Sappi Group (Sappi Limited) THIRD QUARTER: FISCAL YEAR 2017 FINANCIAL RESULTS AND OPERATIONAL DATA ENDED 02 JULY 2017

03 August 2017

This report is being furnished to The Bank of New York Mellon as trustee for (i) the Senior Secured Notes of Sappi Papier Holding GmbH due 2017 issued pursuant to the indentures dated as of July 05, 2012; (ii) the Senior Secured Notes of Sappi Papier Holding GmbH due 2022 issued pursuant to the indentures dated as of March 12, 2015; and the Senior Secured Notes of Sappi Papier Holding GmbH due 2023 issued pursuant to the indentures dated as of March 31, 2016; in each case pursuant to Section 4.03 of the indentures governing such Senior Notes.

On 31 August 2016, Sappi has released all existing security previously granted to secure certain indebtedness, including these Senior Notes.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

Except for historical information contained herein, statements contained in this report may constitute "forward-looking statements." The words "believe", "anticipate", "expect", "intend", "estimate", "plan", "assume", "positioned", "will", "may", "should", "risk" and other similar expressions, which are predictions of or indicate future events and future trends and which do not relate to historical matters, identify forward-looking statements. In addition, this document includes forward-looking statements relating to our potential exposure to various types of market risks, such as interest rate risk, foreign exchange rate risk and commodity price risk. You should not rely on forward-looking statements because they involve known and unknown risks, uncertainties and other factors which are in some cases beyond our control and may cause our actual results, performance or achievements to differ materially from anticipated future results, performance or achievements expressed or implied by such forward-looking statements (and from past results, performance or achievements). Certain factors that may cause such differences include but are not limited to:

- the highly cyclical nature of the pulp and paper industry (and the factors that contribute to such
 cyclicality, such as levels of demand, production capacity, production, input costs including raw
 material, energy and employee costs, and pricing);
- the impact on our business of adverse changes in global economic conditions;
- unanticipated production disruptions (including as a result of planned or unexpected power outages);
- changes in environmental, tax and other laws and regulations;
- adverse changes in the markets for our products;
- the emergence of new technologies and changes in consumer trends including increased preferences for digital media;
- consequences of our leverage, including as a result of adverse changes in credit markets that affect our ability to raise capital when needed;
- adverse changes in the political situation and economy in the countries in which we operate or the effect of governmental efforts to address present or future economic or social problems;
- the impact of restructurings, investments, acquisitions, dispositions and other strategic initiatives (including related financing), any delays, unexpected costs or other problems experienced in connection with dispositions or with integrating acquisitions or implementing restructuring or other strategic initiatives, and achieving expected savings and synergies; and
- currency fluctuations.

For a discussion of the above factors and certain additional factors, refer to the document entitled "Risk Report" attached to the 2016 Annual Integrated Report as disclosed in the "Bond Reporting Requirements" section of our webpage (www.sappi.com) under "Sappi Papier Holdings". These factors are not necessarily all of the important factors that could cause our actual results to differ materially from those expressed in any forward-looking statements. Other unknown or unpredictable factors could also have material adverse effects on future results.

You are cautioned not to place undue reliance on these forward-looking statements. These forward-looking statements are made as of the date of this report or as of the date specified therein and are not intended to give any assurance as to future results. We undertake no obligation to publicly update or revise any of these forward-looking statements, whether to reflect new information or future events or circumstances or otherwise.

sappi

Inspired by life



for the period ended June 2017

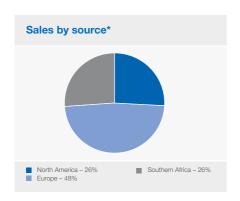
3rd quarter results

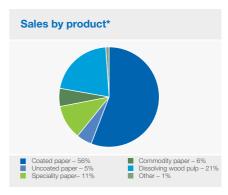
Sappi is a global diversified woodfibre company focused on providing graphic/printing papers, packaging and speciality papers, dissolving wood pulp as well as products in adjacent fields including nanocellulose and lignosulphonate to our direct and indirect customer base across more than 150 countries.

Our market-leading range of graphic paper products are used by printers in the production of books, brochures, magazines, catalogues, direct mail and many other print applications; quality packaging and speciality papers are used in the manufacture of such products as soup sachets, luxury carry bags,

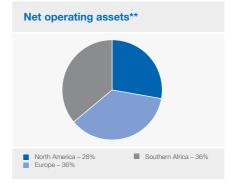
cosmetic and confectionery packaging, boxes for agricultural products for export, tissue wadding for household tissue products and casting release papers used by suppliers to the fashion, textiles, automobile and household industries; our dissolving wood pulp (specialised cellulose) products are used worldwide by converters to create viscose fibre for fashionable clothing and textiles, pharmaceutical products as well as a wide range of consumer and household products.

The wood and pulp needed for our products is either produced within Sappi or bought from accredited suppliers. Across the group, Sappi is close to 'pulp neutral', meaning that we sell almost as much pulp as we buy.









^{*} For the period ended June 2017.

^{**} As at June 2017.

