



Change of Control Offer for Its 9.375% Senior Notes Due 2011

JBS S.A.
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Authorized Capital Publicly Held Company

Change of Control Offer for Its 9.375% Senior Notes Due 2011

JBS S.A. ("JBS" or "Company"), announced today that it has commenced a change of control offer for any and all of its outstanding \$275,000,000 aggregate principal amount of 9.375% Senior Notes due 2011 ("Notes"). The change of control offer is being made pursuant to the Company's obligations under the indenture governing the Notes, which requires JBS to make an offer to purchase the Notes following a "Change of Control" (as defined in the indenture governing the Notes). A "Change of Control" occurred on December 31, 2009 as a result of the Company's merger with Bertin S.A., which caused the controlling shareholders to cease to own more than 50% of the outstanding voting stock of the Company.

The change of control offer will expire at 12:00 midnight, New York City time, on March 1, 2010, unless extended or earlier terminated (the "Expiration Date"). The terms and conditions of the change of control offer are set forth in the Company's Offer to Purchase dated January 28, 2010.

About JBS S.A.

JBS S.A. is currently the world's largest protein producer and exporter having a daily harvesting capacity of 90.4 thousand head of cattle, 48.5 thousand head of pork, 7.2 million birds and 19.5 thousand head of lamb. The company's operations includes 140 production plants, 58 located in Brazil, 6 in Argentina, 2 in Paraguay, 50 in the USA, 3 in Mexico, 10 in Australia, 8 in Italy and 1 in China, Russia and Uruguay. Additionally JBS S.A. has feedlot operations in the USA, Australia, Brazil and Italy, totaling 18 units across the world with a one time capacity to feed 1 million head of cattle, a tannery business with capacity to process 148,500 M2 of hides per day and a dairy production capacity of 1,266 tons/day. JBS' net revenues in 2008 were R\$ 30.3 billion. The Company employs about 125 thousand people and its brands "Friboi", "Swift", "Swift and Company", "La Herencia", "1855 Swift Premium", "Maturatta", "Cabaña Las Lilas", "Organic Beef Friboi", "Anglo", "Mouran", "Plata", "King Island", "Beef City", "AMH", "Inalca", "Montana", "Ibise", "Gold Kist", "Vigor", "Leco" and "Bertin" are widely recognized as symbols of quality. More information about JBS S.A. is available at www.jbs.com.br/ir.

São Paulo, January 28, 2010

Jeremiah O'Callaghan
Investors' Relations Officer