

SAPPI LTD

Form 6-K

May 14, 2012

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16

under the Securities Exchange Act of 1934

For the month of May, 2012

Commission file number: 1-14872

SAPPI LIMITED

(Translation of registrant's name into English)

48 Ameshoff Street

Braamfontein

Johannesburg 2001

REPUBLIC OF SOUTH AFRICA

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b) (1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b) (7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes

No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

FORWARD-LOOKING STATEMENTS

In order to utilize the “Safe Harbor” provisions of the United States Private Securities Litigation Reform Act of 1995 (the “Reform Act”), Sappi Limited (the “Company”) is providing the following cautionary statement. Except for historical information contained herein, statements contained in this Report on Form 6-K may constitute “forward-looking statements” within the meaning of the Reform Act. 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, which do not relate to historical matters, identify forward-looking statements. In addition, this Report on Form 6-K may include forward-looking statements relating to the Company’s potential exposure to various types of market risks, such as interest rate risk, foreign exchange rate risk and commodity price risk. Reliance should not be placed on forward-looking statements because they involve known and unknown risks, uncertainties and other factors which are in some cases beyond the control of the Company, together with its subsidiaries (the “Group”), and may cause the actual results, performance or achievements of the Group 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 cyclicity, such as levels of demand, production capacity, production, input costs including raw material, energy and employee costs, and pricing);
- the impact on the business of the global economic downturn;
- 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 the Group's products;
- consequences of the Group's leverage, including as a result of adverse changes in credit markets that affect the Group's ability to raise capital when needed;
- adverse changes in the political situation and economy in the countries in which the Group operates or the effect of governmental efforts to address present or future economic or social problems;
- the impact of restructurings, cost-reduction programmes, investments, acquisitions and dispositions and other strategic initiatives (including related financing), any delays, unexpected costs or other problems experienced in connection with dispositions or with integrating acquisitions and achieving expected savings and synergies; and
- currency fluctuations.

These and other risks, uncertainties and factors are discussed in the Company’s Annual Report on Form 20-F and other filings with and submissions to the Securities and Exchange Commission, including this Report on Form 6-K. Shareholders and prospective investors are cautioned not to place undue reliance on these forward-looking statements. These forward-looking statements are made as of the date of the submission of this Report on Form 6-K and are

not intended to give any assurance as to future results. The Company undertakes 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.

**2nd
Quarter results for
the half-year ended
March 2012**

Sappi works closely with customers, both direct and indirect, in over 100 countries to provide them with relevant and sustainable paper, paper-pulp and chemical cellulose products and related services and innovations.

Our market-leading range of paper products includes: coated fine papers used by printers, publishers and corporate end-users in the production of books, brochures, magazines, catalogues, direct mail and many other print applications; casting release papers used by suppliers to the fashion, textiles, automobile and household industries; and in our Southern African region, newsprint, uncoated graphic and business papers, premium-quality packaging papers, paper-grade pulp and chemical cellulose.

Our chemical cellulose products are used worldwide by converters to create viscose fibre, acetate tow, pharmaceutical products as well as a wide range of consumer products. The 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.

2nd quarter results

* for the period ended March 2012

** as at March 2012

54%

Sales by source*

North America

Europe

Southern Africa

24%

22%

54%

24%

22%

14%

7%

7%

7%

Sales by product group*

| | |
|-------------------|-----|
| Specialities | 7% |
| Commodity paper | 7% |
| Pulp | |
| Other | |
| 1% | |
| 64% | |
| Coated fine paper | 64% |
| Uncoated Paper | 7% |

1%

14%

62%

38%

Net operating assets**

Southern Africa

Fine paper

38%

62%

13%

46%

Sales by destination*

Asia and other

North America

Europe

Southern Africa

14%

27%

27%

46%

13%

14%

This cover picture is a photograph of a stylised transverse cross-section of Eucalyptus wood. The large circles are vessels which transport water up and down the tree and the smaller circles are the fibres which we use to make paper and chemical cellulose. Fibres are separated in the pulping process through the softening and removal of lignin which acts as a glue between the fibres in the wood. In papermaking, fibres are re-formed to form a flat, strong and uniform surface for printing and writing. Photograph taken by Dr Valerie Grzekowiak

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 sappi
 2nd quarter results
 Financial summary for the quarter

- Profit for the period US\$58 million (Q2 2011 loss US\$74 million)
- EPS 11 US cents (Q2 2011 loss per share 14 US cents)
- Net cash generated US\$91 million (Q2 2011 US\$100 million)
- Net debt US\$2,133 million, down US\$42 million from Q1 2012
- Cost savings led to improved performance in European business
- Southern African chemical cellulose business continues strong performance