Highlights for the quarter

- EBITDA excluding special items US\$155 million (Q3 2016 US\$160 million)
- Profit for the period US\$58 million (Q3 2016 US\$32 million)
- EPS excluding special items 11 US cents (Q3 2016 11 US cents)
- Net debt US\$1,318 million, down US\$265 million year-on-year
- US\$400 million bond repaid from available cash reserves

Financial highlights

| | Quarter ended | | | Nine months ended | | |
|--|---------------|----------|----------|-------------------|----------|--|
| | Jun 2017 | Jun 2016 | Mar 2017 | Jun 2017 | Jun 2016 | |
| Key figures: (US\$ million) | | | | | | |
| Sales | 1,260 | 1,223 | 1,316 | 3,885 | 3,801 | |
| Operating profit excluding special items ⁽¹⁾ | 93 | 97 | 145 | 374 | 342 | |
| Special items – (gains) losses(2) | 3 | 1 | 3 | (1) | (32) | |
| EBITDA excluding special items ⁽¹⁾ | 155 | 160 | 208 | 564 | 530 | |
| Profit for the period | 58 | 32 | 88 | 236 | 207 | |
| Basic earnings per share (US cents) | 11 | 6 | 16 | 44 | 39 | |
| EPS excluding special items (US cents)(3) | 11 | 11 | 17 | 44 | 40 | |
| Net debt ⁽³⁾ | 1,318 | 1,583 | 1,329 | 1,318 | 1,583 | |
| Key ratios: (%) | | | | | | |
| Operating profit excluding special items to sales | 7.4 | 7.9 | 11.0 | 9.6 | 9.0 | |
| Operating profit excluding special items to capital employed (ROCE)(3) | 12.8 | 14.0 | 20.5 | 17.4 | 16.4 | |
| EBITDA excluding special items to sales | 12.3 | 13.1 | 15.8 | 14.5 | 13.9 | |
| Net debt to EBITDA excluding special items | 1.7 | 2.2 | 1.7 | 1.7 | 2.2 | |
| Interest cover ⁽³⁾ | 8.4 | 7.0 | 7.7 | 8.4 | 7.0 | |
| Net asset value per share (US cents)(3) | 304 | 223 | 290 | 304 | 223 | |

⁽¹⁾ Refer to page 15, note 2 to the group results for the reconciliation of EBITDA excluding special items and operating profit excluding special items to segment operating profit, and profit for the period.

⁽²⁾ Refer to page 15, note 2 to the group results for details on special items.

⁽³⁾ Refer to page 21, supplemental information for the definition of the term.

Commentary on the quarter

The third quarter is seasonally the weakest for Sappi and significant annual maintenance was completed during the period. The group generated EBITDA excluding special items of US\$155 million, a decrease of 3% over the same quarter last year due to higher market prices for raw materials, mainly in Europe, and a stronger Rand/Dollar exchange rate. Profit for the period increased from US\$32 million to US\$58 million, with the comparable period last year impacted negatively by once-off refinance costs of US\$23 million.

Higher sales volumes enabled the specialised cellulose business to generate US\$85 million of EBITDA excluding special items, improving on the equivalent quarter last year. Average Dollar selling prices were above last year, driven by healthy demand and higher viscose staple fibre prices in the Chinese market. However, the stronger Rand/Dollar exchange rate adversely impacted average pricing for our South African operations.

The European business benefited from good demand for most products and price increases for coated woodfree paper announced for April were partially successful, thereby lifting average prices for the quarter. Coated paper selling prices remain below a year ago and this, combined with the higher raw material costs, led to a small reduction in profitability compared to the prior year. Conversely, the speciality packaging business continued to achieve strong sales growth and profit margins.

In the US, the benefits of higher dissolving wood pulp (DWP) volumes and pricing compared to last year in addition to increased packaging and coated paper sales volumes were offset by the ongoing weakness of coated paper prices. The success of cost containment programmes and efficiency gains led to a constant year-on-year result.

The packaging paper business in South Africa had another positive quarter with higher sales volumes. Costs in the quarter were impacted by the planned annual maintenance shut at Ngodwana Mill and replacement of economiser tubes at Saiccor Mill.

Net finance costs were US\$16 million, a reduction from the US\$48 million in the equivalent quarter last year, which included the previously mentioned refinance costs.

Earnings per share excluding special items were 11 US cents, as in the prior year. Special items for the quarter resulted in a loss of US\$2 million after tax.

Cash flow and debt

Net cash generated was US\$30 million, compared to the US\$82 million generated in the equivalent quarter last year. The decrease was due to an increase in working capital and higher capital expenditure, offset by lower finance costs and cash taxes. Capital expenditure of US\$78 million is related mainly to the paper machine conversion projects in both Europe and North America and debottlenecking projects in South Africa.

Strong cash generation over the past twelve months substantially reduced net debt to US\$1,318 million from US\$1,583 million at the end of the equivalent quarter last year.

During the quarter we repaid the 2017 US\$400 million bonds utilising our existing cash resources. This will lower the ongoing net interest charge by approximately US\$21 million per annum.

Liquidity at quarter-end comprised cash on hand of US\$446 million and US\$608 million available from undrawn committed revolving credit facilities.

Operating review for the quarter

Europe

Quarter ended

| | Jun 2017 € million | Mar 2017 € million | Dec 2016 € million | Sept 2016 € million | Jun 2016 € million |
|---|-----------------------|-----------------------|-----------------------|------------------------|-----------------------|
| Sales | 554 | 581 | 602 | 579 | 540 |
| Operating profit excluding special items | 23 | 29 | 40 | 31 | 25 |
| Operating profit excluding special items to sales (%) | 4.2 | 5.0 | 6.6 | 5.4 | 4.6 |
| EBITDA excluding special items | 51 | 56 | 69 | 61 | 53 |
| EBITDA excluding special items to sales (%) | 9.2 | 9.6 | 11.5 | 10.5 | 9.8 |
| RONOA pa (%) | 8.2 | 10.3 | 14.3 | 11.0 | 8.6 |

The overall performance of the European business in this seasonally slow quarter declined slightly compared to that of the equivalent quarter last year largely due to higher raw material prices, particularly paper pulp and latex.

