



# Material Fact



## SUZANO PAPEL E CELULOSE S.A.

Publicly Held Company

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

Company Registration (NIRE): 29.3.0001633-1

**São Paulo, July 31, 2018** – Suzano Papel e Celulose S.A. (“Suzano” or “Company”) (B3 | SUZB3), complementing the Material Fact notice of March 16, 2018, hereby announces to its shareholders and the market that the Board of Directors, at a meeting held on July 31, 2018, approved, in connection with the transaction aimed at combining the operations and shareholder bases of the Company and Fibria Celulose S.A. (“Fibria”) through a corporate restructuring process, as per the terms disclosed in said Material Fact notice (“Operation”), the reduction from six billion, nine hundred million (US\$ 6,900,000,000.00) to four billion, four hundred million (US\$ 4,400,000,000.00) of the existing firm financial commitment with certain international financial institutions to finance the cash portion of the Operation, whose disbursement is subject, among other conditions, to the consummation of the Operation.

This reduction in the firm financial commitment is aligned with the Company’s debt management and strategy and was made possible by the Company’s 6<sup>th</sup> Debenture issue of R\$4,681,100,000.00 (equivalent to US\$1,250,000,000.00), as per the Material Fact notice of June 26, 2018, the issue of an Export Credit Note of R\$770,600,000.00 (equivalent to R\$200,000,000.00), as per the Notice to the Market of July 31, 2018, and the Company’s cash generation in the period.

Once again, the consummation of the Operation is further subject to the fulfillment of other conditions precedent that are customary to operations of this nature, including approval from antitrust authorities in Brazil and abroad. Until the date of Consummation of the Operation, the companies will not undergo any change in their businesses and will continue to operate independently.

São Paulo, July 31, 2018.

**Marcelo Feriozzi Bacci**  
Chief Financial and Investor Relations Officer