



Call Notice Extraordinary Shareholders' Meeting 12/27/2012

JBS S.A.

Corporate Taxpayer's ID (CNPJ/MF): 02.916.265/0001-60

Corporate Registry (NIRE): 35.300.330.587

CALL NOTICE

EXTRAORDINARY SHAREHOLDERS' MEETING

The shareholders of JBS S.A. ("Company") are hereby called to the Extraordinary Shareholders' Meeting to be held on December 27, 2012 at 9:00 a.m. at the Company's headquarters, located at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, Vila Jaguara, CEP 05118-100, in the City and State of São Paulo, to resolve on the following agenda:

- (i) To examine, discuss and approve the Protocol and Justification of the Merger by JBS S.A. and Cascavel Couros Ltda., signed by the directors of the Company and Cascavel Couros Ltda. ("Cascavel Couros") ("Protocol and Justification"), as well as all actions and measures therein contained;
- (ii) To ratify the appointment and hiring of APSIS Consultoria Empresarial Ltda. to conduct the evaluation of the net equity of Cascavel Couros, for the purposes of the provisions of Articles 226 and 227 and in accordance with Article 8 of Law 6,404/76, and prepare the appraisal report ("Appraisal Report");
- (iii) To examine, discuss and approve the Appraisal Report;
- (iv) To approve the merger between the Company and Cascavel Couros;
- (v) To alter the Company's Bylaws: (a) to include the activities carried out by Cascavel Couros in Article 3; (b) to include the activity of road transportation of hazardous goods in Article 3; and (c) to adapt Article 5 to hold a referendum and assign the number of shares that into which the capital stock will be divided, taking into account the cancellation of the treasury shares, approved at the Meeting of the Company's Board of Directors on August 14, 2012; and
- (vi) To approve the election of a substitute member to the Company's Audit Board.

General Information:

Documents and information referred to herein and others set forth by CVM Rule 481 of December 17, 2009 were delivered to the Brazilian Securities and Exchange Commission through the Periodic Information System (IPE), in compliance with Article 6 of said Rule, and are available to shareholders in the Company headquarters and its Investor Relations website (www.jbs.com.br/ri), as well as on the websites of BM&FBOVESPA S.A. - Securities, Commodities and Futures Exchange (www.bmfbovespa.com.br) and the Brazilian Securities and Exchange Commission (www.cvm.gov.br).

Pursuant to Paragraph 5, Article 10 of the Company's Bylaws and Article 126 of Law 6,404/76, shareholders are requested to present, at least 72 hours in advance, in addition to their identification document and/or pertinent corporate acts testifying legal representation, if applicable: (i) the statement of ownership of the Company shares issued by the trustee; (ii) the power of attorney certified by the grantor (those drawn up in a foreign language must be translated into Portuguese before being forwarded to the Company, and the translations must be registered in the Certificates and Documents registry); and/or (iii) the statement proving ownership interest, issued by competent authority, in the case of shareholders participating in the fungible custody of registered shares. Copies of the documents may also be forwarded by e-mail to

ri@jbs.com.br or by fax to (+55 11) 3144-4279.

São Paulo, December 11, 2012

Joesley Mendonça Batista
Chairman of the Board of Directors

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