Graphic paper sales volumes were 4% above those of the equivalent period last year, with stronger demand in our major export markets. The rate of decline in demand for coated woodfree and coated mechanical also moderated in Europe over the past few months. Average net sales prices of graphic paper were above the prior quarter, but remain below last year.

Sales in the speciality paper business grew 17% year-on-year, continuing to outpace average market growth rates of 1% to 5% for the products we produce.

All major variable cost categories, with the exception of wood, increased relative to last year leading to a 3% increase in variable costs. Hardwood pulp prices continued to rise during the quarter; however, latex prices have started to decline from their peak. Fixed expenses remain well controlled and were flat year-on-year.

North America

| | Quarter ended | | | | | | |
|--|--------------------------|------|--------------------------|------|--------------------------|--|--|
| | Jun 2017 US\$ million | | Dec 2016 US\$ million | | Jun 2016 US\$ million | | |
| Sales | 314 | 335 | 354 | 360 | 325 | | |
| Operating profit (loss) excluding special items | (2) | 14 | 8 | 25 | (2) | | |
| Operating profit (loss) excluding special items to sales (%) | (0.6) | 4.2 | 2.3 | 6.9 | (0.6) | | |
| EBITDA excluding special items | 17 | 34 | 28 | 43 | 18 | | |
| EBITDA excluding special items to sales (%) | 5.4 | 10.1 | 7.9 | 11.9 | 5.5 | | |
| RONOA pa (%) | (0.8) | 5.8 | 3.3 | 10.2 | (0.8) | | |

Profitability in the North American business was the same as the prior year. Higher DWP sales volumes and pricing were offset by lower coated paper prices.

Coated paper volumes were slightly higher than last year, despite a contraction in the overall US coated paper market. Average sales prices were 6% lower than the equivalent period last year as soft publication demand, the strong Dollar and greater imports continued to burden local producers.

DWP sales volumes and pricing improved for the quarter versus last year and these combined with lower delivery and variable costs led to a higher margin for the business. Packaging paper volumes increased by 23%, led by our coated-one-side (C1S) product, offset by competitive price pressure in our end markets. The casting and release paper business experienced an early end to the Chinese domestic garment season, which lowered sales volume in this business compared to the prior year.

Variable cost reduced as efficiency initiatives and lower wood and energy prices more than offset higher chemical and purchased paper pulp prices. Fixed costs were below last year due to lower maintenance costs.

Southern Africa

Quarter ended

| | Control of Good | | | | | | |
|---|-------------------------|-------------------------|-------------------------|-------|-------------------------|--|--|
| | Jun 2017 ZAR million | Mar 2017 ZAR million | Dec 2016 ZAR million | | Jun 2016 ZAR million | | |
| Sales | 4,432 | 4,818 | 4,230 | 4,760 | 4,306 | | |
| Operating profit excluding special items | 918 | 1,317 | 1,169 | 1,256 | 1,050 | | |
| Operating profit excluding special items to sales (%) | 20.7 | 27.3 | 27.6 | 26.4 | 24.4 | | |
| EBITDA excluding special items | 1,102 | 1,489 | 1,364 | 1,441 | 1,215 | | |
| EBITDA excluding special items to sales (%) | 24.9 | 30.9 | 32.2 | 30.3 | 28.2 | | |
| RONOA pa (%) | 21.5 | 30.5 | 27.8 | 31.1 | 26.2 | | |

The Southern African business results reflect the impact of a stronger Rand/Dollar exchange rate and higher maintenance costs due to the timing of the scheduled annual maintenance shut at Ngodwana Mill.

DWP sales volumes were above the equivalent quarter last year despite problems at the Durban port which resulted in the shipment of 14,000 tons being delayed to July. Higher average Dollar prices were more than offset by the stronger Rand, resulting in a slightly lower average Rand price.

The paper business experienced solid growth, particularly for containerboard and fluting. The latest citrus fruit export forecast for 2017 is positive and this should support packaging sales in the last quarter.

Variable and fixed costs were above those of last year and relate mainly to chemicals, energy, personnel and maintenance, albeit the increases were below inflation.

Outlook

DWP prices declined throughout the third quarter and reached a recent low at the end of June. Prices have subsequently moved upwards in July following a similar trend in viscose staple fibre. The bulk of our DWP sales prices are based on the prior quarter average price and we can therefore expect lower pricing for the fourth quarter than that achieved in the past quarter. Longer-term market dynamics appear favourable, with demand growth expected to exceed supply growth in the next two years.

In Europe, local demand for graphic paper has stabilised somewhat and export markets have experienced strong growth. In contrast, markets remain difficult in the United States. Coated paper price increases have been announced in most major markets, which should help offset rising raw material costs.

Demand for speciality packaging continues to grow, and the conversion of the paper machines at Maastricht and Somerset Mills are set to be completed in the second and third fiscal quarters of 2018 respectively. This will further boost production capacity in these grades.

Capital expenditure in the last quarter is expected to be approximately US\$170 million. This includes the next phase of the DWP debottlenecking project at Ngodwana Mill, the Somerset Mill wood-yard and the initial phases of the speciality packaging conversions at Maastricht and Somerset Mills.

Based on current market conditions, including higher paper pulp prices and the current Rand/Dollar exchange rate, we expect the group's fourth quarter operating performance to be slightly below that of last year. The full year result is likely to be above that of the prior year.

We expect to reduce net debt further in the coming quarter through positive cash generation. However, a significant proportion of our debt is denominated in Euros and a stronger Euro/US Dollar exchange rate negatively impacts the translation of this debt.

