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Registration Statement on Form S-8 of the Registrant (File No. 333-11304) and the Section 10(a) Prospectus dated April 3, 2001 relating to the offer and sale of the Registrant's shares to Participants under The Sappi Limited Share Incentive Scheme. This Form 6-K includes a conformed version of the earnings announcement sent by the Registrant to its shareholders. This conformed version was prepared solely for purposes of supplementing the Registrant's Registration Statement on Form S-8 (File No. 333-11304) and the Section 10(a) Prospectus dated April 3, 2001.

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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; pulp and paper production, production capacity and pricing levels in North America, Europe, Asia and southern Africa; any major disruption in production at the Group's key facilities; changes in environmental, tax and other laws and regulations; adverse changes in the markets for the Group's products; any delays, unexpected costs or other problems experienced with any business acquired or to be acquired; consequences of the Group's leverage; adverse changes in the South African political situation and economy or the effect of governmental efforts to address present or future economic or social problems; and the impact of future investments, acquisitions and dispositions (including the financing of investments and acquisitions) and any delays, unexpected costs or other problems experienced in connection with dispositions. 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.

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[GRAPHICS OMITTED]

SAPPI

The word for fine paper

FORM S-8 VERSION

conformed results for the quarter
ended December 2003

[GRAPHICS OMITTED]

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[GRAPHICS OMITTED]

Sappi is the world's leading
producer of coated fine paper

Sales by product group*

[Pie Chart Omitted]	Coated fine paper	64%
	Uncoated fine paper	5%
	Coated specialities	8%
	Pulp	13%
	Commodity paper	9%
	Other	1%

Sales: where the product is sold*

[Pie Chart Omitted]	Europe	42%
	Southern Africa	15%
	Asia and other	12%
	North America	31%

Sales: where the product is manufactured*

[Pie Chart Omitted]	Europe	46%
	Southern Africa	26%
	North America	28%

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Geographic ownership**

[Pie Chart Omitted]	Europe & ROW + Southern Africa North America	15% 46% 39%
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* for the quarter ended December 2003

** as at 31 December 2003

+ Rest of the world

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- o Net loss after previously announced charges
- o Weak US market
- o Strong demand in Europe
- o SA businesses profitable despite stronger Rand

SUMMARY

	Quarter ended Dec 2003	Quarter ended Sept** 2003	Quarter ended Dec** 2002
Sales (US\$ million)	1,120	1,123	1,019
Operating profit (US\$ million)	-	48	95
Operating profit to sales (%)	-	4.3	9.3
EBITDA (US\$ million)*	114	115	189
EPS (US cents)	(9)	4	22
Headline EPS (US cents)*	(9)	11	22

* Refer to notes 1 and 2 of the Supplemental Information for reconciliations of these numbers and definitions of these terms.

** Restated for South African Generally Accepted Accounting Practice Standard AC 137

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COMMENT

The performance of our fine paper businesses was disappointing in the United States, encouraging in Europe although prices remain weak, and satisfactory in South Africa. The forest products business experienced strong demand and

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performed well notwithstanding the strength of the Rand.

Market conditions in the quarter were very different in our two major fine paper markets. In Europe apparent consumption of coated fine paper (defined as shipments plus imports less exports) showed growth of 6% in the quarter compared to a year earlier. However, prices remain weak. In the United States the strength of GDP growth did not translate into a recovery in demand for coated paper. Coated fine paper apparent consumption for the quarter was down approximately 13% compared to a year earlier and 6% compared to the prior quarter. Despite the weakening of the US Dollar against the Euro, imports into the United States for October and November remained at a high level but were down 2% compared to a year earlier. Prices remained under pressure and in the case of sheeted product this is reflected in a shift towards lower priced products, including imports.

As anticipated in our last quarterly results announcement, we took charges in this quarter in respect of the closure costs of paper machine 14 at the Westbrook mill (US\$15 million pre-tax); staff reduction (US\$14 million pre-tax) and increased costs in connection with major maintenance shuts at all our North American mills (US\$15 million pre-tax higher than last year). These charges and additional shut costs amount to approximately US\$44 million pre-tax, US\$33 million post-tax, and 15 US cents per share.

After these charges and costs we recorded a net loss and headline loss of US\$21 million.

Costs have generally been well controlled but North American wood and energy costs were US\$6 million higher than last year. Selling, General and Administrative expenses for the quarter were US\$125 million, US\$48 million higher than last year, partly as a result of the US\$29 million charge for the Westbrook closure and staff reduction and partly as a result of currency translation to the weaker US Dollar (US\$12 million).

