



Notice to the Market - Share Buy-Back Program

The JBS Board of Directors, in a meeting on the 9th of June, 2010, in accordance with Article 19, item XVI of the Company Bylaws and the normative instruction N. 10 of the CVM, authorized the acquisition of up to 68,371,334 (sixty eight million, three hundred and seventy one thousand, three hundred and thirty four) non-par registered common shares, not including the shares currently held by the treasury, to maintain in the treasury for cancellation or sell, without the reduction of the social capital, the Company Directors will determine when and the amount of shares to be acquired, within the terms authorized herein. Pursuant to Article 18 of the normative instruction mentioned above it was decided that: (a) the Company's objective to maximize shareholder value through the efficient management of capital structure; (b) excluding the quantity of shares already held by the Company's treasury, the amount of shares to be acquired is at the most 68,371,334 (sixty eight million, three hundred and seventy one thousand, three hundred and thirty four) non-par registered common shares; (c) the maximum period for completion of this transaction herein authorized is 365 days this date, or until the June 9th, 2011; (d) the amount of shares in free float, as defined by Article 5 that is referenced above, is 1,123,614,339 (one billion, one hundred and twenty three million, six hundred and fourteen thousand, three hundred and thirty nine) non-par registered common shares; (e) the acquisition will be conducted at market price, intermediated by: BANCO BRADESCO S.A. Corretora de Títulos e Valores Mobiliários located at Avenida Paulista, 1.450, 7o andar, Bela Vista, São Paulo, AGORA CTVM S.A located at Rua Leopoldo Couto de Magalhães Júnior, 758, 1º andar, São Paulo, CITIGROUP GLOBAL MARKETS BR located at Avenida Paulista, 1.111, 11º andar, São Paulo, CREDIT SUISSE BRASIL S.A. CTVM, located at Avenida Brigadeiro Faria Lima, 3064, 13º andar, São Paulo, CS HEDGING-GRIFFO CV S.A., located at Av. Presidente Juscelino Kubitschek, 1.830, 6º e 7º andares - Torre IV, São Paulo, DEUTSCHE BANK CV S.A., located at Avenida Faria Lima, 3900, 13º andar (PTE), ED. BIRMANN 31, São Paulo, FATOR S.A. CV, located at Rua Doutor Renato Paes de Barros, 1.017, 11º e 12º andares, São Paulo, HSBC CTVM S.A., located at Avenida Brigadeiro Faria Lima, 3.064, 2º andar, São Paulo, INTRA S.A. CCV, located at Avenida Brigadeiro Faria Lima, 1461, 4º andar, São Paulo, ITAÚ CV S/A, located at Avenida Doutor Hugo Beolchi, 900, 15º andar, São Paulo, J. P. MORGAN CCVM S.A., located at Avenida Brigadeiro Faria Lima, 3.729, 13º andar, São Paulo, MAGLIANO S.A. CCVM, located at Rua Bela Cintra, 986, 2º andar, São Paulo, MERRILL LYNCH S.A. CTVM, located at Avenida Brigadeiro Faria Lima, 3400, 16º andar, Parte A, São Paulo, MORGAN STANLEY CTVM S.A, located at Avenida Faria Lima, 3600, 6º andar, São Paulo, SANTANDER BRASIL S.A. CTVM, located at Rua Hungria, 1400, 4º andar, São Paulo, SLW CVC LTDA, located at Rua Dr. Renato Paes de Barros, 717, 10º andar, São Paulo, SOCOPA SC PAULISTA S.A., located at Avenida Brigadeiro Faria Lima, 1355, 3º andar, São Paulo, UBS PACTUAL CTVM S.A., located at Avenida Brigadeiro Faria Lima, 3.729, 10º andar, São Paulo, UNIBANCO INVESTSHOP CVMC S.A, located at Avenida Eusébio Matoso, 891, 18º andar, São Paulo, VOTORANTIM CTVM LTDA, located at Avenida Roque Petroni Júnior, 999, 16º andar, cj. B, São Paulo, PAX CVC LTDA., located at Rua Senador Pompeu, 1520, 3º andar, Fortaleza, Ceará, TOV CCTVM LTDA., located at Rua Joaquim Antunes, 246, São Paulo, UMUARAMA S.A. CTVM, located at Rua Iguatemi, 192, cjtos. 113/114, São Paulo, BANIF CVC S.A., located at Rua Minas de Prata, 30, 15º andar, São Paulo, SP, BES SECURITIES BRASIL S.A. CCVM, located at Avenida Brigadeiro Faria Lima, 3729, 6º andar, São Paulo, BRASCAN S.A. CTV, located at Av. Presidente Juscelino Kubitschek, 28, 8º andar, cjto. 81, e LINK S.A. CCTVM, located at Rua Leopoldo Couto de Magalhães Júnior, 758, 10º andar, cjto. 101. The decision about the sell or cancelation of these shares will be taken in due course and communicated to the market. Company Directors are authorized to take the steps necessary to carry out, at the moment they deem appropriate, the deliberation above and shall inform the Board the characteristics of the operation performed.

São Paulo, June 15, 2010

Jeremiah O'Callaghan
Investor Relations Officer

This release contains forward-looking statements relating to the prospects of the business, estimates for operating and financial results, and those related to growth prospects of JBS. These are merely projections and, as such, are based exclusively on the expectations of JBS' management concerning the future of the business and its continued access to capital to fund the Company's business plan. Such forward-looking statements depend, substantially, on changes in market conditions, government regulations, competitive pressures, the performance of the Brazilian economy and the industry, among other factors and risks disclosed in JBS' filed disclosure documents and are, therefore, subject to change without prior notice.

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