On behalf of the board

S R Binnie

Director

G T Pearce

Director

02 August 2017

Forward-looking statements

Certain statements in this release that are neither reported financial results nor other historical information, are forward-looking statements, including but not limited to statements that are predictions of or indicate future earnings, savings, synergies, events, trends, plans or objectives. The words 'believe', 'anticipate', 'expect', 'intend', 'estimate', 'plan', 'assume', 'positioned', 'will', 'may', 'should', 'risk' and other similar expressions, which are predictions of or indicate future events and future trends and which do not relate to historical matters. identify forward-looking statements. In addition, this document includes forwardlooking statements relating to our potential exposure to various types of market risks, such as interest rate risk, foreign exchange rate risk and commodity price risk. You should not rely on forward-looking statements because they involve known and unknown risks, uncertainties and other factors which are in some cases beyond our control and may cause our actual results, performance or achievements to differ materially from anticipated future results, performance or achievements expressed or implied by such forward-looking statements (and from past results, performance or achievements). Certain factors that may cause such differences include but are not limited to:

 the highly cyclical nature of the pulp and paper industry (and the factors that contribute to such cyclicality, such as levels of demand, production capacity, production, input costs including raw material, energy and employee costs, and pricing);

- the impact on our business of adverse changes in global economic conditions;
- unanticipated production disruptions (including as a result of planned or unexpected power outages);
- changes in environmental, tax and other laws and regulations;
- adverse changes in the markets for our products;
- the emergence of new technologies and changes in consumer trends including increased preferences for digital media;
- consequences of our leverage, including as a result of adverse changes in credit markets that affect our ability to raise capital when needed:
- adverse changes in the political situation and economy in the countries in which we operate or the effect of governmental efforts to address present or future economic or social problems;
- the impact of restructurings, investments, acquisitions, dispositions and other strategic initiatives (including related financing), any delays, unexpected costs or other problems experienced in connection with dispositions or with integrating acquisitions or implementing restructurings or other strategic initiatives, and achieving expected savings and synergies; and
- currency fluctuations.

We undertake no obligation to publicly update or revise any of these forward-looking statements, whether to reflect new information or future events or circumstances or otherwise.

Condensed group income statement

| | | Quarte | r ended | Nine mon | ths ended |
|---|------|--------------------------|--------------------------|--------------------------|--------------------------|
| | Note | Jun 2017 US\$ million | Jun 2016 US\$ million | Jun 2017 US\$ million | Jun 2016 US\$ million |
| Sales | | 1,260 | 1,223 | 3,885 | 3,801 |
| Cost of sales | | 1,089 | 1,039 | 3,265 | 3,177 |
| Gross profit | | 171 | 184 | 620 | 624 |
| Selling, general and administrative expenses | | 82 | 82 | 245 | 257 |
| Other operating expenses (income) | | 1 | 9 | 6 | 1 |
| Share of profit from equity investments | | (2) | (3) | (6) | (8) |
| Operating profit | 3 | 90 | 96 | 375 | 374 |
| Net finance costs | | 16 | 48 | 65 | 98 |
| Net interest expense | | 20 | 45 | 74 | 99 |
| Net foreign exchange gain | | (4) | 4 | (9) | - |
| Net fair value (gain) loss on financial instruments | | _ | (1) | - | (1) |
| Profit before taxation | | 74 | 48 | 310 | 276 |
| Taxation | | 16 | 16 | 74 | 69 |
| Profit for the period | | 58 | 32 | 236 | 207 |
| Basic earnings per share (US cents) | 4 | 11 | 6 | 44 | 39 |
| Weighted average number of shares in issue (millions) | | 534.8 | 530.2 | 533.6 | 529.1 |
| Diluted earnings per share (US cents) | 4 | 11 | 6 | 43 | 38 |
| Weighted average number of shares on fully diluted basis (millions) | | 550.1 | 541.9 | 547.3 | 539.6 |

Condensed group statement of comprehensive income

| | Quarter ended | | Nine months ended | |
|---|--------------------------|--------------------------|--------------------------|--------------------------|
| | Jun 2017 US\$ million | Jun 2016 US\$ million | Jun 2017 US\$ million | Jun 2016 US\$ million |
| Profit for the period | 58 | 32 | 236 | 207 |
| Other comprehensive income (loss), net of tax | | | | |
| Items that may or are reclassified subsequently to profit or loss | 15 | 35 | 63 | (52) |
| Exchange differences on translation of foreign operations | 3 | 31 | 52 | (55) |
| Movements in hedging reserves | 12 | 4 | 11 | 4 |
| Tax effect of above items | _ | - | - | (1) |
| Total comprehensive income (loss) for the period | 73 | 67 | 299 | 155 |

Condensed group balance sheet

| | | | Reviewed |
|---|------------|--------------|--------------|
| | Niete | Jun 2017 | Sept 2016 |
| | Note | US\$ million | US\$ million |
| ASSETS | | | |
| Non-current assets | | 3,262 | 3,171 |
| Property, plant and equipment | | 2,544 | 2,501 |
| Plantations | 5 | 470 | 441 |
| Deferred tax assets | | 153 | 152 |
| Derivative financial instruments | | 1 | 1 |
| Other non-current assets | | 94 | 76 |
| Current assets | | 1,756 | 2,006 |
| Inventories | | 676 | 606 |
| Trade and other receivables | | 616 | 642 |
| Derivative financial instruments | | 8 | 44 |
| Taxation receivable | | 10 | 11 |
| Cash and cash equivalents | | 446 | 703 |
| Total assets | | 5,018 | 5,177 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Ordinary shareholders' interest | | 1,627 | 1,378 |
| Non-current liabilities | | 2,441 | 2,325 |
| Interest-bearing borrowings | | 1,635 | 1,535 |
| Deferred tax liabilities | | 288 | 272 |
| Other non-current liabilities | | 518 | 518 |
| Current liabilities | | 950 | 1,474 |
| Interest-bearing borrowings | | 129 | 576 |
| Other current liabilities | | 767 | 854 |
| Derivative financial instruments | | 1 | 2 |
| Taxation payable | | 53 | 42 |
| Total equity and liabilities | | 5,018 | 5,177 |
| Number of shares in issue at balance sheet date | (millions) | 534.9 | 530.6 |

