



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

**CALL NOTICE
ANNUAL AND EXTRAORDINARY SHAREHOLDERS' MEETING**

The shareholders of Suzano Papel e Celulose S.A. ("Company") are hereby invited to convene at the Annual and Extraordinary Shareholders' Meeting to be held on April 30, 2015 at 10:00 a.m. at the Company's registered office located at Avenida Professor Magalhães Neto, 1752 – 10º andar, salas 1009, 1010 e 1011, in the City of Salvador, State of Bahia, to discuss, consider and vote on the following agenda:

In the Annual Shareholders' Meeting:

- 1) the Management report and financial statements for the fiscal year ended December 31, 2014, together with the reports from the Independent Auditors and Audit Board;
- 2) to allocate the net income for the fiscal year ended December 31, 2014;
- 3) to elect the members to the Audit Board and determine their compensation; and
- 4) to set the overall annual compensation of the management bodies (Board of Directors and Executive Board).

In the Extraordinary Shareholders Meeting:

- 1) the distribution of dividends in the aggregate amount of one hundred and fifty million reais (R\$150,000,000.00), to be calculated towards Reserve accounts.

We request that proxy appointments and proof of share ownership for participation in the meeting are delivered to the registered office of the Company at least 48 hours prior to the meeting.

Salvador, April 14, 2015.

David Feffer
Chairman of the Board of Directors