.01%	90.46%
		0.01%	89.55%

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14. Ordinary resolution number 5 – Re-appointment of KPMG Inc. as auditors of Sappi for the year ending September 2020 and until the next Annual General Meeting of Sappi

For	Against	Abstain	Shares voted
474,075,119	16,687,859	27,650	490,762,978
96.60%	3.40%	0.01%	90.46%
		0.01%	89.55%

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15. Ordinary resolution number 6 – Authority from shareholders for the maximum number of ordinary shares which may be utilised under the plan

For	Against	Abstain	Shares voted
489,202,532	1,551,853	36,243	490,754,385
99.68%	0.32%	0.01%	90.46%
		0.01%	89.54%

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16. Ordinary resolution number 7 – Authority from shareholders to place the ordinary shares required for the purposes of the plan under the control of the directors

For	Against	Abstain	Shares voted
489,194,967	1,559,439	36,222	490,754,406
99.68%	0.32%	0.01%	90.46%
		0.01%	89.54%

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17. Ordinary resolution number 8 – Non-binding endorsement of Remuneration Policy

For	Against	Abstain	Shares voted
395,256,018	94,421,592	1,113,018	489,677,610
80.72%	19.28%	0.21%	90.26%
		0.20%	89.35%

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18. Ordinary resolution number 9 – Non-binding endorsement of Remuneration Implementation Report

For	Against	Abstain	Shares voted
409,064,090	80,619,520	1,107,018	489,683,610
83.54%	16.46%	0.20%	90.26%
		0.20%	89.35%

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

For	Against	Abstain	Shares voted
481,269,422	9,208,653	312,553	490,478,075
98.12%	1.88%	0.06%	90.41%
		0.06%	89.49%

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

For	Against	Abstain	Shares voted
486,000,635	4,762,883	27,110	490,763,518
99.03%	0.97%	0.00%	90.46%
		0.00%	89.55%

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21. Ordinary resolution number 10 – Authority for directors to sign all documents and do all such things necessary to implement the above resolutions

For	Against	Abstain	Shares voted
490,715,399	36,002	39,227	490,751,401
99.99%	0.01%	0.01%	90.46%
		0.01%	89.54%

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1 Disclosed as a percentage of the voteable shares

2 Disclosed as a percentage of the total issued capital