Quarter ended
 Half-year ended
 Mar 2012 Mar 2011 Dec 2011 Mar 2012 Mar 2011*

Key figures: (US\$ million)

| | | | | |
|--|-------|--|--|--|
| Sales | | | | |
| | | | | |
| 1,633 | | | | |
| 1,824 | 1,585 | | | |
| 3,218 | | | | |
| 3,697 | | | | |
| Operating profit (loss) | | | | |
| 120 | | | | |
| (1) | 107 | | | |
| 227 | | | | |
| 120 | | | | |
| Special items – losses (gains) | | | | |
| (1) | | | | |
| 5 | | | | |
| 128 | (7) | | | |
| (2) | | | | |
| 144 | | | | |
| Operating profit excluding special items | | | | |
| (2) | | | | |
| 125 | | | | |
| 127 | 100 | | | |
| 225 | | | | |
| 264 | | | | |
| EBITDA excluding special items | | | | |
| (3) | | | | |
| 217 | | | | |

| | |
|--|-------|
| 228 | 194 |
| 411 | |
| 474 | |
| Basic earnings (loss) per share | |
| (US cents) | |
| 11 | |
| (14) | 9 |
| 20 | |
| (7) | |
| Net debt | |
| (4) | |
| 2,133 | |
| 2,370 | 2,175 |
| 2,133 | |
| 2,370 | |
| Key ratios: (%) | |
| Operating profit (loss) to sales | |
| 7.4 | |
| (0.1) | 6.8 |
| 7.1 | |
| 3.3 | |
| Operating profit excluding special items to sales | |
| 7.7 | |
| 7.0 | 6.3 |
| 7.0 | |
| 7.1 | |
| Operating profit excluding special items to capital employed (ROCE) | |
| 13.4 | |
| 11.6 | 11.0 |
| 12.2 | |
| 12.5 | |
| EBITDA excluding special items to sales | |
| 13.3 | |
| 12.5 | 12.2 |
| 12.8 | |
| 12.8 | |
| Return on average equity (ROE) | |
| (5) | |
| 14.7 | |
| (14.9) | 12.0 |
| 13.2 | |
| (3.8) | |
| Net debt to total capitalisation | |
| (5) | |
| 56.5 | |
| 54.8 | 58.9 |
| 56.5 | |
| 54.8 | |
| Net asset value per share (US cents) | |

315

375 291

315

375

** The half-year ended Mar 2011 consisted of 27 weeks whereas the half-year ended Mar 2012 consisted of 26 weeks.*

(1) Refer to page 16 for details on special items.

(2) Refer to page 16, note 10 to the group results for the reconciliation of operating profit excluding special items to segment operating

profit (loss) and profit (loss) for the period.

(3) Refer to page 16, note 10 to the group results for the reconciliation of EBITDA excluding special items and operating profit excluding

special items to segment operating profit (loss) and profit (loss) for the period.

(4) Refer to page 18, supplemental information for the reconciliation of net debt to interest-bearing borrowings.

(5) Refer to page 17, supplemental information for the definition of the term.

The table above has not been audited or reviewed.

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Commentary on the quarter

The improving trend in operating performance continued in the quarter, with the European and North American businesses in particular showing good improvement. The group achieved a profit for the period of US\$58 million (Q2 2011 loss of US\$74 million) and EPS of 11 US cents (Q2 2011 loss 14 US cents) in the second quarter of the 2012 financial year.

Market conditions for coated paper have been weaker than in the equivalent period last year.

Despite this, our operating rates remained good in both Europe and North America. Variable costs and fixed costs are generally lower, particularly in Europe, enabling margins to be maintained or widened.

The Southern African chemical cellulose business continues to perform strongly, driven by strong sales volumes. Despite prices being lower than in the prior quarter and in the equivalent quarter last year, the business generated an EBITDA margin of approximately 30%.

Pulp prices, which had been weakening since July 2011, stopped declining midway through the quarter, and have since been gradually increasing. This increase in pulp prices benefits our Southern African and North American businesses as they are net sellers of pulp, but has a negative effect on the input costs of our European business.

Operating profit excluding special items of US\$125 million for the quarter was similar to that of the equivalent quarter in the prior year, and a significant improvement compared to the quarter ended December 2011. The sequential improvement was driven mainly by the improved performance from the European and North American businesses.

Special items for the quarter were a charge of US\$5 million, largely comprising a plantation price fair value loss.

Finance costs for the quarter of US\$51 million were significantly lower than the US\$68 million incurred in the equivalent quarter last year. The equivalent quarter included breakage fees incurred as a result of the refinancing that we concluded during the 2011 financial year. In addition, the 2011 refinancing and the repayment of debt with cash on hand led to a decrease in interest costs for the quarter.

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sappi

2nd quarter results

Cash flow and debt

Cash generated from operations was US\$214 million for the quarter and net cash generated was US\$91 million.

Capital expenditure for the quarter was US\$60 million and for the full year is expected to be approximately US\$450 million including the investments in the announced chemical cellulose projects.

Net debt reduced to US\$2,133 million as a result of cash generation during the quarter offset by currency and fair value movements.

After the end of the quarter, a three year South African bond of R750 million (US\$98 million) was raised. The floating rate interest was swapped for a fixed interest rate of approximately 7.8% for the life of the bond. The proceeds of this bond will be used to redeem a 12.1% R500 million (US\$65 million) South African bond due at the end of June, and to reduce other debt.

Operating Review – Quarter ended March 2012 compared with quarter ended March 2011

NOTE: In order to provide greater context to the performance of our regional businesses, the tables below summarise the

regional results in local currency. Note 10 discloses the results in US Dollars.

