



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 invited to convene in the Annual and Extraordinary Shareholders' Meeting to be held on April 25, 2016, at 2:30 p.m. at the registered office of the Company located at Avenida Professor Magalhães Neto, 1752, 10º andar, salas 1009 a 1011, Salvador, Bahia, CEP 41810-012, in order to:

In the Annual Shareholders' Meeting:

- 1) receive the management accounts, examine and discuss the Management Report, the reports of the Independent Auditors and Audit Board, and the financial statements for the fiscal year ended December 31, 2015, and to consider and vote on the financial statements;
- 2) consider and vote on the allocation of net income for the year ended December 31, 2015;
- 3) consider and vote on the number of members that will form the Board of Directors and elect the members of the Board of Directors;
- 4) elect the Audit Board and set the compensation of its members;
- 5) set the overall annual compensation of the Management bodies; and
- 6) announce the change of the newspaper in which the Company will publish its disclosures.

In the Extraordinary Shareholders' Meeting:

- 1) consider and vote on the distribution of dividends in the total amount of three hundred million reais (R\$300,000,000.00) to be declared and paid against the Profit Reserve for Capital Increase; and
- 2) consider and vote on the change of the newspaper in which the Company publishes its disclosures.

The consolidated description of the matters on the agenda can be found in the Management Proposal which, jointly with the other documents to be analyzed by the Meeting, are available to Shareholders on the Company's investor relations website (www.suzano.com.br/ri) and on the websites of the Securities and Exchange Commission of Brazil – CVM (www.cvm.gov.br) and the São Paulo Stock Exchange – BM&FBOVESPA (www.bmfbovespa.com.br).

In view of the requirements under CVM Instructions 165/91, 282/98 and 481/2009, as amended, to request a cumulative voting procedure in the election of members of the Board of Directors, soliciting shareholders must demonstrate that they hold at least 5% of the voting capital and present their written request to the Company at least 48 hours prior to the meeting.

Without prejudice to the second paragraph of Article 3 of CVM Instruction 481/2009, as amended, the Company requests that the instruments demonstrating powers of representation and the statement of shareholdings required for participating in the Meeting must be lodged at the registered office of the Company by 5:00 p.m. on April 22, 2016.

Salvador, April 8, 2016

David Feffer

Chairman of the Board