Condensed group statement of cash flows

| | Quarter | ended | Nine months ended | |
|--|--------------------------|--------------------------|--------------------------|--------------------------|
| | Jun 2017 US\$ million | Jun 2016 US\$ million | Jun 2017 US\$ million | Jun 2016 US\$ million |
| Profit for the period | 58 | 32 | 236 | 207 |
| Adjustment for: | | | | |
| Depreciation, fellings and amortisation | 76 | 79 | 239 | 229 |
| Taxation | 16 | 16 | 74 | 69 |
| Net finance costs | 16 | 48 | 65 | 98 |
| Defined post-employment benefits | | | | |
| paid | (12) | (12) | (33) | (36) |
| Plantation fair value adjustments | (17) | (26) | (59) | (80) |
| Net restructuring provisions | 1 | _ | 1 | 4 |
| Profit on disposal of assets held for sale | | | | (10) |
| Other non-cash items | 1 | - 7 | 21 | (16) 27 |
| | | · · | | |
| Cash generated from operations | 139 | 144 | 544 | 502 |
| Movement in working capital | (7) | 56 | (130) | (66) |
| Net finance costs paid | (20) | (29) | (61) | (87) |
| Taxation paid | 4 | (32) | (62) | (54) |
| Dividend paid | - | _ | (59) | - |
| Cash generated from operating activities | 116 | 139 | 232 | 295 |
| Cash (utilised in) generated from investing activities | (86) | (57) | (165) | (104) |
| Capital expenditure | (78) | (59) | (160) | (144) |
| Net proceeds on disposal of assets | _ | 1 | 3 | 39 |
| Other movements | (8) | 1 | (8) | 1 |
| Net cash generated | 30 | 82 | 67 | 191 |
| Cash effects of financing activities | (314) | (7) | (330) | (101) |
| Proceeds from interest-bearing borrowings | 131 | 380 | 136 | 380 |
| Repayment of interest-bearing borrowings | (445) | (387) | (466) | (481) |
| Net movement in cash and cash equivalents | (284) | 75 | (263) | 90 |
| Cash and cash equivalents at beginning of period | 703 | 457 | 703 | 456 |
| Translation effects | 27 | 10 | 6 | (4) |
| Cash and cash equivalents at end of period | 446 | 542 | 446 | 542 |

Condensed group statement of changes in equity

Nine months ended

| | Jun 2017 US\$ million | Jun 2016 US\$ million |
|---|--------------------------|--------------------------|
| Balance – beginning of period | 1,378 | 1,015 |
| Total comprehensive income for the period | 299 | 155 |
| Dividend | (59) | _ |
| Transfers from the share purchase trust | 4 | 13 |
| Transfers of vested share options | (2) | (6) |
| Share-based payment reserve | 7 | 5 |
| Balance – end of period | 1,627 | 1,182 |

Notes to the condensed group results

1. Basis of preparation

The condensed consolidated interim financial statements for the quarter and nine months ended June 2017 are prepared in accordance with International Financial Reporting Standard, IAS 34 Interim Financial Reporting, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by Financial Reporting Standards Council and the requirements of the Companies Act of South Africa. The accounting policies applied in the preparation of these interim financial statements are in terms of International Financial Reporting Standards and are consistent with those applied in the previous annual financial statements.

The preparation of these condensed consolidated interim financial statements was supervised by the Chief Financial Officer, G T Pearce, CA(SA).

The results are unaudited.

2. Segment information

| | Quarter | ended | Nine months ended | |
|----------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|
| | Jun 2017 Metric tons (000s) | Jun 2016 Metric tons (000s) | Jun 2017 Metric tons (000s) | Jun 2016 Metric tons (000s) |
| Sales volume | | | | |
| North America | 316 | 305 | 998 | 966 |
| Europe | 795 | 760 | 2,501 | 2,430 |
| Southern Africa - Pulp and paper | 387 | 407 | 1,159 | 1,197 |
| Forestry | 306 | 272 | 812 | 772 |
| Total | 1,804 | 1,744 | 5,470 | 5,365 |
| Which consists of: | | | | |
| Specialised cellulose | 275 | 265 | 859 | 809 |
| Paper | 1,223 | 1,207 | 3,799 | 3,784 |
| Forestry | 306 | 272 | 812 | 772 |