Sappi Fine Paper

| Quarter ended | Quarter ended | Quarter ended | Quarter ended | Quarter ended |
|--|----------------------|----------------------|----------------------|----------------------|
| Mar 2012 | | | | |
| Dec 2011 | Sept 2011 | | | |
| Jun 2011 | | | | |
| Mar 2011 | | | | |
| US\$ million | US\$ million | US\$ million | US\$ million | US\$ million |
| Sales | | | | |
| 1,232 | | | | |
| 1,198 | 1,337 | 1,350 | 1,389 | |
| Operating profit excluding special items | | | | |
| 73 | | | | |
| 39 | 39 | 30 | 71 | |
| Operating profit excluding special items to sales (%) | | | | |
| 5.9 | | | | |
| 3.3 | 2.9 | 2.2 | 5.1 | |
| EBITDA excluding special items | | | | |
| 139 | | | | |
| 110 | | | | |
| 115 | | | | |
| 107 | | | | |
| 144 | | | | |
| EBITDA excluding special items to sales (%) | | | | |
| 11.3 | | | | |
| 9.2 | 8.6 | 7.9 | 10.4 | |
| RONOA pa (%) | | | | |

10.3

5.6 5.3 3.9 9.1

The coated paper business in both North America and Europe saw declines in demand compared to the equivalent quarter in the prior year. The overall performance improved compared to the prior quarter as a result of lower costs and an improved operating performance in the North American business, as well as the cost savings achieved in the European business.

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Europe

| Quarter ended | Quarter ended | Quarter ended | Quarter ended | Quarter ended |
|----------------------|---------------|---------------|---------------|---------------|
|----------------------|---------------|---------------|---------------|---------------|

Mar 2012

Dec 2011 Sept 2011

Jun 2011

Mar 2011

€ million

€ million

€ million

€ million

€ million

Sales

672

628 666 679 738

Operating profit (loss) excluding special items

37

22 3 (2)

23

Operating profit (loss) excluding special items to sales (%)

5.5

3.5 0.5 (0.3) 3.1

EBITDA excluding special items

73

60 44 38 63

EBITDA excluding special items to sales (%)

10.9

9.6 6.6 5.6 8.5

RONOA pa (%)

10.2

6.1 0.8 (0.5) 5.8

Despite subdued market conditions, the European business experienced a further improvement in operating performance during the quarter as a result of the fixed and variable cost reduction actions and lower pulp prices compared to the equivalent quarter in the prior year. We remain on track to meet our cost reduction target of US\$100 million on an annual basis for the year.

Operating rates improved in the quarter despite a slowdown in European demand, helped by a recovery in export sales. Prices realised for coated woodfree paper were 3.6% lower than the equivalent quarter last year and 1.6% higher for coated mechanical paper. The coated specialties business continues to perform well, with an increase in volumes and prices compared to the equivalent quarter in the prior year.

The European business continues to generate strong cash flows, generating a significant portion of the group's net cash.

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2nd quarter results

North America

| Quarter ended | Quarter ended | Quarter ended | Quarter ended | Quarter ended |
|--|----------------------|----------------------|----------------------|----------------------|
| Mar 2012 | | | | |
| Dec 2011 | Sept 2011 | | | |
| Jun 2011 | | | | |
| Mar 2011 | | | | |
| US\$ million | US\$ million | US\$ million | US\$ million | US\$ million |
| Sales | | | | |
| 349 | | | | |
| 352 | | | | |
| 395 | | | | |
| 371 | | | | |
| 372 | | | | |
| Operating profit excluding special items | | | | |
| 24 | | | | |
| 10 | 34 | 32 | 40 | |
| Operating profit excluding special items to sales (%) | | | | |
| 6.9 | | | | |
| 2.8 | | | | |
| 8.6 | | | | |
| 8.6 | | | | |
| 10.8 | | | | |
| EBITDA excluding special items | | | | |
| 43 | | | | |
| 29 | 53 | 50 | 58 | |
| EBITDA excluding special items to sales (%) | | | | |
| 12.3 | | | | |
| 8.2 | 13.4 | 13.5 | 15.6 | |
| RONOA pa (%) | | | | |
| 10.4 | | | | |
| 4.4 | 14.9 | 13.7 | 17.0 | |

The performance of the North American business improved, following the scheduled maintenance outages and unplanned pulp production issues at Somerset Mill in the last quarter and which were resolved in the first half of this quarter.

The coated paper business achieved good EBITDA margins for the quarter. Sales volumes however were lower than the equivalent quarter last year. Average prices for coated paper were stable year-on-year, and price increases for coated woodfree paper have been announced for implementation in June.

The casting release business saw a slight improvement in sales volumes and prices compared to the prior quarter and the market continues to improve, particularly in China. Volumes in this business remain below those of the equivalent quarter in the prior year with prices at similar levels.

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Sappi Southern Africa

| Quarter ended | Quarter ended | Quarter ended | Quarter ended | Quarter ended |
|--|----------------------|----------------------|----------------------|----------------------|
| Mar 2012 | | | | |
| Dec 2011 | Sept 2011 | | | |
| Jun 2011 | | | | |
| Mar 2011 | | | | |
| ZAR million | ZAR million | ZAR million | ZAR million | ZAR million |
| Sales | | | | |
| 3,113 | | | | |
| 3,131 | 3,217 | 3,068 | 3,023 | |
| Operating profit excluding special items | | | | |
| 409 | | | | |
| 494 | 296 | 172 | 368 | |
| Operating profit excluding special items to sales (%) | | | | |
| 13.1 | | | | |
| 15.8 | 9.2 | 5.6 | | |
| 12.2 | | | | |
| EBITDA excluding special items | | | | |
| 604 | | | | |
| 680 | 482 | 355 | 563 | |
| EBITDA excluding special items to sales (%) | | | | |
| 19.4 | | | | |
| 21.7 | | | | |
| 15.0 | 11.6 | 18.6 | | |
| RONOA pa (%) | | | | |
| 12.2 | | | | |
| 15.1 | 8.9 | 4.9 | 10.5 | |

