

# Notice to the Market



## SUZANO PAPEL E CELULOSE S.A.

Publicly Held Company

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

Company Registry (NIRE): 29.3.0001633-1

**São Paulo, September 5, 2017** – SUZANO PAPEL E CELULOSE S.A. (“Suzano”) (B3: SUZB5) hereby announces to its shareholders and the general market the occurrence, on the date hereof, of (i) the re-tapping of the issues of the “5.750% Senior Notes due 2026” and of the “7.000% Senior Notes due 2047”; and (ii) the pricing of (a) the additional bond issue of Suzano Austria GmbH in connection with the “5.750% Senior Notes due 2026”, in the additional amount of US\$200,000,000.00, with return to investors at the rate of 4.625% p.a., to be paid semiannually, in January and July, with maturity on July 14, 2026 (“2026 Notes”); and (b) the additional bond issue of Suzano Austria GmbH in connection with the “7.000% Senior Notes due 2047”, in the amount of US\$200,000,000.00, with return to investors at the rate of 6.300% p.a., to be paid semiannually, in March and September, with maturity on March 16, 2047 (“2047 Notes”, and, jointly with the 2026 Notes, the “Notes”). The Notes constitute senior debt and are fully guaranteed by Suzano Papel e Celulose S.A.

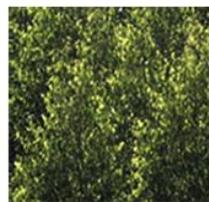
Suzano plans to use the proceeds from the 2026 Notes to finance or refinance its capital needs and to invest in Eligible Green Projects, and the proceeds from the 2047 Notes for general corporate purposes and to repurchase up to US\$100,000,000.00 in the bonds of its subsidiary Suzano Trading Ltd. issued in connection with the “5.875% Senior Notes due 2021”.

The Notes have not and will not be registered under the U.S. Securities Act of 1933, as amended (“Securities Act”), and were not and may not be offered or sold in the United States of America without complying with or obtaining exemption from the applicable registrations. The Notes have been offered only to qualified institutional investors, as defined in Rule 144A of the Securities Act, and to non-U.S. citizens, in accordance with Regulation S of the Securities Act. The Notes were not and will not be registered at the Securities and Exchange Commission of Brazil (CVM). The Notes may not be offered or sold in Brazil, except under circumstances that do not constitute a public offering or an unauthorized distribution under Brazilian law and regulations. The Notes were registered by Suzano on the Luxembourg Stock Exchange, for distribution in the Euro MTF Market, subject to approval by said exchange.

This notice does not constitute an offer to sell the Notes or a tender offer to buy the Notes, and the Notes may not be sold in any state or jurisdiction in which this offer is considered unlawful, in accordance with the securities laws of such state or jurisdiction.

The reopening rate for 2026 Notes was the lowest ever obtained by Suzano and by a Brazilian pulp and paper company for a 10-year transaction. This funding will have a neutral impact on Suzano's indebtedness and leverage, but it will increase the average maturity of the debt from 5.2 to 6.8 years, while the cost remains practically stable at 4.8% p.a. (in US\$).

Suzano actively and expressly demonstrates its commitment to adopt adequate and efficient structures and costs for its market positioning and its operational and managerial capacity.



Suzano actively and expressly demonstrates its commitment to finding adequate and efficient structures and costs for its market positioning. We will not abandon our financial discipline and will work to protect the company's financial health and preserve the solidity that has always been our trademark.

São Paulo, September 5, 2017.

Marcelo Feriozzi Bacci  
Investor Relations Officer