



FIBRIA CELULOSE S.A.
Publicly-Held Company
Corporate Taxpayer's ID (CNPJ/MF): 60.643.228/0001-21
Company Registry (NIRE): 35.300.022.807

NOTICE TO THE MARKET

FIBRIA CELULOSE S.A., (BM&FBOVESPA: FIBR3 | NYSE:FBR) (“**Fibria**” or “**Company**”), announces the conclusion, on December 30, 2013, via signature of the First Amendment to the Share Purchase Agreement and Other Covenants, executed by the Company and Parkia Participações S.A., in the transaction for the sale of certain land assets located in the States of São Paulo, Mato Grosso do Sul, Bahia and Espírito Santo, for the total potential value of R\$ 1,650,098,704.00 (one billion, six hundred and fifty million, ninety-eight thousand seven hundred and four *reais*), subject of the Material Fact, disclosed on November 17, 2013.

The Company informs that the total area subject of the transaction was adjusted to 205,722 hectares of gross area and, accordingly announced in the Material Fact, the parties signed, on the same date, Forestry Partnership Agreements for a period of 24 years in these areas.

Regarding the total potential value of the transaction, Fibria:

- Received, on December 30, 2013, the amount of R\$ 500,000,000 (five hundred million *reais*) as down payment, in return to the transfer of the totality shares of the companies incorporated to formalize the transaction (NEWCOS).
- Will receive the amount of R\$ 902,583,898.40 (nine hundred and two million, five hundred and eighty-three thousand, eight hundred and ninety-eight *reais* and forty cents) after the fulfillment of certain obligations and legal registers, to be performed by the Company. The Company expects to receive the totality of this installment during the month of January, 2014.
- May receive an additional amount of R\$ 247,514,805.60 (two hundred and forty-seven million, five hundred and fourteen thousand, eight hundred and five *reais* and sixty cents) totaling the potential amount of R\$ 1,650,098,704.00 (one billion, six hundred and fifty million, ninety-eight thousand seven hundred and four *reais*), which is conditioned upon land appreciation during a period of 21 years, and if will be due, shall be paid in 3 (three) installments, in the 7th, 14th and 21st years from the closing date.

We reiterate that this transaction is in line with the Company's strategy to strengthen its capital structure and will position FIBRIA for a new growth cycle

São Paulo, January 3rd, 2014.

FIBRIA CELULOSE S.A.
Guilherme Perboyre Cavalcanti
Financial and Investor Relations Officer