Following the application of the new Agriculture Accounting Standard - AC137 (IFRS 41) in the quarter movements in the fair value of plantations now impact operating profit. The change had a favourable impact of US\$7 million after tax in the quarter as a result of volume growth and operating efficiencies.

Net finance costs for the quarter were US\$28 million compared to US\$29 million last year. They were US\$7 million higher than the September quarter as a result of changes in the fair value of financial instruments.

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Tax for the quarter was at an effective rate of 25% which is higher than the expected rate for the balance of the year, as a result of the charges and losses in the United States.

CASH FLOW

Cash generated by operations remained positive at US\$106 million for the quarter despite weak trading conditions but was 29% lower than the previous quarter and 40% lower than the same quarter last year.

Working capital increased by US\$113 million in the quarter mainly as a result of lower payables. This movement was significantly lower than the equivalent quarter last year.

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Capital expenditure in the quarter was US\$83 million, 83% of depreciation.

We repurchased approximately 1 million of our shares in the quarter at a cost of US\$13 million.

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OPERATING REVIEW FOR THE QUARTER

SAPPI FINE PAPER

	Quarter ended Dec 2003 US\$ million	Quarter ended Dec 2002 US\$ million	%
			change
Sales	905	862	5.0
Operating (loss) profit	(34)	57	-
Operating (loss) profit to sales (%)	(3.7)	6.6	-

Our fine paper business continued to be impacted by low prices and higher costs in all regions. In the United States this was exacerbated by weak demand and the high level of imports. Our South African business was faced with increased competition from imports as a result of the relatively strong currency. The average exchange rate was R6.86 per US Dollar in the quarter compared to R9.73 a year earlier.

The highlight of the quarter was improving order levels and sales volumes in Europe, primarily for the European market.

We are focusing management attention on improving the performance of our North American business.

Europe

	Quarter ended Dec 2003 US\$ million	Quarter ended Dec 2002 US\$ million	% change (US\$)	% change (Euros)
Sales	518	434	19.4	0.4
Operating profit	15	39	(61.5)	(67.8)
Operating profit to sales (%)	2.9	9.0	-	-

Our sales volumes, including exports, increased 12% compared to a year earlier, reflecting the stronger apparent consumption in Europe.

Price pressure continued in the quarter and average prices realised in Euros were about 10% below a year earlier. This includes the effect of the relatively weaker US Dollar on the realised value of exports to the United States and elsewhere.

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North America

	Quarter ended Dec 2003 US\$ million	Quarter ended Dec 2002 US\$ million	%
			change
Sales	316	369	(14.4)
Operating (loss) profit	(54)	9	-
Operating (loss) profit to sales (%)	(17.1)	2.4	-

There has been no sign of a recovery in our sector in the United States despite strong economic growth figures. In the past there has generally been a good but lagging correlation between corporate profits and coated paper consumption, which we still expect will result in improved consumption of coated fine paper once market inventories return to normal levels.

The underlying performance of our North American business was unsatisfactory and the results were further impacted by the charges for the paper machine closure, staff reduction and increased major shut costs. The closure of the Westbrook paper machine and transfer of its output proceeded smoothly and we expect to see the benefits in subsequent quarters.

Sales volume of coated fine paper was 11% lower than last year reflecting industry conditions. This reduction is emphasised by the strong seasonal demand in the comparative quarter last year.

Average prices realised for paper were 6% lower than last year and 3% lower compared to the prior quarter, which includes the effect of a mix-shift to lower priced products. We have continued to enhance our product offerings and are in a strong position to meet our customers' requirements and to benefit from the stronger economy.

Operating costs were influenced by the higher wood and energy costs and this trend has continued into our second quarter.

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Fine Paper South Africa

	Quarter ended Dec 2003 US\$ million	Quarter ended Dec 2002 US\$ million	% change (US\$)	% change (Rands)
Sales	71	59	20.3	(15.2)
Operating profit	5	9	(44.4)	(60.8)
Operating profit to sales (%)	7.0	15.3	-	-

Demand in the South African market was firm in the quarter; however, the strength of the Rand has resulted in increased competition from imports and downward pressure on prices. This has resulted in a continued squeeze on our margins.

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Forest Products	Quarter ended Dec 2003 US\$ million	Quarter ended Dec 2002 US\$ million	% change (US\$)	% change (Rands)
Sales	215	157	36.9	(3.5)
Operating profit	35	37	(5.4)	(33.3)
Operating profit to sales (%)	16.3	23.6	-	-

Demand in the local market was firm in the quarter. Our dissolving pulp business continued to perform well with good demand from the viscose and acetate markets.

