

SUZANO PAPEL E CELULOSE S.A.
Authorized Capital Publicly-Held Company
Corporate Taxpayer's ID (CNPJ): 16.404.287/0001-55
Company Registry (NIRE): 29.300.016.331

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING
HELD ON MAY 30, 2012**

DATE, TIME AND VENUE: May 30, 2012, at 10:00 a.m., at the Company's headquarters, at Avenida Professor Magalhães Neto, 1752, 10th floor, room 1009, 1010 e 1011, in the city of Salvador, state of Bahia. **ATTENDANCE:** shareholders representing more than two-thirds of the Company's voting capital and holders of preferred shares, with no voting rights, as well as Rubens Barletta, a member of the Company's Fiscal Council. **INSTALLATION:** Alberto Monteiro de Queiroz Netto. **PRESIDING:** Chairman: Alberto Monteiro de Queiroz Netto; Secretary: Luiz Cesar Pizzotti.

PUBLICATIONS AND DOCUMENTS READ:

- a) call notice published in the newspapers *Valor Econômico*, *A Tarde* and *Diário Oficial do Estado da Bahia*, on May 15, 16 and 17, 2012; and
- b) Management's proposal for the creation of authorized capital for the Company's common shares, alteration of the current authorized capital limit of the Company's class A preferred shares and the consequent amendment of its Bylaws ("Bylaws").

RESOLUTIONS: the attending shareholders unanimously approved Management's proposal for the creation of authorized capital for the Company's common shares, establishing a limit of up to two hundred and sixty million, thirty-nine thousand, nine hundred and four (260,039,904) common shares, and an alteration of the current authorized capital limit of the Company's class A preferred shares to up to five hundred and seventeen million, seventy-nine thousand, eight hundred and eight (517,079,808) shares of this type. Consequently, paragraph 1 of Clause 5 of the Company's Bylaws will now read as follows: **Clause 5...paragraph 1** – The registered capital may be increased without any change in the Bylaws, by decision of the Board of Directors up to the limit of two hundred and sixty million, thirty-nine thousand, nine hundred and four (260,039,904) common shares, five hundred and seventeen million, seventy-nine thousand, eight hundred and eight (517,079,808) class A preferred shares and three million (3,000,000) class B preferred shares, all exclusively book-entry type.

CLOSURE: There being no further business to discuss, the publication of these minutes was authorized with the omission of shareholders' signatures, pursuant to Article 130, paragraph 2 of Law 6404/76. These minutes were approved by the attending shareholders. Salvador, May 30, 2012.

Alberto Monteiro de Queiroz Netto
Chairman

Luiz Cesar Pizzotti
Secretary

SUZANO HOLDING S.A.
Represented by: Luiz Cesar Pizzotti

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