

# Proxy form

FOR THE ANNUAL GENERAL MEETING

## Sappi Limited

(Registration number: 1936/008963/06)

JSE code: SAP

ISIN code: ZAE000006284

(Sappi or the company)

For use **only** by shareholders who:

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

If you are unable to attend the eighty-sixth (86th) Annual General Meeting of the company to be held at **14:00 (South African Standard Time) on Wednesday, 08 February 2023** at Sappi's registered office, in the Oxford Room, Ground Floor, 108 Oxford Road (entrance on Ninth Street) Houghton Estate, Johannesburg, 2198, Republic of South Africa and through electronic communication, you should complete and return this form of proxy. The Annual General Meeting, and any resumption thereof pursuant to an adjournment or recommencement thereof pursuant to a postponement, is referred to hereinafter as the AGM. It is requested, for administrative reasons, that this form of proxy be sent to Computershare Investor Services Proprietary Limited, the Transfer Secretaries of the company (Transfer Secretaries) by email, post or physical delivery, to the addresses set out later on in the form of proxy, to be received by no later than **14:00 (South African Standard Time) on Monday, 06 February 2023**. If a certificated shareholder or own-name dematerialised shareholder does not email, post or deliver forms of proxy to the Transfer Secretaries to be received by that time, such shareholder will nevertheless be entitled to email the form of proxy to the Transfer Secretaries at [proxy@computershare.co.za](mailto:proxy@computershare.co.za) to be received prior to the commencement of the AGM.

Beneficial owners of Sappi shares who have dematerialised their Sappi shares and who are not registered as own name dematerialised shareholders and who wish to:

- attend the AGM must instruct their CSDPs or brokers to provide them with a letter of representation to enable them to attend such meeting, or
- vote at, but not to attend, the AGM, must provide their CSDPs or brokers with their voting instructions in terms of the relevant custody agreement between them and their CSDPs or brokers.

### Such beneficial owners must not complete this form of proxy.

I/We (please print names in full)

of (address)

Telephone/Cellphone number:

Email address:

being a shareholder(s) of Sappi holding

Sappi shares and entitled to vote at the AGM, hereby appoint

or failing him/her

or failing him/her

or failing him/her, the chairperson of the meeting as my/our proxy to attend, speak and vote for me/us on the resolutions to be proposed (with or without modification) at the AGM, as follows:

	Number of shares		
	For	Against	Abstain
Re-election of the directors retiring by rotation in terms of Sappi's MOI			
Ordinary resolution number 1 – Re-election of Mr MA Fallon as a director of Sappi			
Ordinary resolution number 2 – Re-election of Mr NP Mageza as a director of Sappi			
Ordinary resolution number 3 – Re-election of Dr B Mehlomakulu as a director of Sappi			
Ordinary resolution number 4 – Re-election of Mr GT Pearce as a director of Sappi			
Election of directors appointed since the last annual general meeting			
Ordinary resolution number 5 – Election of Mr LL von Zeuner as a director of Sappi			
Ordinary resolution number 6 – Election of Ms E Istavridis as a director of Sappi			
Ordinary resolution number 7 – Election of Mr NL Sowazi as a director of Sappi			
Election of Audit and Risk Committee members			
Ordinary resolution number 8 – Election of Mr NP Mageza as a member and chairperson of the Audit and Risk Committee			
Ordinary resolution number 9 – Election of Ms ZN Malinga as a member of the Audit and Risk Committee			
Ordinary resolution number 10 – Election of Dr B Mehlomakulu as a member of the Audit and Risk Committee			
Ordinary resolution number 11 – Election of Mr RJAM Renders as a member of the Audit and Risk Committee			
Ordinary resolution number 12 – Election of Mr LL von Zeuner as a member of the Audit and Risk Committee			
Ordinary resolution number 13 – Election of Ms E Istavridis as a member of the Audit and Risk Committee			
Ordinary resolution number 14 – Election of Mr NL Sowazi as a member of the Audit and Risk Committee			
Ordinary resolution number 15 – Re-appointment of KPMG Inc as auditors of Sappi for the financial year ending 30 September 2023 and until the conclusion of the next annual general meeting of Sappi			
Ordinary resolution number 16 – Non-binding endorsement of remuneration policy			
Ordinary resolution number 17 – Non-binding endorsement of remuneration implementation report			
Special resolution number 1 – General authority to repurchase shares			
Special resolution number 2 – Non-executive directors' fees			
Special resolution number 3 – Loans or other financial assistance to related or inter-related companies and to any person related to the company or any such company or corporation			
Ordinary resolution number 18 – Authority for directors and Group Company Secretary to sign all documents and do all such things necessary or reasonably desirable for or incidental to the implementation of the above resolutions			

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

this

day of

Signature

Assisted by me, where applicable (name and signature)

**Please read the notes and instructions on the following pages.**