The Southern African chemical cellulose business continued its strong performance in the quarter generating R385 million in EBITDA and an EBITDA margin of approximately 30%. Sales volumes increased over the prior quarter while sales prices, which are generally linked to NBSK prices, declined in Rand terms over the period as a result of a stronger Rand/US Dollar exchange rate and a lower average NBSK US Dollar price. NBSK prices in dollar terms have been increasing since March.

The Southern African paper business experienced a mixed quarter, with graphic paper demand generally good, but with packaging demand constrained by competition from imports. The restructuring announced last year proceeded as planned during the quarter, including the closure of the pulp mill at Enstra Mill, the kraft pulp mill at Tugela Mill and a 10,000-ton kraft paper machine at Tugela Mill. The benefits of these actions should start to materialise from the third quarter.

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2nd quarter results

Directorate

We announced during the quarter that Mr Steve Binnie will join Sappi as Chief Financial Officer Designate on 09 July 2012. Mr Binnie will become Chief Financial Officer and an Executive Director of the company on 01 September 2012, following Mr Mark Thompson's retirement at the end of August 2012 as Chief Financial Officer and as an Executive Director.

Outlook

We expect demand for our coated paper to remain challenging compared to last year, but for most major input costs to remain below the levels seen a year ago. The European and South African businesses will benefit from the restructuring actions taken in these regions.

The Southern African chemical cellulose business is expected to continue to perform well. The conversion projects at Ngodwana and Cloquet mills are on track for start-up in our third financial quarter of 2013. We have received good support from a range of customers for the future increase in production volumes.

Our third financial quarter is historically and seasonally the weakest quarter, and will be further impacted, as it was last year, by planned annual maintenance shuts at a number of our major pulp mills. These shuts will result in an increase in maintenance costs and lost contribution from reduced output and sales. We expect our operating profit excluding special items for the third financial quarter to be in line with the equivalent quarter last year.

For the full year we expect operating profit excluding special items to be in line with the previous financial year, and for the group to generate positive earnings per share.

We expect positive cash generation for the balance of the year, leading to a further reduction in net debt. We will consider refinancing our higher cost debt, including the bonds due in 2014, when market conditions are favourable and it makes economic sense to do so.

On behalf of the board

R J Boëttger

M R Thompson

Director Director

10 May 2012

sappi limited

(Registration number 1936/008963/06)

Issuer Code: SAVVI

JSE Code: SAP

ISIN: ZAE000006284

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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, which do not relate to historical matters, identify forward-looking statements. 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 cyclicity, 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 the global economic downturn;
 - 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;
- 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, cost-reduction programmes, investments, acquisitions and dispositions (including related financing), any delays, unexpected costs or other problems experienced in connection with dispositions or with integrating acquisitions 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.

Forward-looking statements

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2nd quarter results

Condensed group income statement

Reviewed

Reviewed

Quarter

Quarter

Half-year

Half-year

ended

ended

ended

ended

Mar 2012

Mar 2011

Mar 2012

Mar 2011

Note

US\$ million

US\$million

US\$ million

US\$million

Sales

1,633

1,824

3,218

3,697

Cost of sales

1,408

1,596

2,785

3,233

Gross profit

225

228

433

464

Selling, general and administrative expenses

107

109

212

221

Other operating (income) expenses

(2)

122

(6)

127

Share of profit from associates and
joint ventures

-

(2)

-

(4)

Operating profit (loss)

2

120

(1)

227

120

Net finance costs

51

68

| | |
|---|-----|
| | 105 |
| | 139 |
| Net interest | |
| | 55 |
| | 77 |
| | 111 |
| | 155 |
| Finance cost capitalised | |
| (2) | |
| – | |
| (2) | |
| – | |
| Net foreign exchange gains | |
| (1) | |
| (3) | |
| (2) | |
| (7) | |
| Net fair value gains on financial instruments | |
| (1) | |
| (6) | |
| (2) | |
| (9) | |
| Profit (loss) before taxation | |
| 69 | |
| (69) | |
| 122 | |
| (19) | |
| Taxation | |
| 11 | |
| 5 | |
| 19 | |
| 18 | |
| Current | |
| 6 | |
| 2 | |
| 5 | |
| 4 | |
| Deferred | |
| 5 | |
| 3 | |
| 14 | |
| 14 | |
| Profit (loss) for the period | |
| 58 | |
| (74) | |
| 103 | |
| (37) | |
| Basic earnings (loss) per share | |
| (US cents) | |
| 11 | |

(14)
20
(7)

Weighted average number of shares in issue (millions)

520.8
519.7
520.7
519.6

Diluted basic earnings (loss) per share (US cents)

11
(14)
20
(7)

Weighted average number of shares on fully diluted basis (millions)

