



Sappi Limited

Johannesburg

Announcement

09 February 2017

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 EIGHTIETH ANNUAL GENERAL MEETING OF SAPPI AND APPOINTMENT OF NEW DIRECTOR TO THE BOARD

Shareholders are advised that at the annual general meeting of shareholders of the Company held on Wednesday, 08 February 2017 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 : 576 264 049 (556 302 573 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) : 554 439 702.
- total number of Sappi shares that were present/represented at the annual general meeting : 460 192 644 being 83% 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 2016 Group Annual Financial Statements, including directors' report, auditors' report and Audit Committee report

For	Against	Abstain	Shares voted
457 397 056	165 050	2 630 538	457 562 106
99.96%	0.04%	0.47%	82.53%

2. Ordinary resolution number 2.1: Re-election of Mr M A Fallon as a director of Sappi

For	Against	Abstain	Shares voted
459 203 081	387 294	602 269	459 590 375
99.92%	0.08%	0.11%	82.89%

3. Ordinary resolution number 2.2: Re-election of Dr D Konar as a director of Sappi

For	Against	Abstain	Shares voted
334 208 763	86 575 106	39 408 775	420 783 869
79.43%	20.57%	7.11%	75.89%

4. Ordinary resolution number 2.3: Re-election of Mr J D McKenzie as a director of Sappi

For	Against	Abstain	Shares voted
459 181 081	409 294	602 269	459 590 375
99.91%	0.09%	0.11%	82.89%

5. Ordinary resolution number 2.4: Re-election of Mr G T Pearce as a director of Sappi

For	Against	Abstain	Shares voted
458 436 526	1 153 849	602 269	459 590 375
99.75%	0.25%	0.11%	82.89%

6. Ordinary resolution number 3.1: Election of Dr D Konar as Chairman of the Audit Committee

For	Against	Abstain	Shares voted
295 549 408	125 234 461	39 408 775	420 783 869
70.24%	29.76%	7.11%	75.89%



7. Ordinary resolution number 3.2: Election of Mr M A Fallon as a member of the Audit Committee

For	Against	Abstain	Shares voted
459 203 081	387 294	602 269	459 590 375
99.92%	0.08%	0.11%	82.89%

8. Ordinary resolution number 3.3: Election of Mr N P Mageza as a member of the Audit Committee

For	Against	Abstain	Shares voted
446 591 912	12 998 129	602 603	459 590 041
97.17%	2.83%	0.11%	82.89%

9. Ordinary resolution number 3.4: Election of Mrs K R Osar as a member of the Audit Committee

For	Against	Abstain	Shares voted
458 932 597	657 444	602 603	459 590 041
99.86%	0.14%	0.11%	82.89%

10. Ordinary resolution number 3.5: Election of Mr R J A M Renders as a member of the Audit Committee

For	Against	Abstain	Shares voted
459 202 747	387 294	602 603	459 590 041
99.92%	0.08%	0.11%	82.89%

11. Ordinary resolution number 4: Appointment of KPMG Inc. as auditors of Sappi for the year ending September 2017 and until the next Annual General Meeting of Sappi

For	Against	Abstain	Shares voted
459 417 284	166 072	609 288	459 583 356
99.96%	0.04%	0.11%	82.89%



12. **Ordinary resolution number 5.1: 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
384 052 922	75 530 828	608 894	459 583 750
83.57%	16.43%	0.11%	82.89%

13. **Ordinary resolution number 5.2: 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
368 414 692	91 166 927	611 025	459 581 619
80.16%	19.84%	0.11%	82.89%

14. **Ordinary resolution number 6: Non-binding endorsement of Remuneration Policy**

For	Against	Abstain	Shares voted
435 285 251	24 297 880	609 513	459 583 131
94.71%	5.29%	0.11%	82.89%

15. **Special resolution number 1: Increase in non-executive directors' fees**

For	Against	Abstain	Shares voted
459 343 126	248 968	600 550	459 592 094
99.95%	0.05%	0.11%	82.89%

16. **Special resolution number 2: Authority for loans or other financial assistance to related or inter-related companies**

For	Against	Abstain	Shares voted
450 769 316	8 816 546	606 782	459 585 862
98.08%	1.92%	0.11%	82.89%

17. Ordinary resolution number 7: Authority for directors to sign all documents and do all such things necessary to implement the above resolutions

For	Against	Abstain	Shares voted
459 397 625	192 720	602 299	459 590 345
99.96%	0.04%	0.11%	82.89%

NEW APPOINTMENT TO THE BOARD OF DIRECTORS

In terms of paragraph 3.59(a) of the Listings Requirements of the JSE Limited, Sappi is pleased to announce the appointment of Dr Boni Mehlomakulu as independent non-executive director to the board of the Company and as a member of the Social, Ethics, Transformation and Sustainability Committee, with effect from 1 March 2017.

Dr Mehlomakulu, 44, is currently the Chief Executive Officer of the South African Bureau of Standards (“the SABS”) a position she has held since September 2009. Dr Mehlomakulu currently sits on the boards of Hulamin Limited as non-executive director, is a Council member of the University of South Africa, is a non-executive Director of Yokogawa South Africa (Pty) Ltd and is a Council Member of the International Organisation for Standardisation (Switzerland). Before joining the SABS, Dr Mehlomakulu was Deputy Director General at the Department of Science and Technology and has also held various positions at Sasol. Past directorships include chairing the Social Ethics and Sustainability Committee at Eskom Holdings SOC Limited from 2010 to 2014. Dr Mehlomakulu has a PhD in Chemical Engineering from the University of Cape Town.

The Board looks forward to Dr Mehlomakulu’s contribution to Sappi and believes that her experience will add to the Board’s insights into industry trends and into local and international markets.

Sponsor : UBS South Africa (Pty) Ltd

