

**ELDORADO BRASIL CELULOSE S.A.**  
**CNPJ/MF Nº 07.401.436/0002-12**

**MATERIAL FACT**

In addition to the Material Facts disclosed on September 2, 2017, September 25, 2017, December 12, 2017, September 4, 2018 and September 17, 2018, Eldorado Brasil Celulose S.A. ("Company" or "Eldorado") hereby informs the following:

In the scope of the ongoing arbitration procedure between Eldorado and its shareholders CA Investment (Brazil) S.A. ("CA Investment") and J&F Investimentos S.A. ("J&F") ("Arbitration"), as decided by the court of arbitration and by negotiations between the parties, it was created on November 27<sup>th</sup>, 2019, a collective body, equally composed by representatives of Eldorado itself, J&F and CA Investment ("Coordination Body"), to promote, in the best interest of the Company, cooperation between the parties and consensual decisions on certain significant matters that are not part of the ordinary course of business ("Qualified Matters").

The Coordination Body will remain in force during the course of the arbitration procedure or until decided otherwise by the court of arbitration. The establishment of the Coordination Body does not change the Company's control detained by J&F and does not substitute the other corporate governance bodies of Eldorado, which will continue to operate regularly, pursuant to the law, the Bylaws and their respective internal regulations. The Coordination Body's unanimous prior approval will only be required to deliberate on Qualified Matters. According to the court of arbitration's express decision, the Coordination Body's members shall always defend the interests of the Company, and not those of the shareholders. In case of deadlocks in the Coordinating Body's resolutions, the parties shall justify their respective positions in the Company's interest to the court of arbitration, which will then, based on this principle, decide on the matter.

Eldorado sees the creation of the Coordination Body as extremely positive, as it broadens the protection against any positions of its shareholders that may oppose the best interests of the Company.

Finally, in line with decisions previously issued by the Judiciary, the court of arbitration ordered (i) to suspend the effects of the termination of the share purchase agreement executed on September 2, 2017, and (ii) that J&F shall not sell the shares representing its stake in Eldorado, in both cases until further decision of the court of arbitration.

Lastly, Eldorado will keep the market informed about any relevant developments on the Arbitration that can be considered material facts, within legal and contractual limits, since the Arbitration procedure is confidential.

São Paulo, November 28<sup>th</sup> 2019.

**Rodrigo Libaber**  
**Diretor de Relações com Investidores**