



Notice to the Market

S&P reaffirms JBS S.A. and JBS USA BB ratings with a stable outlook

JBS SA (JBSS3, "Company") communicates to its shareholders and to the Market in general that the rating agency Standard and Poor's ("S&P") today reaffirmed the Company's and JBS USA's **BB** ratings with a stable outlook.

After the announcement of Seara acquisition on June 10, 2013, S&P placed the Company and its subsidiary JBS USA in CreditWatch negative. Today, the agency affirmed the ratings with a stable outlook. According to Flávia Bedran, primary credit analyst of S&P, the rating reflects the agency's belief that JBS S.A. will successfully complete the acquisition of Seara, which includes the extension of the duration of the debt assumed from Marfrig Alimentos S.A., as well as the expectation that JBS will be able to improve operations and cash flows from Seara.

The improvement in JBS' rating, according to S&P, reflects the Company's consolidation of its businesses and its strengthening portfolio with the acquisition of Seara. The agency also highlighted that JBS' geographic and portfolio diversification has proven to be successful. S&P also expects that JBS successfully integrate Seara, based on its track record with other acquisitions.

"The stable outlook reflects our view that JBS will gradually reduce leverage by improving cash flows in all business lines and lower debt as it generates positive free operating cash flows from 2014 onward. We also expect that the company will be successful in improving Seara's operating performance and sustaining adequate liquidity upon the refinancing and extension of the debt assumed with the acquisition."

São Paulo, August 29th, 2013.

**Jeremiah O'Callaghan
Investor Relations Officer**