525.0
519.7
524.7
519.6

Condensed group statement of comprehensive income

Reviewed

Reviewed

Quarter

Quarter

Half-year

Half-year

ended

ended ended

ended

Mar 2012

Mar 2011

Mar 2012 Mar 2011

US\$ million

US\$ million

US\$ million

US\$ million

Profit (loss) for the period

58

(74)

103

(37)

Other comprehensive income (loss), net of tax

64

5

53

83

Exchange differences on translation of foreign operations

| |
|---|
| 58 |
| (13) |
| 60 |
| 69 |
| Movements in hedging reserves |
| 5 |
| 18 |
| (9) |
| 15 |
| Deferred tax effect of above items |
| 1 |
| - |
| 2 |
| (1) |
| Total comprehensive income (loss) for the period |
| 122 |
| (69) |
| 156 |
| 46 |

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Condensed group balance sheet

Reviewed Reviewed**Mar 2012** Sept 2011**US\$ million** US\$million**ASSETS****Non-current assets**

4,103

4,085

Property, plant and equipment

3,224

3,235

Plantations

613

580

Deferred taxation

45

45

Other non-current assets

221

225

Current assets

2,044

2,223

Inventories

826

750

Trade and other receivables

753

834

Cash and cash equivalents

453

639

Assets held for sale

12

-

Total assets

6,147

6,308

EQUITY AND LIABILITIES**Shareholders' equity**

Ordinary shareholders' interest

1,642

1,478

Non-current liabilities

3,140

3,178

Interest-bearing borrowings

2,220

2,289

Deferred taxation

363

336

Other non-current liabilities

557

553

Current liabilities

1,365

1,652

Interest-bearing borrowings

366

449

Bank overdraft

—

1

Other current liabilities

984

1,182

Taxation payable

15

20

Total equity and liabilities

6,147

6,308

Number of shares in issue at balance sheet date (millions)

520.8

520.5

| | | | |
|---|----------------|----------|----------|
| 11 | | | |
| sappi | | | |
| 2nd quarter results | | | |
| Condensed group statement of cash flows | | | |
| Reviewed | Reviewed | | |
| Quarter | Quarter | | |
| Half-year | Half-year | | |
| ended | ended | ended | ended |
| Mar 2012 | Mar 2011 | Mar 2012 | Mar 2011 |
| US\$ million | US\$million | | |
| US\$ million | US\$million | | |
| Profit (loss) for the period | | | |
| 58 | | | |
| (74) | | | |
| 103 | | | |
| (37) | | | |
| Adjustment for: | | | |
| Depreciation, fellings and amortisation | | | |
| 112 | | | |
| 122 | | | |
| 225 | | | |
| 253 | | | |
| Taxation | | | |
| 11 | | | |
| 5 | | | |
| 19 | | | |
| 18 | | | |
| Net finance costs | | | |
| 51 | | | |
| 68 | | | |
| 105 | | | |
| 139 | | | |
| Defined post-employment benefits | | | |
| (12) | | | |
| (19) | | | |
| (23) | | | |
| (33) | | | |
| Plantation fair value adjustments | | | |
| (15) | | | |
| (13) | | | |
| (39) | | | |
| (23) | | | |
| Asset impairments | | | |
| – | | | |
| 69 | | | |
| – | | | |
| 69 | | | |
| Net restructuring provisions | | | |
| 1 | | | |
| 63 | | | |
| 1 | | | |

| |
|--|
| 66 |
| Black economic empowerment charge |
| 1 |
| 1 |
| 2 |
| 2 |
| Other non-cash items |
| 7 |
| – |
| 16 |
| 13 |
| Cash generated from operations |
| 214 |
| 222 |
| 409 |
| 467 |
| Movement in working capital |
| (24) |
| 17 |
| (190) |
| (318) |
| Net finance costs paid |
| (37) |
| (91) |
| (101) |
| (154) |
| Taxation paid |
| (5) |
| (12) |
| (10) |
| (14) |
| Cash retained from (utilised in) |
| operating activities |
| 148 |
| 136 |
| 108 |
| (19) |
| Cash utilised in investing activities |
| (57) |
| (36) |
| (128) |
| (77) |
| Net cash generated (utilised) |
| 91 |
| 100 |
| (20) |
| (96) |
| Cash effects of financing activities |
| (57) |
| (159) |
| (174) |

(174)

Net movement in cash and cash equivalents

34

(59)

(194)

(270)

Condensed group statement of changes in equity

Reviewed Reviewed**Half-year** Half-year**ended** ended**Mar 2012** Mar 2011**US\$ million** US\$million

Balance – beginning of period

1,478

1,896

Total comprehensive income for the period

156

46

Transfers from the share purchase trust

2

1

Transfers of vested share options

(2)

–

Share-based payment reserve

8

8

Balance – end of period

1,642

1,951

12

Notes to the condensed group results

1. Basis of preparation

The condensed consolidated interim financial results for the six months ended March 2012 have been prepared in compliance with the Listings Requirements of the JSE Limited and in accordance with the framework concepts and the measurement and recognition requirements of International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board, AC 500 standards issued by the Accounting Practices Board, the requirements of the Companies Act of South Africa and the information required by IAS 34 Interim Financial Reporting. The accounting policies applied in the preparation of these interim financial results are consistent with those applied for the year ended September 2011.

The half-year ended March 2012 consisted of 26 weeks compared to the fiscal half-year ended March 2011 which consisted of 27 weeks.

