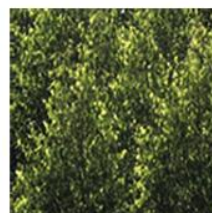




**SUZANO**  
PULP AND PAPER



## MATERIAL FACT



### SUZANO PAPEL E CELULOSE S.A.

Publicly Held Company

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

Company Registry (NIRE): 29.3.0001633-1

### MATERIAL FACT

**São Paulo, March 18, 2015** – SUZANO PAPEL E CELULOSE S.A. (“Suzano”), in compliance with Article 157, Paragraph 4 of Law 6,404/76 and CVM Instruction 358/2002, as amended, hereby announces to its shareholders and the market in general that its Board of Directors approved the deal (“Deal”) with IBEMA PARTICIPAÇÕES S.A. (“Ibemapar”) and IBEMA COMPANHIA BRASILEIRA DE PAPEL (“Ibema”) after which Suzano will hold 49.90% of the shares in the capital of Ibema. Suzano’s interest in the capital will be 38% until the complete exclusion of the assets not related to the paperboard operation.

Said Deal will involve the sale, to Ibema, of Suzano’s paperboard mill located in the city of Embu in São Paulo, for fifty million reais (R\$50,000,000.00), to be paid through settlement of Suzano’s debt assumed by Ibema for the same amount.

Suzano will also make a capital injection of eight million reais (R\$8,000,000.00) in Ibema.

The Deal will be carried out in stages and its consummation is subject to fulfillment of the usual conditions precedent and approval by Brazil’s antitrust agency CADE (*Conselho Administrativo de Defesa Econômica*) and other regulatory agencies.

After all such conditions precedent are met and the Deal is effectively consummated, Ibema will have two production units – one in Turvo, Paraná, and another in Embu, São Paulo - with annual paperboard production capacity of 140,000 tons, and a professional and independent management team, while control over it will be shared by Suzano and Ibemapar.

Suzano will hold a conference call today at 7 p.m. (Brasília time) to clarify all doubts. The dial-in numbers for Portuguese speakers are (+55 11) 3193-1001, (+55 11) 2820-4001. English speakers should dial +1 786 924-6977.

São Paulo, March 18, 2015.

Marcelo Feriozzi Bacci  
Chief Financial and Investor Relations Officer