Our total volume of pulp and paper sold increased 14% compared to a year earlier. Average prices realised were 12% lower in Rands but as a result of currency translation, significantly higher in US Dollars than a year earlier.

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OUTLOOK

World economic conditions appear to be improving on a wide front. We are seeing improved demand in Europe, which we expect to continue.

Our biggest turnaround opportunity remains in the United States where the paper sector has not yet benefited from the strength of GDP growth.

We expect strong demand to continue for our South African businesses but the volatility of the Rand continues to play a major role in their profitability.

With no recovery yet discernible in our fine paper business in the United States, and assuming no marked changes in our other major markets, the next quarter's earnings are likely to be at a similar level to the last quarter excluding charges and additional costs. Given the delay in the turnaround it is now less likely that we will achieve an improvement in earnings for the full fiscal year compared to 2003, before the paper machine closure and staff reduction charges.

On behalf of the Board

J C A LESLIE
Director

D G WILSON
Director

2 February 2004

[GRAPHICS OMITTED]

SAPPI LIMITED

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(Registration number 1936/008963/06)
NYSE CODE: SPP
JSE CODE: SAP
ISIN CODE: ZAE 000006284

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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. Undue reliance should not be placed on such statements because, by their nature, they are subject to known and unknown risks and uncertainties and can be affected by other factors, that could cause actual results and company plans and objectives to differ materially from those expressed or implied in the forward-looking statements (or from past results). Such risks, uncertainties and factors 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 and pricing), adverse changes in the markets for the group's products, consequences of substantial leverage, changing regulatory requirements, unanticipated production disruptions, economic and political conditions in international markets, the impact of investments, acquisitions and dispositions (including related financing), any delays, unexpected costs or other problems experienced with integrating acquisitions and achieving expected savings and synergies and currency fluctuations. 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.

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Conformed financial results for the first
quarter ended December 2003

Form S-8 version

[GRAPHIC OMITTED]

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GROUP INCOME STATEMENT

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	REVIEWED QUARTER ENDED DEC 2003 US\$ MILLION	Reviewed Quarter ended Dec 2002 US\$ million	% cha
SALES	1,120	1,019	
Cost of sales	995	847	
Gross profit	125	172	(27)
Selling, general & administrative expenses	125	77	
OPERATING PROFIT	-	95	(100)
Net finance costs	28	29	
Net paid	26	25	
Capitalised	(1)	(1)	
Net foreign exchange (gains) losses	(2)	5	
Change in fair value of financial instruments	5	-	
(LOSS) PROFIT BEFORE TAX	(28)	66	
Taxation - current	8	14	
- deferred	(15)	1	
NET (LOSS) PROFIT	(21)	51	
(LOSS) EARNINGS PER SHARE (US CENTS)	(9)	22	
Weighted average number of shares in issue (millions)	226.5	230.1	
Diluted (loss) earnings per share (US cents)	(9)	22	
Weighted average number of shares on fully diluted basis (millions)	228.4	233.1	

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GROUP BALANCE SHEET

	REVIEWED DEC 2003 US\$ MILLION	Audited Sept 2003 US\$ million
ASSETS		
NON-CURRENT ASSETS	4,454	4,242
Property, plant and equipment	3,697	3,554

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Plantations	461	432
Deferred taxation	44	41
Other non-current assets	252	215
	-----	-----
CURRENT ASSETS	1,422	1,575
	-----	-----
Cash and cash equivalents	398	584
Trade and other receivables	280	290
Inventories	744	701
	-----	-----
TOTAL ASSETS	5,876	5,817
	-----	-----
EQUITY AND LIABILITIES		
SHAREHOLDERS' EQUITY		
Ordinary shareholders' interest	1,937	1,945
NON-CURRENT LIABILITIES		
	-----	-----
Interest-bearing borrowings	1,814	1,742
Deferred taxation	527	517
Other non-current liabilities	320	282
	-----	-----
CURRENT LIABILITIES	1,278	1,331
	-----	-----
Interest-bearing borrowings and bank overdraft	278	333
Taxation payable	79	82
Other current liabilities	856	916
Shareholders for dividend	65	-
	-----	-----
TOTAL EQUITY AND LIABILITIES	5,876	5,817
	-----	-----
Number of shares in issue at balance sheet date (millions)	226.1	226.9

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GROUP CASH FLOW STATEMENT

	REVIEWED QUARTER ENDED DEC 2003 US\$ MILLION	Reviewed Quarter ended Dec 2002 US\$ million
CASH GENERATED BY OPERATIONS	106	178
Movement in working capital	(113)	(142)
Net finance costs	(26)	(30)
Taxation paid	(15)	(5)
	-----	-----
CASH (UTILISED) RETAINED FROM OPERATING ACTIVITIES	(48)	1

