



Material Fact



Publicly Held Company

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

Company Registry (NIRE): 29.3.0001633-1

MATERIAL FACT

São Paulo, November 12, 2015 – SUZANO PAPEL E CELULOSE S.A. (BM&FBovespa: SUZB5) (“Company”), in compliance with CVM Instruction 358 dated January 3, 2002, as amended, announces to its shareholders and the general market that the Company's Board of Directors, in a meeting held on November 11, 2015, at 4:30 p.m., approved among other matters, the declaration and payment of interim dividends, based on Article 204, 2nd paragraph, of Law 6,404 dated November 15, 1976, as amended, and on Article 33, Item “c”, of the Company's Bylaws, and in compliance with the proposal made by the Company's Board of Executive Officers, with favorable opinion from the Management Committee and the Audit Board (“Management Proposal”).

The total amount of dividends declared and to be paid is one hundred twenty million reais and forty-four cents (R\$120,000,000.44), which corresponds to R\$0.344088518 per Class B preferred share, R\$0.113707756 per Class A preferred share, and R\$0.103370686 per common share issued by the Company, pursuant to the Management Proposal. Such dividends are declared and will be paid by charging the Profit Reserve for Capital Increase, as envisaged in the Company's balance sheet prepared on June 30, 2015, and in the Company's balance sheet prepared on September 30, 2015, as stated in the Company's quarterly financial statements on the same dates, and will be paid as prepayment of minimum mandatory dividends for fiscal year 2015. Company shareholders on record on November 12, 2015 will be entitled to such dividends, which will be paid on November 24, 2015. Company shares will trade ex-rights as from November 13, 2015.

The Management Proposal is filed and available for consultation at the Company's registered office, as well as its website (www.suzano.com.br/ir) and the website of CVM (www.cvm.gov.br).

Suzano's Investor Relations department is available to shareholders to clarify any queries regarding the subject matter of this Material Fact notice at +55 (11) 3503-9061 or at ri@suzano.com.br.

São Paulo, November 12, 2015.

Marcelo Feriozzi Bacci
Investor Relations Officer