Notes to the condensed group results continued

2. Segment information continued

| | Quarter | ended | Nine months ended | |
|---|--------------------------|--------------------------|--------------------------|--------------------------|
| | Jun 2017 US\$ million | Jun 2016 US\$ million | Jun 2017 US\$ million | Jun 2016 US\$ million |
| Sales | | | | |
| North America | 314 | 325 | 1,003 | 1,007 |
| Europe | 610 | 611 | 1,880 | 1,936 |
| Southern Africa – Pulp and paper | 319 | 273 | 955 | 818 |
| Forestry | 17 | 14 | 47 | 40 |
| Total | 1,260 | 1,223 | 3,885 | 3,801 |
| Which consists of: | | | | |
| Specialised cellulose | 252 | 220 | 782 | 667 |
| Paper | 991 | 989 | 3,056 | 3,094 |
| Forestry | 17 | 14 | 47 | 40 |
| Operating profit (loss) excluding special items | | | | |
| North America | (2) | (2) | 20 | 24 |
| Europe | 25 | 28 | 99 | 96 |
| Southern Africa | 70 | 70 | 253 | 217 |
| Unallocated and eliminations(1) | - | 1 | 2 | 5 |
| Total | 93 | 97 | 374 | 342 |
| Which consists of: | | | | |
| Specialised cellulose | 73 | 64 | 254 | 210 |
| Paper | 20 | 32 | 118 | 127 |
| Unallocated and eliminations(1) | - | 1 | 2 | 5 |
| Special items - (gains) losses | | | | |
| North America | - | 1 | - | 4 |
| Europe | 2 | 2 | 3 | 4 |
| Southern Africa | (2) | (3) | (9) | (43) |
| Unallocated and eliminations ⁽¹⁾ | 3 | 1 | 5 | 3 |
| Total | 3 | 1 | (1) | (32) |
| Segment operating profit (loss) | | | | |
| North America | (2) | (3) | 20 | 20 |
| Europe | 23 | 26 | 96 | 92 |
| Southern Africa | 72 | 73 | 262 | 260 |
| Unallocated and eliminations ⁽¹⁾ | (3) | - | (3) | 2 |
| Total | 90 | 96 | 375 | 374 |

⁽¹⁾ Includes the group's treasury operations and our insurance captive.

2. Segment information continued

| | Quarter ended | | Nine months ended | |
|---|--------------------------|-----|--------------------------|--------------------------|
| | Jun 2017 US\$ million | | Jun 2017 US\$ million | Jun 2016 US\$ million |
| EBITDA excluding special items | | | | |
| North America | 17 | 18 | 79 | 81 |
| Europe | 55 | 60 | 189 | 193 |
| Southern Africa | 84 | 81 | 294 | 251 |
| Unallocated and eliminations ⁽¹⁾ | (1) | 1 | 2 | 5 |
| Total | 155 | 160 | 564 | 530 |
| Which consists of: | | | | |
| Specialised cellulose | 85 | 75 | 291 | 243 |
| Paper | 71 | 84 | 271 | 282 |
| Unallocated and eliminations(1) | (1) | 1 | 2 | 5 |

Reconciliation of EBITDA excluding special items and operating profit excluding special items to segment operating profit and profit for the period

Special items cover those items which management believe are material by nature or amount to the operating results and require separate disclosure.

| EBITDA excluding special items | 155 | 160 | 564 | 530 |
|--|------|------|-------|-------|
| Depreciation and amortisation | (62) | (63) | (190) | (188) |
| Operating profit excluding special | | | | |
| items | 93 | 97 | 374 | 342 |
| Special items – gains (losses) | (3) | (1) | 1 | 32 |
| Plantation price fair value adjustment | 2 | 12 | 14 | 40 |
| Net restructuring provisions | (1) | _ | (1) | (4) |
| Profit on disposal of assets held for | | | | |
| sale | _ | - | - | 16 |
| Black Economic Empowerment | | | | |
| charge | _ | - | (1) | (1) |
| Fire, flood, storm and other events | (4) | (13) | (11) | (19) |
| Segment operating profit | 90 | 96 | 375 | 374 |
| Net finance costs | (16) | (48) | (65) | (98) |
| Profit before taxation | 74 | 48 | 310 | 276 |
| Taxation | (16) | (16) | (74) | (69) |
| Profit for the period | 58 | 32 | 236 | 207 |

⁽¹⁾ Includes the group's treasury operations and our insurance captive.

Notes to the condensed group results continued

2. Segment information continued

| | Jun 2017 US\$ million | Jun 2016 US\$ million |
|--|--------------------------|--------------------------|
| Segment assets | | |
| North America | 997 | 991 |
| Europe | 1,293 | 1,271 |
| Southern Africa | 1,300 | 1,072 |
| Unallocated and eliminations ⁽¹⁾ | 8 | 30 |
| Total | 3,598 | 3,364 |
| Reconciliation of segment assets to total assets | | |
| Segment assets | 3,598 | 3,364 |
| Deferred taxation | 153 | 161 |
| Cash and cash equivalents | 446 | 542 |
| Other current liabilities | 767 | 770 |
| Derivative financial instruments | 1 | 2 |
| Taxation payable | 53 | 29 |
| Total assets | 5,018 | 4,868 |

⁽¹⁾ Includes the group's treasury operations and our insurance captive.

Operating profit 3.

| | Quarter ended | | Nine months ended | |
|--|--------------------------|--------------------------|--------------------------|--------------------------|
| | Jun 2017 US\$ million | Jun 2016 US\$ million | Jun 2017 US\$ million | Jun 2016 US\$ million |
| Included in operating profit are the following items: | | | | |
| Depreciation and amortisation | 62 | 63 | 190 | 188 |
| Fair value adjustment on plantations (included in cost of sales) | | | | |
| Changes in volume | | 10 | 40 | 4.4 |
| Fellings | 14 | 16 | 49 | 41 |
| Growth | (15) | (14) | (45) | (40) |
| | (1) | 2 | 4 | 1 |
| Plantation price fair value adjustment | (2) | (12) | (14) | (40) |
| | (3) | (10) | (10) | (39) |
| Net restructuring provisions | 1 | _ | 1 | 4 |
| Profit on disposal of assets held for sale | - | - | - | (16) |

Earnings per share 4.