The preparation of this condensed consolidated financial information was supervised by the Chief Financial Officer, M R Thompson CA (SA).

The interim results for the half-year ended March 2012 as set out on pages 09 to 16 have been reviewed in accordance with the International Standard on Review Engagements 2410 by the group's auditors, Deloitte & Touche. Their unmodified review report is available for inspection at the company's registered office.

Reviewed Reviewed

Quarter Quarter

Half-year Half-year

ended ended ended ended**Mar 2012** Mar 2011 Mar 2012 Mar 2011**US\$ million** US\$ million

US\$ million US\$ million

2. Operating profit (loss)

Included in operating profit (loss) are the following non-cash items:

Depreciation and amortisation

92

101

186

210

Fair value adjustment on plantations

(included in cost of sales)

Changes in volume

Fellings

20

21

39

43

Growth

(22)

(16)

(43)

(37)

(2)

5

(4)

6

Plantation price fair value
adjustment

7
3
4
14
5
8
—
20

Included in other operating (income)
expenses are the following:

Asset impairments

—
69
—
69

Profit on disposal of property,
plant and equipment

(4)
—
(9)
—

Net restructuring provisions

1
63
1
66

Black Economic Empowerment
charge

1
1
2
2

13

sappi

2nd quarter results

Reviewed Reviewed

Quarter Quarter

Half-year Half-year

ended ended ended ended**Mar 2012** Mar 2011 Mar 2012 Mar 2011**US\$ million** US\$ million

US\$ million US\$ million

3. Headline earnings (loss) per share

Headline earnings (loss) per share

(US cents)

10

(2)

18

5

Weighted average number of shares

in issue (millions)

520.8

519.7

520.7

519.6

Diluted headline earnings (loss) per share

(US cents)

10

(2)

18

5

Weighted average number of shares on

fully diluted basis (millions)

525.0

519.7

524.7

519.6

Calculation of headline earnings (loss)

Profit (loss) for the period

58

(74)

103

(37)

Asset impairments

-

69

-

69

Profit on disposal of property, plant

and equipment

(4)

-

(9)

| | |
|-------------------------------|---------------------|
| - | |
| Tax effect of above items | |
| - | |
| (5) | |
| - | |
| (5) | |
| Headline earnings (loss) | |
| 54 | |
| (10) | |
| 94 | |
| 27 | |
| 4. Capital expenditure | |
| Property, plant and equipment | |
| 60 | |
| 47 | |
| 136 | |
| 92 | |
| Reviewed | Reviewed |
| Mar 2012 | Sept 2011 |
| US\$ million | US\$ million |

5. Capital commitments

| | |
|-----------------------------|--|
| Contracted | |
| 213 | |
| 61 | |
| Approved but not contracted | |
| 449 | |
| 416 | |
| 662 | |
| 477 | |

The increase is primarily due to the announced conversion of the Cloquet Mill in North America to produce chemical cellulose.

6. Contingent liabilities

| | |
|------------------------------|--|
| Guarantees and suretyships | |
| 37 | |
| 33 | |
| Other contingent liabilities | |
| 8 | |
| 15 | |
| 45 | |
| 48 | |

7. Material balance sheet movements

Cash and cash equivalents, interest-bearing borrowings and other current liabilities

The group repaid US\$174 million of debt from cash resources including the ZAR 10.64% fixed rate public bonds in Southern Africa of US\$130 million (ZAR1,000 million) and US\$20 million of the on-balance sheet securitisation debt.

In addition, other current liabilities were reduced by payments of restructuring and accruals.

14

8. Assets held for sale

Sappi has initiated a plan to sell certain land and buildings within our Sappi Fine Paper European operations.

9. Post balance sheet events

In April 2012, Sappi Southern Africa (Pty) Ltd issued a three-year ZAR750 million (US\$98 million) floating rate bond ('SSA02') at a 144 basis points spread over the government reference rate. The floating rate of the new bond was swapped into a fixed rate of 7.78%.

The proceeds of the bond will partly be used to refinance the ZAR500 million (US\$65 million) bond ('SMF3') maturing on 29 June 2012.

10. Segment information

| Quarter | Quarter | | |
|--------------------|--------------------|-----------------|-----------------|
| Half-year | Half-year | | |
| ended | ended | ended | ended |
| Mar 2012 | Mar 2011 | Mar 2012 | Mar 2011 |
| Metric tons | Metric tons | | |
| Metric tons | Metric tons | | |
| (000's) | (000's) | (000's) | (000's) |

Sales volume

Fine Paper –
North America

341

349

680

713

Europe

919

982

1,768

1,994

Total

1,260

1,331

2,448

2,707

Southern Africa –

Pulp and paper

418

414

818

866

Forestry

295

242

536

436

Total

1,973

1,987

3,802

4,009

| Reviewed Quarter Half-year ended Mar 2012 US\$ million US\$ million | Reviewed Quarter Half-year ended | ended | ended | ended |
|---|---|----------|----------|-------|
| | Mar 2011 | Mar 2012 | Mar 2011 | |

Sales

Fine Paper –
North America

349

372

701

754

Europe

883

1,017

1,729

2,044

Total

1,232

1,389

2,430

2,798

Southern Africa –

Pulp and paper

379

414

747

861

Forestry

22

21

41

38

Total

1,633

1,824

3,218

3,697

**Operating profit (loss) excluding
special items**

Fine Paper –

North America

24

40

34

63

Europe

49

31

78

65

Total

73

71

112

128

Southern Africa

53

53

114

132

Unallocated and eliminations

(1)

