



## Material Fact – Dividend Payments

**JBS S.A.**  
**CNPJ nº 02.916.265/0001-60**  
**NIRE 35.300.330.587**  
**Authorized Capital Publicly Held Company**

### MATERIAL FACT

JBS S.A. ("JBS" or "Company"), hereby informs its shareholders and the market in general, pursuant to CVM Instruction 358, of January 3rd 2002, the following:

The shareholders approved at the Ordinary and Extraordinary General Shareholders' Meeting held on this date, the payment of dividends to the shareholders of JBS in the amount of R\$ 12,321,251.17 (twelve million, three hundred and twenty one thousand, two hundred and fifty one reais and seventeen cents), equivalent to R\$ 0.0087950 (zero point zero zero eight seven nine five zero) per share. Dividends will be distributed according to the capital stock of JBS on this date composed of 1,438,078,926 (one billion, four hundred and thirty eight million, seventy eight thousand, nine hundred and twenty six) common shares excluding 37,140,300 (thirty seven million, one hundred and forty thousand and three hundred) held by the Company's Treasury. The dividend payment will be effected without monetary correction, through Banco Bradesco S.A., on May 8th 2009, and its calculation will be based on the share ownership held on April 29th 2009, it being understood that, as of April 30th 2009, JBS's shares will be traded ex-dividend.

### Form of Payment

Shareholders holding JBS shares in Custody in the Stock Exchanges will receive their respective dividend payments through their brokers, pursuant to article 205, paragraph 2, of Law 6.404, of December 15th 1976, as amended ("Law 6.404/76").

### Additional Information

Dividends that remain unclaimed for a 3 (three)-year term, as from the initial payment date, will lapse and revert in favor of JBS, pursuant to article 287, item II, subitem "a" of Law 6.404/76.

The value of the dividends approved which is less than had initially been proposed by the Administration of the Company was reached by the Shareholders present at the Shareholders General Ordinary and Extraordinary meeting of the Company which occurred on this date who decided that the amortization of goodwill should not be excluded in order to calculate dividend payments. Consequently, they preferred distributing 50% (fifty percent) of the net profit of the period ending December 31, 2008 after discounting the legal reserve, maintaining the remaining balance of accrued profits as an expansion reserve.

**São Paulo, April 29, 2009**

**Jeremiah O'Callaghan**  
**Investors Relation Director**