



FIBRIA CELULOSE S.A.

CNPJ/MF n.º 60.643.228/0001-21

NIRE 35.300.022.807

(a publicly held company)

**MINUTES OF THE BOARD OF DIRECTORS EXTRAORDINARY MEETING
HELD AUGUST 23, 2013**

Date, Time and Place: Held on August 23th, 2013, at 09:00 a.m., by teleconference, at the Company's headquarters located at Alameda Santos, No. 1357, 6th floor, in the City and State of São Paulo.

Attendance: All members of the Board of Directors of the Company were present: José Luciano Duarte Penido (Chairman of the Board); Alexandre Gonçalves Silva; Alexandre Silva D'Ambrósio; Carlos Augusto Lira Aguiar; Eduardo Rath Fingerl; João Carvalho de Miranda; José Armando de Figueiredo Campos; Julio Cesar Maciel Ramundo; and Raul Calfat.

Presiding: José Luciano Duarte Penido – Chairman.
Claudia Elisete Rockenbach Leal – Secretary.

Agenda: (i) Reelection of the members of the Company's Board of Executive Officers.

Resolutions: After discussion and analysis of the matter included on the agenda, the following resolution was passed without reservations and/or qualifications, by the unanimous vote of the Directors:

(i) Under the terms of article 19 of the Company's Bylaws, the following members of the Board of Executive Officers were reelected for a term of one year: **Marcelo Strufaldi Castelli**, Brazilian Citizen, married, mechanical engineer, bearer of ID card RG no. 11.778.104-6, of SSP/SP, enrolled with the CPF/MF under no. 057.846.538-81, for the duty of Chief Executive Officer of the Company, responsible for the functions of executive management of the Company and risks management and control and compliance; **Aires Galhardo**, Brazilian Citizen, married, businessman,

bearer of ID card RG no. 24.854.223-0 of SSP/SP, enrolled with the CPF/MF under no. 249.860.458-81, as Executive Officer of the Company without specific designation, to exercise the function of forest management; **Paulo Ricardo Pereira da Silveira**, Brazilian Citizen, married, chemical engineer, bearer of ID card RG no. 5.014.825.854, of SSP/RS, enrolled with the CPF/MF under no. 347 892 940-72, as Executive Officer of the Company without specific designation, to manage industrial, engineering and supplies operations; **Guilherme Perboyre Cavalcanti**, Brazilian Citizen, married, economist, bearer of ID card RG no. 04834163-0, of IFP/RJ, enrolled with the CPF/MF under no. 010.981.437-10, as Executive Officer of the Company without specific designation, exercising the duties of Investor Relations and Finance Management.; **Henri Philippe Van Keer**, Brazilian Citizen, married, engineer, bearer of ID card RG no. 21.067.471-9, of SSP/RJ, enrolled with the CPF/MF under no. 228.771.688-24, as Executive Officer of the Company without specific designation, to exercise the function of managing the commercial and international logistics; and **Luiz Fernando Torres Pinto**, Brazilian Citizen, married, chemical engineer, bearer of ID card RG no. M-760. 059, of the SSP/MG, enrolled with CPF/MF under no. 060.920.087-93, as Executive Officer of the Company without specific designation, to exercise the function of human resources management and development; all are resident and domiciled in the City of São Paulo, State of São Paulo, with business address at Alameda Santos, no. 1357, 6th floor, Zip Code 01419-908.

The Officers elected herein declare, under penalty of law, that they are not involved in any of the crimes established in law that would prevent them from exercising commercial activities, and that they comply with all the requirements as provided in art. 1.011 of Law no 10.406/2002, in art. 147 of Law no 6.404/76 and in CVM Instruction no 367/02 for their investiture as members of the Company's Board of Executive Officers. The Officers will take possession of their respective posts, on this date, upon signing the Induction Instrument as transcribed in the Minutes Book of the Company's Board of Executive Officers and the Declaration referred to in CVM Instruction no 367/02. They also have signed the Instrument for Adhesion to the Listing Regulations of the *Novo Mercado* segment of the *BM&FBOVESPA S.A. – Bolsa de Mercadorias, Futuros e Valores*.



Closing: There being nothing more to address, the meeting was closed and these minutes were transcribed, read, found to be accurate, approved and signed by all present. Attendance: José Luciano Duarte Penido (Chairman of the Board of Directors); Alexandre Gonçalves Silva; Alexandre Silva D'Ambrósio; Carlos Augusto Lira Aguiar; Eduardo Rath Fingerl; João Carvalho de Miranda; José Armando de Figueiredo Campos; Julio Cesar Maciel Ramundo; and Raul Calfat; and Claudia Elisete Rockenbach Leal (Secretary)

São Paulo, August 23, 2013.

We certify that the present instrument is a true copy of the Minutes of the Extraordinary Board of Directors Meeting held on August 23th, 2013, recorded in the appropriate book.

José Luciano Duarte Penido
Chairman

Claudia Elisete Rockenbach Leal
Secretary