

**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**

**MINUTES OF THE EXTRAORDINARY SHAREHOLDERS' MEETING**  
**HELD ON JULY 1, 2016**

1. **DATE, TIME AND VENUE:** At 9:00 a.m. on July 1, 2016, at the registered office of Suzano Papel e Celulose S.A. ("Company") located at Avenida Professor Magalhães Neto, 1752, 10º andar, salas 1009 a 1011, Bairro Pituba, in the city of Salvador, state of Bahia, CEP 41810-012.
2. **CALL NOTICE, PUBLICATION AND FILING OF DOCUMENTS:** The meeting was called through notice published in the state register *Diário Oficial do Estado da Bahia*, and in the newspapers *Correio da Bahia*, on June 16, 17 and 18, 2016, and *Valor Econômico* on June 16, 17 and 20, 2016, in compliance with Article 124 of Federal Law 6,404/1976 ("Brazilian Corporations Law"). The Management Proposal for the Extraordinary Shareholders' Meeting regarding the matters to be considered and voted on, as well as all other documents mentioned above were made available on the websites of the Company and of the Securities and Exchange Commission of Brazil ("CVM").
3. **ATTENDANCE:** Shareholders representing more than two-thirds (2/3) of the voting capital.
4. **INSTALLATION AND PRESIDING BOARD:** The meeting was brought to order by Mr. Walner Alves Cunha Júnior, pursuant to Article 13 of the Company's Bylaws. Chairman of the Meeting: Rubens Barletta; Secretary: Walner Alves Cunha Júnior.
5. **AGENDA:** 1) consider and vote on the number of members to comprise the Board of Directors, and 2) consider and vote on the election of a new member to the Board of Directors.
6. **RESOLUTIONS:** First, the shareholders present approved, by unanimous vote and without abstentions, the drawing up of these minutes in the summary form, and the publication without the signatures of shareholders, pursuant to Paragraphs 1 and 2, Article 130 of Brazilian Corporations Law.

The attending common shareholders decided, by unanimous vote and without abstentions, (1) to approve the composition of the Board of Directors by nine (9) sitting members, in accordance with Article 17 of the Company's Bylaws; and (2) to elect to the Board of Directors Mrs. **MARIA PRISCILA RODINI VANSETTI MACHADO** (Individual Taxpayer's ID (CPF/MF) no. 036.618.448-22 – Identification Document (RG) no. 8.812.418-6 SSP/SP), Brazilian, married, engineer, with business address at Alameda Itapecuru, 506, Alphaville, Barueri/SP, CEP 06454-080, to serve a term ending on the date of the Annual Shareholders' Meeting that considers and votes on the financial statements for the fiscal year ending December 31, 2017. The Director elected herein shall take office within the legal timeframe and is not subject to any of the impediments set forth by law.

Due to the decisions in items (1) and (2) above, the Board of Directors is hereafter composed as follows: Mr. **DAVID FEFFER** (Individual Taxpayer's ID (CPF/MF) no. 882.739.628-49 – Identification Document (RG) no. 4.617.720-6 SSP/SP), Brazilian, married, businessmen, domiciled in São Paulo/SP,

with business address at Av. Brigadeiro Faria Lima, 1355, 9º andar, Bairro Pinheiros, CEP 01452-919, to hold the position of Chairman of the Board of Directors, Messrs. **CLAUDIO THOMAZ LOBO SONDER** (Individual Taxpayer's ID (CPF/MF) no. 066.934.078-20 – Identification Document (RG) no. 2.173.952-3 SSP/SP), Brazilian, married, chemical engineer, domiciled in São Paulo/SP, with business address at Av. Brigadeiro Faria Lima, 1355, 9º andar, Bairro Pinheiros, CEP 01452-919 and **DANIEL FEFFER** (Individual Taxpayer's ID (CPF/MF) no. 011.769.138-08 - Identification Document (RG) no. 4.617.718 SSP/SP), Brazilian, married, lawyer, domiciled in São Paulo/SP, with business address at Av. Brigadeiro Faria Lima, 1355, 9º andar, Bairro Pinheiros, CEP 01452-919, to hold the positions of Vice-Chairman of the Board of Directors and, as Directors, Messrs. **ANTONIO DE SOUZA CORRÊA MEYER** (Individual Taxpayer's ID (CPF/MF) no. 215.425.978-20 – Identification Document (RG) no. 3.334.695-1 SSP/SP), Brazilian, married, lawyer, domiciled in São Paulo/SP, with business address at Av. Brigadeiro Faria Lima, 3144, 12º andar, Bairro Vila Olímpia, CEP 01451-000; **JORGE FEFFER** (Individual Taxpayer's ID (CPF/MF) no. 013.965.718-50 – Identification Document (RG) no. 4.617.719-X SSP/SP), Brazilian, divorced, business administrator, domiciled in São Paulo/SP, with business address at Av. Brigadeiro Faria Lima, 1355, 9º andar, Bairro Pinheiros, CEP 01452-919; **MARCO ANTONIO BOLOGNA** (Individual Taxpayer's ID (CPF/MF) no. 685.283.378-04 - Identification Document (RG) no. 6.391.996 SSP/SP), Brazilian, divorced, production engineer, domiciled in São Paulo/SP, with business address at Rua Dr. Renato Paes de Barros, 1.017, 12º andar, Bairro Itaim Bibi, CEP 04530-001; **MARIA PRISCILA RODINI VANSETTI MACHADO** (Individual Taxpayer's ID (CPF/MF) no. 036.618.448-22 – Identification Document (RG) no. 8.812.418-6 SSP/SP), Brazilian, married, engineer, with business address at Alameda Itapecuru, 506, Alphaville, Barueri/SP, CEP 06454-080; **NILDEMAR SECCHES**, (Individual Taxpayer's ID (CPF/MF) no. 589.461.528-34 – Identification Document (RG) no. 3.997.339-6 SSP/SP), Brazilian, widower, mechanical engineer, domiciled in São Paulo/SP, with business address at Rua Viradouro, 63, conjunto 132, Bairro Itaim Bibi, CEP 04538-110, and **RODRIGO KEDE DE FREITAS LIMA** (Individual Taxpayer's ID (CPF/MF) no. 013.620.537-24 - Identification Document (RG) no. 09038423-1 SSP/RJ), Brazilian, married, mechanical engineer, domiciled in São Paulo/SP, with business address at Av. das Nações Unidas, 12901, Torre Oeste, 20ª andar, Bairro Brooklin Novo, CEP 04578-000, all of whom to serve a term ending on the date of the Annual Shareholders' Meeting that considers and votes on the financial statements for the fiscal year ending December 31, 2017, as determined in the Annual Shareholders' Meeting held on April 25, 2016.

7. **CLOSURE:** There being no further matters to address, the Meeting was adjourned, these minutes were drawn up, read, approved and signed by all those present. Salvador, July 1, 2016. Rubens Barletta – Chairman of the Meeting. Walner Alves Cunha Júnior – Secretary.

**Shareholders:** 1) SUZANO HOLDING S.A. - by Walner Alves Cunha Júnior and 2) IPLF HOLDING S.A. - by Walner Alves Cunha Júnior.

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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