



**FIBRIA CELULOSE S.A.**  
Publicly-Held Corporation

Corporate Taxpayer ID (CNPJ) No. 60.643.228/0001-21  
Company Registry (NIRE) 35.300.022.807 | CVM Code no. 12793

**NOTICE TO THE MARKET**

**FIBRIA CELULOSE S.A.** (“Company”) hereby informs its shareholders and the market in general that, on December 28, 2015 the Company has executed private instruments of irrevocable and irreversible real estate purchase and sale commitment with one of its controlling shareholders, Votorantim Industrial S.A. (“VID”), whereby: (i) the Company is obliged to sell and transfer and VID is obliged to buy and acquire rural real estates owned by the Company, which records are part of the “Bloco São Francisco”, located in Votorantim/SP and Sorocaba/SP, the “Bloco Santa Maria”, located in Votorantim/SP and the “Bloco Maria Paula”, located in Sorocaba/SP, totaling 5,041.97 hectares, for the amount of R\$ 171,700,000.00 (one hundred and seventy one million and seven hundred thousand Brazilian reais), and (ii) VID is obliged to sell and transfer and the Company is obliged to buy and acquire the rural real estate owned by VID, which records are part of the “Bloco Boa Esperança”, located in Capão Bonito/SP and Itapeva/SP, the “Bloco Santa Fé,” “Bloco Santana”, “Bloco Apiai Mirim I”, “Sítio Itanguá”, located in Capão Bonito/SP and the “Bloco Apiai Mirim II”, located in Itapeva/SP, totaling 33,993.95 hectares, for the amount of R\$ 451,700,000.00 (four hundred and fifty-one million and seven hundred thousand Brazilian reais).

The Company clarifies that the amounts of the purchase and sale of the rural real estates were negotiated among the parties considering independent appraisals, which reports are available at the websites of the Brazilian Securities and Exchange Commission (“CVM”), the BM&FBOVESPA S.A. – Bolsa de Valores, Mercadorias e Futuros (“BM&FBOVESPA”) and the Company.

This transaction is aligned to Fibria’s purpose to optimize its assets basis in order to guarantee and increase the structural competitiveness of its forestry activities, according to the presentation at the event with analysts and investors held on December 2, 2015, in accordance with the presentation available at the regulatory bodies and the Company’s website.

São Paulo, December 28, 2015.

**Guilherme Perboyre Cavalcanti**  
Chief Financial and Investor Relations Officer