



NOTICE TO SHAREHOLDERS

JBS S.A. ("Company") announces to its shareholders that the Annual Shareholders' Meeting held on April 30, 2014 approved the distribution of dividends in accordance with the following terms:

- i. The amount to be distributed is R\$ 220,140,456.17 (two hundred and twenty million, one hundred and forty thousand, four hundred and fifty-six reais and seventeen cents), which corresponds to the dividends for the fiscal year ended December 31, 2013, and will be paid to shareholders without withholding of income tax resulting in a distribution of R\$ 0.076745337 per share;
- ii. The dividends will be based on shareholders position on April 30, 2014. The Company's shares under the ticker "JBSS3" traded "ex" dividends on May 2, 2014;
- iii. The dividend payment date will be June,2, 2014.

Foreign shareholders should consult their legal representatives in Brazil.

Dividends will be credited to shareholders correctly registered, including an individual or corporate tax identification number (CPF or CNPJ, respectively) and full bank details. Information should be updated either in person or through an attorney with the respective power of representation at a branch of Banco Bradesco S/A that provides services to shareholders.

Shareholders holding share custody accounts will receive the amounts in accordance with the procedures adopted by the Brazilian Stock Exchange.

São Paulo, May 6, 2014

Jeremiah O'Callaghan
Investor Relations Officer