

Proxy form

for the Annual General Meeting

Sappi Limited

(Registration number: 1936/008963/06)
 (Incorporated in the Republic of South Africa)
 (Sappi or the company)
 Issuer code: SAP
 JSE code: SAP
 ISIN code: ZAE000006284

For use by shareholders who:

- hold shares in certificated form; or
- hold dematerialised shares (ie where the paper share certificates representing the shares have been replaced with electronic records of ownership under the electronic settlement and depository system (Strate Limited of the JSE Limited) and are recorded in Sappi's sub-register with own name registration (ie shareholders who have specifically instructed their Central Securities Depository Participant (CSDP) to record the holding of their shares in their own name in Sappi's sub-register).

If you are unable to attend the eighty-fourth Annual General Meeting of the members to be held at 14:00 on Wednesday, 03 February 2021 you should complete and return the form of proxy as soon as possible, but in any event to be received by not later than 14:00 South African time on Monday, 01 February 2021, to Sappi's transfer secretaries, Computershare Investor Services Proprietary Limited, by way of hand delivery to Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196, Republic of South Africa or by way of postal delivery to Private Bag X9000, Saxonwold, 2132, Republic of South Africa or handed to the chairman of the Annual General Meeting before the appointed proxy exercises any of the relevant shareholder's rights.

Shareholders who have dematerialised their shares and who do not have own name registration and wish to attend the Annual General Meeting, must instruct their CSDP or broker to provide them with the relevant letter of representation to enable them to attend such meeting, or, alternatively, should they wish to vote, but not to attend the Annual General Meeting, they must provide their CSDP or broker with their voting instructions in terms of the relevant custody agreement entered into between them and the CSDP or broker. **Such shareholders must not complete this form of proxy.**

I/We

of

being a shareholder(s) of Sappi holding _____ Sappi shares and entitled to vote at the abovementioned Annual General Meeting, appoint or failing him/her

or failing him/her

or failing him/her, the chairman of the meeting as my/our proxy to attend and speak and, on a poll, to vote for me/us on the resolutions to be proposed (with or without modification) at the Annual General Meeting of Sappi to be held at 14:00 on Wednesday, 03 February 2021 or any adjournment thereof, as follows:

	Number of shares		
	For	Against	Abstain
Ordinary resolution number 1 – Receipt and acceptance of 2020 Group Annual Financial Statements, including Directors' Report, Auditors' Report and Audit and Risk Committee Report			
Ordinary resolution number 2 – Re election of directors retiring by rotation in terms of Sappi's Memorandum of Incorporation ⁽¹⁾			
Ordinary resolution number 2.1 – Re-election of Ms ZN Malinga as a director of Sappi			
Ordinary resolution number 2.2 – Re-election of Mr V Moosa as a director of Sappi			
Ordinary resolution number 2.3 – Re-election of Mr RJAM Renders as a director of Sappi			
Ordinary resolution number 2.4 – Re-election of Sir Nigel Rudd as a director of Sappi			
Ordinary resolution number 3 – Election of Audit and Risk Committee members			
Ordinary resolution number 3.1 – Election of Mr NP Mageza as member and Chairman of the Audit and Risk Committee			
Ordinary resolution number 3.2 – Election of Ms ZN Malinga as a member of the Audit and Risk Committee ⁽²⁾			
Ordinary resolution number 3.3 – Election of Dr B Mehloimakulu as a member of the Audit and Risk Committee			
Ordinary resolution number 3.4 – Election of Mr RJAM Renders as a member of the Audit and Risk Committee ⁽²⁾			
Ordinary resolution number 3.5 – Election of Ms JE Stipp as a member of the Audit and Risk Committee			
Ordinary resolution number 4 – Re-appointment of KPMG Inc. as auditors of Sappi for the year ending September 2020 and until the next Annual General Meeting of Sappi			
Ordinary resolution number 5 – Specific authority to issue ordinary shares			
Ordinary resolution number 6 – Non-binding endorsement of remuneration policy			
Ordinary resolution number 7 – Non-binding endorsement of remuneration implementation report			
Special resolution number 1 – Non executive directors' fees			
Special resolution number 2 – Authority for loans or other financial assistance to related or inter-related companies or corporations			
Ordinary resolution number 8 – Authority for directors to sign all documents and do all such things necessary to implement the above resolutions			

⁽¹⁾ See notes in Notice to shareholders on page 176.

⁽²⁾ Subject to his/her re-election as a director pursuant to ordinary resolution 2.1 and 2.3 above.

Insert X in the appropriate block if you wish to vote all your shares in the same manner. If not, insert the number of votes in the appropriate block. If no indication is given, the proxy will vote as he/she thinks fit.

Signed at

on

Assisted by me (where applicable)

Each shareholder is entitled to appoint one or more proxies (who need not be shareholders of Sappi) to attend, speak, and on a poll, vote in place of that shareholder at the Annual General Meeting or any adjournment thereof.