



MATERIAL FACT

JBS Announces the Conclusion of the Acquisition of Moy Park

JBS S.A. ("JBS" or "Company" - BM&FBOVESPA: JBSS3; OTCQX: JBSAY), in continuity to the announcement made in the Material Fact of June 21th, 2015, communicates to its shareholders and to the market in general, pursuant to CVM Instructions No. 10 and 358 of January 3rd 2002, as amended, that it concluded today the acquisition of 100% of the ownership of Moy Park Holdings Europe Ltd. ("Moy Park").

The Company obtained the necessary regulatory approvals from the competent antitrust authorities, including the European Commission, to conclude the transaction without restrictions.

The closing value was composed by: (i) payment of US\$1,212.6 million to Marfrig; and (ii) Moy Park net debt assumed by JBS in the total amount of US\$293 million which includes Notes totaling GBP300 million due in 2021. The value paid is slightly higher than the amount of US\$1,190 million previously announced due to variation in working capital and in net debt in the period between the signing of the agreement and the closing of the transaction, as originally agreed by the parties.

Moy Park has a history of more than 70 years, being a leader in high value added categories and a reference in the development and innovation of food products. With revenue of R\$5.5 billion in 2014, of which 51% came from prepared further processed products, Moy Park customer base includes the main retailers and foodservice chains in UK and Continental Europe.

"This transaction is in line with our global strategy in expanding our portfolio of prepared and convenient food products. In addition, we see potential to expand our customer base in Europe, with a vertically integrated production, with innovation and strong brands", stated Wesley Batista, Global CEO of JBS.

São Paulo, September 28th, 2015

**Jeremiah O'Callaghan
Investor Relations Officer**