(1)

3

(1)

4

Total

125

127

225

264

| | | | |
|--|----------------|--------------|--------------|
| 15 | | | |
| sappi | | | |
| 2nd quarter results | | | |
| Reviewed | Reviewed | | |
| Quarter | Quarter | | |
| Half-year | Half-year | | |
| ended | ended | ended | ended |
| Mar 2012 | Mar 2011 | Mar 2012 | Mar 2011 |
| US\$ million | US\$ million | | |
| US\$ million | US\$ million | | |
| Special items – losses (gains) | | | |
| Fine Paper – | | | |
| North America | | | |
| – | | | |
| (1) | | | |
| – | | | |
| (1) | | | |
| Europe | | | |
| (4) | | | |
| 114 | | | |
| (9) | | | |
| 114 | | | |
| Total | | | |
| (4) | | | |
| 113 | | | |
| (9) | | | |
| 113 | | | |
| Southern Africa | | | |
| 9 | | | |
| 14 | | | |
| 7 | | | |
| 27 | | | |
| Unallocated and eliminations | | | |
| (1) | | | |
| – | | | |
| 1 | | | |
| – | | | |
| 4 | | | |
| Total | | | |
| 5 | | | |
| 128 | | | |
| (2) | | | |
| 144 | | | |
| Segment operating profit (loss) | | | |
| Fine Paper – | | | |
| North America | | | |
| 24 | | | |
| 41 | | | |
| 34 | | | |
| 64 | | | |
| Europe | | | |

53
(83)
87
(49)
Total
77
(42)
121
15
Southern Africa
44
39
107
105
Unallocated and eliminations
(1)
(1)
2
(1)
–
Total
120
(1)
227
120
EBITDA excluding special items
Fine Paper –
North America
43
58
72
100
Europe
96
86
177
181
Total
139
144
249
281
Southern Africa
78
81
162
189
Unallocated and eliminations
(1)
–
3

| |
|------------------------------|
| – |
| 4 |
| Total |
| 217 |
| 228 |
| 411 |
| 474 |
| Segment assets |
| Fine Paper – |
| North America |
| 946 |
| 956 |
| 946 |
| 956 |
| Europe |
| 1,901 |
| 2,120 |
| 1,901 |
| 2,120 |
| Total |
| 2,847 |
| 3,076 |
| 2,847 |
| 3,076 |
| Southern Africa |
| 1,751 |
| 2,092 |
| 1,751 |
| 2,092 |
| Unallocated and eliminations |
| (1) |
| 52 |
| 70 |
| 52 |
| 70 |
| Total |
| 4,650 |
| 5,238 |
| 4,650 |
| 5,238 |

(1) Includes the group’s treasury operations, the self-insurance captive and the investment in the Jiangxi Chenming joint venture.

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

Special items cover those items which management believe are material by nature or amount to 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.

| Reviewed Quarter Half-year ended Mar 2012 US\$ million US\$ million | Reviewed Quarter Half-year ended Mar 2011 | ended Mar 2012 | ended Mar 2011 |
|---|---|-------------------|-------------------|
|---|---|-------------------|-------------------|

| US\$ million | US\$ million |
|--------------|--------------|
|--------------|--------------|

| US\$ million | US\$ million |
|--------------|--------------|
|--------------|--------------|

EBITDA excluding special items

217

228

411

474

Depreciation and amortisation

(92)

(101)

(186)

(210)

Operating profit excluding special items

125

127

225

264

Special items – (losses) gains

(5)

(128)

2

(144)

Plantation price fair value adjustment

(7)

(3)

(4)

(14)

Net restructuring provisions

(1)

(63)

(1)

(66)

profit on disposal of property, plant
and equipment

4

–

9

| | |
|---|--|
| - | |
| Asset impairments | |
| - | |
| (69) | |
| - | |
| (69) | |
| Black Economic Empowerment charge | |
| (1) | |
| (1) | |
| (2) | |
| (2) | |
| Insurance recoveries | |
| - | |
| 11 | |
| - | |
| 11 | |
| Fire, flood, storm and related events | |
| - | |
| (3) | |
| - | |
| (4) | |
| Segment operating profit (loss) | |
| 120 | |
| (1) | |
| 227 | |
| 120 | |
| Net finance costs | |
| (51) | |
| (68) | |
| (105) | |
| (139) | |
| Profit (loss) before taxation | |
| 69 | |
| (69) | |
| 122 | |
| (19) | |
| Taxation | |
| (11) | |
| (5) | |
| (19) | |
| (18) | |
| Profit (loss) for the period | |
| 58 | |
| (74) | |
| 103 | |
| (37) | |
| Reconciliation of segment assets to total assets | |
| Segment assets | |
| 4,650 | |
| 5,238 | |

4,650
5,238
Deferred taxation
45
57
45
57
Cash and cash equivalents
453
567
453
567
Other current liabilities
984
1,166
984
1,166
Taxation payable
15
35
15
35
Total assets
6,147
7,063
6,147
7,063

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2nd quarter results

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

Black Economic Empowerment – as envisaged in the Black Economic Empowerment (BEE) legislation in South Africa