| | Quarter ended | | Nine months ended | | |
|---|--------------------------|--------------------------|--------------------------|--------------------------|--|
| | Jun 2017 US\$ million | Jun 2016 US\$ million | Jun 2017 US\$ million | Jun 2016 US\$ million | |
| Basic earnings per share (US cents) | 11 | 6 | 44 | 39 | |
| Headline earnings per share (US cents) | 11 | 6 | 44 | 37 | |
| EPS excluding special items (US cents) | 11 | 11 | 44 | 40 | |
| Weighted average number of shares in issue (millions) | 534.8 | 530.2 | 533.6 | 529.1 | |
| Diluted earnings per share (US cents) | 11 | 6 | 43 | 38 | |
| Diluted headline earnings per share (US cents) | 11 | 6 | 43 | 36 | |
| Weighted average number of shares on fully diluted basis (millions) | 550.1 | 541.9 | 547.3 | 539.6 | |
| Calculation of headline earnings | | | | | |
| Profit for the period | 58 | 32 | 236 | 207 | |
| Profit on disposal of assets held for sale | - | - | - | (16) | |
| Tax effect of above items | - | 1 | - | 5 | |
| Headline earnings | 58 | 33 | 236 | 196 | |
| Calculation of earnings excluding special items | | | | | |
| Profit for the period | 58 | 32 | 236 | 207 | |
| Special items after tax | 2 | 1 | - | (21) | |
| Special items | 3 | 1 | (1) | (32) | |
| Tax effect | (1) | - | 1 | 11 | |
| Refinancing costs | - | 23 | - | 23 | |
| Earnings excluding special items | 60 | 56 | 236 | 209 | |

Notes to the condensed group results continued

Plantations

Plantations are stated at fair value less estimated cost to sell at the harvesting stage. In arriving at plantation fair values, the key assumptions are estimated prices less cost of delivery, discount rates (pre-tax weighted average cost of capital), and volume and growth estimations.

Expected future price trends and recent market transactions involving comparable plantations are also considered in estimating fair value. Mature timber that is expected to be felled within 12 months from the end of the reporting period are valued using unadjusted current market prices. Immature timber and mature timber that is to be felled in more than 12 months from the reporting date are valued using a 12 quarter rolling historical average price which, taking the length of the growth cycle of a plantation into account, is considered reasonable.

The fair value of plantations is a Level 3 measure in terms of the fair value measurement hierarchy as established by IFRS 13 Fair Value Measurement.

Reviewed Jun 2017 Sept 2016 **US\$** million US\$ million Fair value of plantations at beginning of year 441 383 Gains arising from growth 45 56 Fire, flood, storm and other events (4)(13)In-field inventory (1) Gain arising from fair value price changes 14 64 Harvesting - agriculture produce (fellings) (49)(56)Disposals (1) Translation difference 23 9 Fair value of plantations at end of period 470 441

6. Financial instruments

The group's financial instruments that are measured at fair value on a recurring basis consist derivative financial instruments and available for sale financial assets. These have been categorised in terms of the fair value measurement hierarchy as established by IFRS 13 Fair Value Measurement per the table below.

Fair value(1)

| | | | Reviewed |
|----------------------------------|-------------------------|--------------------------|---------------------------|
| | Fair value hierarchy | Jun 2017 US\$ million | Sept 2016 US\$ million |
| | | | |
| Investment funds ⁽²⁾ | Level 1 | 7 | 7 |
| Derivative financial assets | Level 2 | 9 | 45 |
| Derivative financial liabilities | Level 2 | 1 | 2 |

⁽¹⁾ The fair value of the financial instruments are equal to their carrying value.

There have been no transfers of financial assets or financial liabilities between the categories of the fair value hierarchy.

The fair value of all external over-the-counter derivatives is calculated based on the discount rate adjustment technique. The discount rate used is derived from observable rates of return for comparable assets or liabilities traded in the market. The credit risk of the external counterparty is incorporated into the calculation of fair values of financial assets and own credit risk is incorporated in the measurement of financial liabilities. The change in fair value is therefore impacted by the movement of the interest rate curves, by the volatility of the applied credit spreads, and by any changes to the credit profile of the involved parties.

There are no financial assets and liabilities that have been remeasured to fair value on a non-recurring basis.

The carrying amounts of other financial instruments which include cash and cash equivalents, accounts receivable, certain investments, accounts payable and current interest-bearing borrowings approximate their fair values.

⁽²⁾ Included in other non-current assets.

Notes to the condensed group results continued

7. Capital commitments

| | | Reviewed |
|------------------------------|--------------------------|---------------------------|
| | Jun 2017 US\$ million | Sept 2016 US\$ million |
| Contracted | 149 | 42 |
| Approved but not contracted | 304 | 71 |
| | 453 | 113 |
| Contingent liabilities | | |
| Guarantees and suretyships | - | 10 |
| Other contingent liabilities | 17 | 11 |
| | 17 | 21 |

9. Material balance sheet movements

Inventories, trade and other receivables and other current liabilities

The increase in inventories with a decrease in both trade and other receivables and other current liabilities is largely attributable to seasonal working capital movements.

Cash and cash equivalents, derivative financial assets and interest-bearing borrowings

In April 2017, the group repaid its US\$400 million public bond due July 2017 during the call window period from available cash resources and unwound the related interest rate currency swap.

10. Related parties

There has been no material change, by nature or amount, in transactions with related parties since the 2016 financial year-end.

11. Events after balance sheet date

On 03 July, Sappi acquired 100% of the outstanding share capital of Rockwell Solutions Limited, a barrier film technology business in Scotland. Ω 8 million was paid in cash up front and there is a contingent amount payable over the next three years dependent on the performance of the business.

