



SANTHER – FÁBRICA DE PAPEL SANTA THEREZINHA S.A.

Publicly Held Company

Corporate Taxpayer's ID (CNPJ/MF): 61.101.895/0001-45

Publicly Held Company – CVM Code 14923

MATERIAL FACT

SANTHER – FÁBRICA DE PAPEL SANTA THEREZINHA S.A. ("Company"), pursuant to CVM Instruction 358/02, as amended, hereby informs its debenture holders and the market in general that, on this date, its only shareholders, SOL – FUNDO DE INVESTIMENTO EM PARTICIPAÇÕES MULTISTRATEGIA and RFPLCA PARTICIPAÇÕES LTDA. ("Sellers"), sold the Company's total capital stock to H&PC BRAZIL PARTICIPAÇÕES S.A. ("Buyer"), pursuant to the terms and conditions of the Share Purchase and Sale Agreement and Other Covenants ("Agreement") ("Transaction").

The Transaction price net of debt is two billion, three hundred and three million reais (R\$2,303,000,000.00), equivalent to one hundred and thirty-six thousand, one hundred and twenty-seven reais and twenty centavos (R\$136,127.20) per Company share, subject to the usual adjustments in this type of operation.

The Transaction is subject to certain usual conditions precedent in this type of operation, including approval of the Transaction by the Brazilian Antitrust Authority – CADE.

The Buyer is a Brazilian subsidiary of the companies DAIO PAPER CORPORATION (51%) and MARUBENI CORPORATION (49%), both based in Tokyo, Japan. Daio Paper Corporation is the leader in the production of tissue paper and personal care products in Asia. Marubeni Corporation operates in various business segments in Japan and in the international market and intends to enter the H&PC (toilet paper, disposable diapers, sanitary pads, napkins etc.) market with this acquisition.

Please see below the Company's preliminary unaudited financial information for 2019:

	2019*
Total Equity	36.6
Total Assets	1,175.1
Total Equity per lot of 1,000 Shares	2.2
Net Revenue	1,563.0
EBIT	108.9
EBITDA	179.8
Profit (loss) attributable to Shareholders	30
Net Income per lot of 1,000 Shares	1.8
Dividends per Share	0

Note: figures in millions of reais

Unaudited figures



The Company will keep the market informed of the development of the Transaction, pursuant to applicable legislation.

São Paulo, February 27, 2020.

SANTHER – FÁBRICA DE PAPEL SANTA THEREZINHA S.A.
Fernando Cunha de Figueiredo Torres
Investor Relations Officer