Black Economic Empowerment charge – represents the IFRS 2 non-cash charge associated with the BEE transaction implemented in fiscal 2010

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

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

SG&A – selling, general and administrative expenses

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

Capital employed – shareholders' equity plus net debt

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

Headline earnings – as defined in circular 3/2009 issued by the South African Institute of Chartered Accountants, separates from earnings all separately identifiable re-measurements. It is not necessarily a measure of sustainable earnings. It is a Listings Requirement of the JSE Limited to disclose headline earnings per share

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 interest-bearing borrowings, and bank overdraft (net of cash, cash equivalents and short-term deposits)

Net debt to total capitalisation – net debt divided by capital employed

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

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

ROE – return on average equity. Profit for the period divided by average shareholders' equity

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

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

Summary rand convenience translation

| Quarter | Quarter | | |
|------------------|------------------|-----------------|-----------------|
| Half-year | Half-year | | |
| ended | ended | ended | ended |
| Mar 2012 | Mar 2011 | Mar 2012 | Mar 2011 |

Key figures: (ZAR million)**Sales**

12,658

12,761

25,498

25,685

Operating profit (loss)

930

(7)

1,799

834

Special items – losses (gains)

(1)

39

896

(16)

1,000

Operating profit excluding special items

(1)

969

889

1,783

1,834

EBITDA excluding special items

(1)

1,682

1,595

3,257

3,293

Basic earnings (loss) per share (SA cents)

85

(98)

158

(49)

Net debt

(1)

16,365

15,874

16,365

15,874

Key ratios: (%)**Operating profit (loss) to sales**

7.3

(0.1)

| | |
|--|---------------------|
| 7.1 | |
| 3.2 | |
| Operating profit excluding special items to sales | |
| 7.7 | |
| 7.0 | |
| 7.0 | |
| 7.1 | |
| Operating profit excluding special items to capital employed (ROCE) | |
| (1) | |
| 13.2 | |
| 12.2 | |
| 12.3 | |
| 12.7 | |
| EBITDA excluding special items to sales | |
| 13.3 | |
| 12.5 | |
| 12.8 | |
| 12.8 | |
| Return on average equity (ROE) | |
| 14.5 | |
| (15.7) | |
| 13.3 | |
| (3.9) | |
| Net debt to total capitalisation | |
| (1) | |
| 56.5 | |
| 54.8 | |
| 56.5 | |
| 54.8 | |
| <i>(1) Refer to page 17, Supplemental information for the definition of the term.</i> | |
| <i>The above financial results have been translated into Rands from US Dollars as follows:</i> | |
| <i>– assets and liabilities at rates of exchange ruling at period end; and</i> | |
| <i>– income, expenditure and cash flow items at average exchange rates.</i> | |
| Reconciliation of net debt to interest-bearing borrowings | |
| Mar 2012 | Sept 2011 |
| US\$ million | US\$ million |
| Interest-bearing borrowings | |
| 2,586 | |
| 2,739 | |
| Non-current interest-bearing borrowings | |
| 2,220 | |
| 2,289 | |
| Current interest-bearing borrowings | |
| 366 | |
| 449 | |
| Bank overdraft | |
| – | |
| 1 | |
| Cash and cash equivalents | |

(453)

(639)

Net debt

2,133

2,100

Exchange rates

| Mar | Dec | Sept | Jun |
|-------------|------------|-------------|------------|
| Mar | | | |
| 2012 | 2011 | 2011 | 2011 |
| 2011 | | | |

Exchange rates:

Period end rate: US\$1 = ZAR

7.6725

8.0862 8.0963 6.7300

6.6978

Average rate for the Quarter: US\$1 = ZAR

7.7511

8.0915 7.1501 6.7890

6.9963

Average rate for the YTD: US\$1 = ZAR

7.9237

8.0915 6.9578 6.8941

6.9476

Period end rate: €1 = US\$

1.3344

1.2948 1.3386 1.4525

1.4231

Average rate for the Quarter: €1 = US\$

1.3116

1.3482 1.4126 1.4398

1.3702

Average rate for the YTD: €1 = US\$

1.3299

1.3482 1.3947 1.3890

1.3645

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Sappi ordinary shares (JSE: SAP)
US Dollar share price conversion
ZAR
30
Jun
08
31
Mar
08
30
Sep
08
31
Dec
08
31
Mar
09
30
Sep
09
30
Jun
09
30
Jun
10
31
Dec
09
31
Mar
10
30
Sep
10
31
Mar
11
31
Dec
10
30
Jun
11
30
Sep
11

31
Dec
11
17
Apr
12
0
10
20
30
40
50
60
70
80
USD
30
Jun
08
31
Mar
08
30
Sep
08
31
Dec
08
31
Mar
09
30
Sep
09
30
Jun
09
30
Jun
10
31
Dec
09
31
Mar
10
30
Sep
10
31
Mar

11
31
Dec
10
30
Jun
11
30
Sep
11
31
Dec
11
17
Apr
12
0
2
4
6
8
10

20

Notes:

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2nd quarter results

Sappi has a primary listing on the JSE Limited and a secondary listing on the New York Stock Exchange

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www.sappi.com

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: May 10, 2012

SAPPI LIMITED,

Name: M. R. Thompson

Title: Chief Financial Officer

M. R. Thompson

By: /s/