Supplemental information (this information has not been audited or reviewed)

General definitions

Average – averages are calculated as the sum of the opening and closing balances for the relevant period divided by two

Broad-based Black Economic Empowerment (BBBEE) charge – represents the IFRS 2 non-cash charge associated with the BBBEE transaction implemented in fiscal 2010 in terms of BBBEE legislation in South Africa

Capital employed – shareholders' equity plus net debt

EBITDA excluding special items – earnings before interest (net finance costs), taxation, depreciation, amortisation and special items

EPS excluding special items – earnings per share excluding special items and certain once-off finance and tax items

Fellings – the amount charged against the income statement representing the standing value of the plantations harvested

Headline earnings – as defined in circular 2/2015, issued by the South African Institute of Chartered Accountants in October 2015, which separates from earnings all separately identifiable remeasurements. It is not necessarily a measure of sustainable earnings. It is a Listings Requirement of the JSE Limited to disclose headline earnings per share

Interest cover – last 12 months EBITDA excluding special items to net interest adjusted for refinancing costs

NBSK – Northern Bleached Softwood Kraft pulp. One of the main varieties of market pulp, produced from coniferous trees (ie spruce, pine) in Scandinavia, Canada and northern USA. The price of NBSK is a benchmark widely used in the pulp and paper industry for comparative purposes

Net assets - total assets less total liabilities

Net asset value per share – net assets divided by the number of shares in issue at balance sheet date

Net debt – current and non-current interestbearing borrowings, bank overdrafts less cash and cash equivalents

Net debt to EBITDA excluding special items – net debt divided by the last 12 months EBITDA excluding special items

Net operating assets – total assets (excluding deferred tax assets and cash) less current liabilities (excluding interest-bearing borrowings and overdraft). Net operating assets equate to segment assets

Non-GAAP measures – The group believes that it is useful to report certain non-GAAP measures for the following reasons:

- these measures are used by the group for internal performance analysis;
- the presentation by the group's reported business segments of these measures facilitates comparability with other companies in our industry, although the group's measures may not be comparable with similarly titled profit measurements reported by other companies; and
- it is useful in connection with discussion with the investment analyst community and debt rating agencies

These non-GAAP measures should not be considered in isolation or construed as a substitute for GAAP measures in accordance with IFRS

ROCE – annualised return on average capital employed. Operating profit excluding special items divided by average capital employed

RONOA – return on average net operating assets. Operating profit excluding special items divided by average net operating assets

Special items – special items cover those items which management believe are material by nature or amount to the operating results and require separate disclosure. Such items would generally include profit or loss on disposal of property, investments and businesses, asset impairments, restructuring charges, non-recurring integration costs related to acquisitions, financial impacts of natural disasters, non-cash gains or losses on the price fair value adjustment of plantations and alternative fuel tax credits receivable in cash

The above financial measures are presented to assist our shareholders and the investment community in interpreting our financial results. These financial measures are regularly used and compared between companies in our industry

Supplemental information (this information has not been audited or reviewed)

Summary Rand convenience translation

| | Quarte | ended | Nine months ended | | |
|--|----------|----------|-------------------|----------|--|
| | Jun 2017 | Jun 2016 | Jun 2017 | Jun 2016 | |
| Key figures: (ZAR million) | | | | | |
| Sales | 16,614 | 18,351 | 52,267 | 57,002 | |
| Operating profit excluding special items(1) | 1,226 | 1,456 | 5,032 | 5,129 | |
| Special items – (gains) losses ⁽¹⁾ | 40 | 15 | (13) | (480) | |
| EBITDA excluding special items ⁽¹⁾ | 2,044 | 2,401 | 7,588 | 7,948 | |
| Profit for the period | 765 | 480 | 3,175 | 3,104 | |
| Basic earnings per share (SA cents) | 143 | 91 | 595 | 587 | |
| Net debt ⁽¹⁾ | 17,207 | 23,848 | 17,207 | 23,848 | |
| Key ratios: (%) | | | | | |
| Operating profit excluding special items to sales | 7.4 | 7.9 | 9.6 | 9.0 | |
| Operating profit excluding special items to capital employed (ROCE) ⁽¹⁾ | 12.7 | 13.8 | 17.5 | 17.0 | |
| EBITDA excluding special items to sales | 12.3 | 13.1 | 14.5 | 13.9 | |

⁽¹⁾ Refer to page 21, supplemental information for the definition of the term.

The above financial results have been translated into Rand from US Dollar as follows:

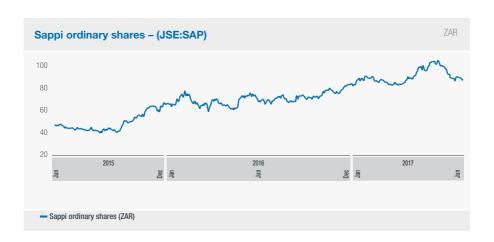
⁻ assets and liabilities at rates of exchange ruling at period end; and

⁻ income, expenditure and cash flow items at average exchange rates.

Supplemental information (this information has not been audited or reviewed) continued

Exchange rates

| | Jun 2017 | Mar 2017 | Dec 2016 | Sept 2016 | Jun 2016 |
|--|-------------|-------------|-------------|--------------|-------------|
| Exchange rates: | | | | | |
| Period end rate: US\$1 = ZAR | 13.0551 | 13.4259 | 13.7386 | 13.7139 | 15.0650 |
| Average rate for the quarter: US\$1 = ZAR | 13.1857 | 13.2260 | 13.9155 | 14.1648 | 15.0053 |
| Average rate for the year to date: US\$1 = ZAR | 13.4536 | 13.5861 | 13.9155 | 14.7879 | 14.9966 |
| Period end rate: €1 = US\$ | 1.1426 | 1.0652 | 1.0516 | 1.1226 | 1.1117 |
| Average rate for the quarter: €1 = US\$ | 1.1011 | 1.0656 | 1.0814 | 1.1150 | 1.1304 |
| Average rate for the year to date: $\in 1 = US$ \$ | 1.0827 | 1.0738 | 1.0814 | 1.1111 | 1.1097 |



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