



## Call Notice dated April 27, 2012

JBS S.A.  
Corporate Taxpayer ID (CNPJ/MF): 02.916.265/0001-60  
Company Registry (NIRE): 35.300.330.587

### CALL NOTICE

#### ANNUAL AND SPECIAL SHAREHOLDERS' MEETINGS

The shareholders of JBS S.A. ("Company") are hereby called to the Annual and Special Shareholders' Meetings to be held on April 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:

At the Annual Shareholders' Meeting:

- (i) To approve the Management Report, the Board of Executive Officers accounts and Company's financial statements for the year ended December 31, 2011;
- (ii) To resolve on the allocation of income for the year ended December 31, 2011;
- (iii) To elect the members of the Company's Fiscal Council and corresponding deputy members; and
- (iv) To establish the overall annual compensation to the Company's Management and Fiscal Council members.

At the Special Shareholders' Meeting:

- (i) To make the following amendments to the Company's Bylaws: (a) to adapt Article 5 in order to ratify and register the number of shares into which the capital stock is divided, due to the cancellation of treasury shares, as approved by the Company's Board of Directors; (b) to amend Article 58, main clause and Paragraphs 1 and 2, in order to comply with the new rules of the Arbitration Chamber of BM&FBOVESPA – Securities, Commodities and Futures Exchange; and (c) to amend Paragraph 3 of Article 20 to clarify and describe in details the Company representation; and
- (ii) To restate the Bylaws.

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](http://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](http://www.bmfbovespa.com.br)) and the Brazilian Securities and Exchange Commission ([www.cvm.gov.br](http://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](mailto:ri@jbs.com.br) or by fax to (+55 11) 3144-4279.

São Paulo, April 12, 2012.

Joesley Mendonça Batista  
Chairman of the Board of Directors