

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

**MINUTES OF THE EXTRAORDINARY SHAREHOLDERS MEETING**

**DATE, TIME AND VENUE:** June 19, 2015, at 9:00 a.m., at the registered office located at Avenida Professor Magalhães Neto, n° 1752, 10° andar, salas 1009, 1010 e 1011, Bairro Pituba, in the city of Salvador, state of Bahia, CEP 41810-012. **ATTENDANCE:** shareholders representing more than 2/3 of the voting capital and one preferred shareholder who is not entitled to voting rights. **INSTALLATION:** Walner Alves Cunha Júnior. **PRESIDING BOARD:** Chairman: Luiz Cesar Pizzotti; Secretary: Walner Alves Cunha Júnior.

**PUBLICATIONS AND DOCUMENTS READ:**

- a) call notice published in the state register *Diário Oficial do Estado da Bahia* and *A Tarde* on June 2, 3 and 4, and in the newspaper *Valor Econômico* on June 2, 3 and 5; and
- b) management proposal related to the agenda.

**RESOLUTIONS TAKEN:**

The attending shareholders approved, by unanimous vote, the election of Mr. **RODRIGO KEDE DE FREITAS LIMA** (identification document (RG) no. 09038423-1 SSP/RJ – Individual Taxpayer ID (CPF/MF) no. 013.620.537-24), Brazilian, married, mechanical engineer, domiciled in the city and state of São Paulo, at Rua Tutoia, 1157, 17° andar, CEP 04007-900, to serve on the Board of Directors of the Company, replacing a former member who resigned. The Director elected herein will serve the current term-of-office ending on the 2016 Annual Shareholders' Meeting and declared not to be impeded by any provisions of law.

**CLOSURE:** There being no further business to discuss, these minutes were read and approved, signed by all present and their publication pursuant to paragraph 2, article 130 of the Brazilian Law of Corporations was authorized. Salvador, June 19, 2015. Luiz Cesar Pizzotti - Chairman of the Meeting. Walner Alves Cunha Júnior - Secretary.

**Shareholders:** 1) SUZANO HOLDING S.A. - proxy by Luiz Cesar Pizzotti; 2) IPLF HOLDING S.A. – proxy by Walner Alves Cunha Júnior; and 3) LUIZ CESAR PIZZOTTI.

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This is a free English translation of the original minutes drawn up in the Company's records.

Walner Alves Cunha Júnior  
Secretary