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Cash effects of investing activities	(89)	(34)
	(137)	(33)
Cash effects of financing activities	(74)	39
	(211)	6
NET MOVEMENT IN CASH AND CASH EQUIVALENTS		

GROUP STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

	REVIEWED QUARTER ENDED DEC 2003 US\$ MILLION	Reviewed Quarter ended Dec 2002 US\$ million
Balance - beginning of year	1,958	1,601
Change in accounting policy	(13)	(4)
	1,945	1,597
Balance - beginning of year restated		
Net (loss) profit	(21)	51
Foreign currency translation reserve	88	154
Revaluation of derivative instruments	2	(11)
Dividends declared - US\$0.29 (2003: US\$0.28) per share	(66)	(65)
Share buybacks net of transfers to participants of the share purchase trust	(11)	(5)
	1,937	1,721
Balance - end of period		

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NOTES TO THE GROUP RESULTS

1. Basis of preparation

The financial statements are prepared in conformity with South African Statements of Generally Accepted Accounting Practice (SA GAAP). The preliminary results have been prepared in compliance with AC 127 (Interim financial reporting) and are based on accounting policies which are consistent with those used in the annual financial statements. The same accounting policies have been followed as in the annual financial statements for September 2003, except for the new agriculture accounting standard - Agriculture - AC 137 (IAS 41) which became effective during the period.

The effect on equity for the above change is reflected in the Group statement of changes in shareholders' equity. The effect on net profit for the current period is an increase of US\$7 million (September 2003 quarter: decrease of US\$1 million; December 2002 quarter: decrease of US\$1 million). Where appropriate, comparative figures have been restated.

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The preliminary results for the quarter have been reviewed by the group's auditors, Deloitte & Touche. Their unqualified review report is available for inspection at the company's registered offices.

2. Comparative figures

Comparative figures have been restated to take into account the effects of the new agriculture accounting standard which became effective during the period. The effect on operating profit is the inclusion of the market value changes in the value of plantations and the expensing of the costs incurred to establish and maintain plantations (siliviculture costs) and the amortisation of interest which had been previously capitalised. Net finance costs have increased. In terms of the new accounting standard, interest is no longer capitalised to the carrying value of plantations.

The effect on the cash flow statement is a reclassification of investments in plantations from cash utilised in investing activities to cash generated by operations. Net cash flows remain the same.

In September 2003, cash and overdraft were restated to gross up amounts previously set-off. The December 2002 cash flow statement has been restated to take the effects of this into account.

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NOTES TO THE GROUP RESULTS (CONTINUED)

	REVIEWED QUARTER ENDED DEC 2003 US\$ MILLION	Reviewed Quarter ended Dec 2002 US\$ million
<hr/>		
3. OPERATING PROFIT		
Included in operating profit are the following non-cash items:		
Depreciation and amortisation		
Depreciation of property, plant and equipment	100	85
Fellings*	14	8
Other amortisation	-	1
	<hr/>	<hr/>
	114	94
<hr/>		
Fair value adjustment on plantations (included in cost of sales)		
Changes in volume	(15)	(10)
Changes in fair value	(7)	1
	<hr/>	<hr/>

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	(22)	(9)

4. CAPITAL EXPENDITURE		
Property, plant and equipment	83	38

	REVIEWED DEC 2003 US\$ MILLION	Audited Sept 2003 US\$ million

5. CAPITAL COMMITMENTS		
Contracted but not provided	98	86
Approved but not contracted	200	193

	298	279

6. CONTINGENT LIABILITIES		
Guarantees and suretyships	47	47
Other contingent liabilities	24	24

* the amount amortised in the income statement representing the standing value of the plantations harvested

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SUPPLEMENTAL INFORMATION

ADDITIONAL INFORMATION

	REVIEWED QUARTER ENDED DEC 2003 US\$ MILLION	Reviewed Quarter ended Dec 2002 US\$ million

1. NET (LOSS) PROFIT TO EBITDA* RECONCILIATION		
Net (loss) profit	(21)	51
Net finance costs	28	29
Taxation - current	8	14
- deferred	(15)	1
Depreciation	100	85
Amortisation (including fellings)	14	9

EBITDA*	114	189
=====		

* Earnings before interest (net finance costs), tax, depreciation and amortisation

In connection with the U.S. Securities Exchange Commission ("SEC") rules relating to "Conditions for Use of Non-GAAP Financial Measures", we have reconciled EBITDA to net profit rather than operating profit and recalculated EBITDA to exclude interest (net finance costs), taxes,

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depreciation and amortisation (including fellings). As a result our definition has been amended to retain non-trading profit/loss as part of EBITDA. The comparative information has been restated to take this into account. There was no effect on EBITDA in the current and prior year quarter for the amended definition.

