



SUZANO PAPEL E CELULOSE S.A.

Corporate Taxpayer's ID (CNPJ/MF): 16.404.287/0001-55

NOTICE TO THE MARKET

Suzano Papel e Celulose S.A. (Bovespa: SUZB5) (“Company”), pursuant to article 12, paragraph 6 of CVM Instruction 358/02, provides herein the full content of the notice received from BNDES Participações S.A. – BNDESPAR.

São Paulo, July 1, 2011.

Antonio Maciel Neto
CEO and Investor Relations Officer

Letter AMC/DEPAC2 no. 12/2011

Rio de Janeiro, June 29, 2011

To

SUZANO PAPEL E CELULOSE S.A.

Av. Brigadeiro Faria Lima, 1.355 - 8º andar – Pinheiros - São Paulo / SP

Attn: Antonio Maciel Neto

CEO and Strategy, New Business and Investor Relations Officer

Dear Sir,

1. BNDES PARTICIPAÇÕES S.A. (BNDESPAR), a wholly-owned subsidiary of the BRAZILIAN DEVELOPMENT BANK (BNDES), headquartered at Setor Bancário Sul, Conjunto 1, Bloco J, Edifício BNDES, 12º e 13º andares in the city of Brasília, Federal District, with commercial offices at Avenida República do Chile n.º 100, in the city and state of Rio de Janeiro, inscribed in the roll of corporate taxpayers (CNPJ/MF) under no. 00.383.281/0001-09, pursuant to article 12 of CVM Instruction 358/02, as amended (“Instruction”), and OFFICIAL LETTER CVM/SEP/Nº004/2011, hereby informs the Company that it has acquired five hundred and thirty-seven thousand, six hundred and forty-two (537,642) convertible debentures of the second series of the 5th issue of Suzano Papel e Celulose S.A. (“Suzano” or “Company”). On the reference date of the conclusion of the subscription by BNDESPAR (June 27, 2011), these debentures, if converted, would correspond to 32,374,029 class A preferred shares (“PNA shares”) issued by the Company.

2. Consequently, considering a hypothetical conversion of the 5th issue of debentures by BNDESPAR and other debenture-holders on the reference date of June 27, 2011, BNDESPAR’s interest in the Company’s PNA shares would increase from 17,831,356, or 6.68% of the total, to 50,205,385, or 15.94% of the total, representing an increase of 9.26% in its PNA position.

3. The acquisition of the Debentures by BNDESPAR is not intended to change the Company’s management or ownership structure, despite the fact that the shareholders’ agreement executed between BNDESPAR, Suzano Holding S.A. and the Company’s other controlling shareholders became effective as of June 27, 2011.

4. Finally, we would ask you to disclose the information provided herein to the market, pursuant to the above-mentioned Instruction.

Sincerely,

Victor Guilherme Tito

Alternate Head of Portfolio 2 Monitoring

BNDES Capital Markets Area of BNDES