



**JBS USA LUX S.A. AND JBS S.A. ANNOUNCE EXPIRATION OF, AND RECEIPT OF
REQUISITE CONSENTS IN CONNECTION WITH, THE CONSENT SOLICITATIONS
FOR EACH OF
8.250% SENIOR NOTES DUE 2020, 7.250% SENIOR NOTES DUE 2021, 5.875%
SENIOR NOTES DUE 2024 AND 5.750% SENIOR NOTES DUE 2025
OF JBS USA LUX S.A. AND JBS USA FINANCE, INC.
AND
7.750% SENIOR NOTES DUE 2020, 6.250% SENIOR NOTES DUE 2023 AND 7.250%
SENIOR NOTES DUE 2024 OF JBS INVESTMENTS GMBH**

SÃO PAULO, BRAZIL AND GREELEY, CO – August 17, 2016 – JBS USA Lux S.A. (formerly known as JBS USA, LLC) (“JBS USA”) and JBS S.A. (“JBS S.A.”) announce that JBS USA received the requisite consents from the holders of each series of JBS USA Notes (as defined below) and JBS S.A. received the requisite consents from the holders of each series of JBS S.A. Notes (as defined below), in each case, to implement the proposed waivers and amendments (together, the “Proposed Amendments”) to the indentures governing each applicable series of Notes, in connection with the previously announced solicitations of consents from (i) in the case of JBS USA, holders of the 8.250% Senior Notes due 2020, the 7.250% Senior Notes due 2021, the 5.875% Senior Notes due 2024 and the 5.750% Senior Notes due 2025 issued by JBS USA and JBS USA Finance, Inc. (collectively, the “JBS USA Notes”) and (ii) in the case of JBS S.A., the holders of the 7.750% Senior Notes due 2020, the 6.250% Senior Notes due 2023 and the 7.250% Senior Notes due 2024 issued by JBS Investments GmbH (collectively, the “JBS S.A. Notes” and, together with the JBS USA Notes, the “Notes”) (with respect to each series of Notes, a “Consent Solicitation” and, collectively, the “Consent Solicitations”).

JBS USA and JBS S.A. sought the Proposed Amendments in order to allow, among other things, the proposed global reorganization of JBS S.A. and its subsidiaries described in the consent solicitation statement pursuant to which the Consent Solicitations were conducted.

Each Consent Solicitation expired at 5:00 p.m. (New York City time) on August 16, 2016 (the “Expiration Time”). Each Consent Solicitation was made solely by means of the applicable Consent Documents. As of the Expiration Time, JBS USA and JBS S.A., as applicable, received consents from the holders of a majority in aggregate principal amount of each series of Notes (not including any Notes held by JBS USA, JBS S.A. or any of their respective affiliates). Holders of Notes as of August 5, 2016 (the “Record Date”) will receive a cash payment equal to U.S.\$1.25 per U.S.\$1,000 principal amount of such Notes in respect of which consent letters and consents to the Proposed Amendments have been validly delivered prior to the applicable Expiration Time and not validly revoked by such holder. Such cash payment is expected to occur on August 23, 2016 or promptly thereafter.

The Solicitation Agents for each Consent Solicitation were Merrill Lynch, Pierce, Fenner & Smith Incorporated and Banco Bradesco BBI S.A.

The Information Agent for each Consent Solicitation was:

D.F. King & Co., Inc.

Banks and Brokers call: +1 (212) 269-5550 (collect)

All others call toll-free: +1 (877) 864-5058

E-mail: JBS@dfking.com

THIS PRESS RELEASE IS NEITHER AN OFFER TO SELL NOR THE SOLICITATION OF AN OFFER TO BUY ANY SECURITY. THIS ANNOUNCEMENT IS ALSO NOT A SOLICITATION OF CONSENTS TO ANY PROPOSED AMENDMENTS.

São Paulo, August 17, 2016

**Jeremiah O’Callaghan
Investor Relations Officer**

Important Notice Regarding Forward-Looking Statements:

This press release contains certain forward-looking statements. Statements that are not historical facts, including statements about our perspectives and expectations, are forward looking statements. The words “expect”, “believe”, “estimate”, “intend”, “plan” and similar expressions, when related to JBS S.A. and its subsidiaries, indicate forward-looking statements. These statements reflect the current view of management and are subject to various risks and uncertainties. These statements are based on various assumptions and factors, including general economic, market, industry, and operational factors. Any changes to these assumptions or factors may lead to practical results different from current expectations. Excessive reliance should not be placed on those statements. Forward-looking statements relate only to the date they were made and JBS S.A. undertakes no obligation to update forward-looking statements to reflect events or circumstances after the date they were made.