We use EBITDA as an internal measure of performance and believe it is a useful and commonly used measure of financial performance in addition to operating profit and other profitability measures under SA GAAP. EBITDA is not a measure of performance under SA GAAP. EBITDA should not be construed as an alternative to operating profit as an indicator of the company's operations in accordance with SA GAAP. EBITDA is also presented to assist our shareholders and the investment community in interpreting our financial results. This financial measure is regularly used as a means of comparison of companies in our industry by removing certain differences between companies such as depreciation methods, financing structures and taxation regimes. Different companies and analysts may calculate EBITDA differently, so making comparisons among companies on this basis should be done very carefully.

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 SUPPLEMENTAL INFORMATION

ADDITIONAL INFORMATION (CONTINUED)

	REVIEWED QUARTER ENDED DEC 2003 US\$ MILLION	Reviewed Quarter ended Dec 2002 US\$ million

2. CALCULATION OF HEADLINE EARNINGS		
Headline (loss) earnings**	(21)	51
Headline earnings per share (US cents)	(9)	22
Weighted average number of shares in issue (millions)	226.5	230.1
Diluted headline earnings per share (US cents)	(9)	22
Weighted average number of shares on fully diluted basis (millions)	228.4	233.1

** Headline (loss) earnings disclosure is required by the JSE Securities Exchange South Africa. The reconciling differences between Net (loss) profit and Headline (loss) earnings are immaterial.

	Dec 2003	Sept 2003	June 2003	March 2003	Dec 2002

3. EXCHANGE RATES					
Exchange rates:					
Period end rate: US\$1 = ZAR	6.7951	7.1288	7.4300	7.9550	8.7200
Average rate for the Quarter:					
US\$1 = ZAR	6.8569	7.3866	7.6305	8.3550	9.7265
Average rate for the YTD:					
US\$1 = ZAR	6.8569	8.3300	8.6173	9.0866	9.7265

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Period end rate: EUR1 = US\$	1.2410	1.1475	1.1417	1.0729	1.0387
Average rate for the Quarter:					
EUR1 = US\$	1.1887	1.1328	1.1236	1.0686	0.9995
Average rate for					
the YTD: EUR1 = US\$	1.1887	1.0804	1.0655	1.0334	0.9995

The financial results of entities with reporting currencies other than the US Dollar are translated into US Dollars as follows:

- Assets and liabilities at rates of exchange ruling at period end; and
- Income, expenditure and cash flow items at average exchange rates.

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SUPPLEMENTAL INFORMATION

REGIONAL INFORMATION

		REVIEWED QUARTER ENDED DEC 2003 METRIC TONS (000'S)	Reviewed Quarter ended Dec 2002 Metric tons (000's)	% change
SALES				
Fine Paper -	North America	337	368	(8.4)
	Europe	588	525	12.0
	Southern Africa	72	74	(2.7)
Total		997	967	3.1
Forest Products -	Pulp and paper operations	384	337	13.9
	Forestry operations	317	298	6.4
Total		1,698	1,602	6.0

		REVIEWED QUARTER ENDED DEC 2003 US\$ MILLION	Reviewed Quarter ended Dec 2002 US\$ million	% change
SALES				
Fine Paper -	North America	316	369	(14.4)
	Europe	518	434	19.4
	Southern Africa	71	59	20.3
Total		905	862	5.0
Forest Products -	Pulp and paper operations	201	145	38.6
	Forestry operations	14	12	16.7
Total		1,120	1,019	9.9

OPERATING PROFIT

Fine Paper -	North America	(54)	9	-
	Europe	15	39	(61.5)
	Southern Africa	5	9	(44.4)

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	Total	(34)	57	-
Forest Products		35	37	(5.4)
Corporate		(1)	1	-
<hr/>				
Total		-	95	(100.0)

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SAPPI ORDINARY SHARES

[GRAPHIC OMITTED]

ADR PRICE (NYSE TICKER: SPP) NOTE: (1 ADR = 1 SAPPI SHARE)

[GRAPHIC OMITTED]

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Transfer Secretaries:

South Africa:
Computershare Limited
70 Marshall Street
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PO Box 61051
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Tel +27 (0)11 370-5000

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Church Street Station
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Tel + 1 610 382 7836

United Kingdom:
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The Registry
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Tel +44 (0)208 639-2157

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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.

SAPPI LIMITED

by /s/ D.G. Wilson

Name: D.G. Wilson
Title: Executive Director: Finance

Date: February 19, 2004