

NOTICE TO THE MARKET

JBS S.A. ANNOUNCES INDEPENDENT MEMBERS OF THE BOARD OF ITS SUBSIDIARY JBS FOODS INTERNATIONAL

JBS S.A. (BM&FBOVESPA: JBSS3, OTCQX: JBSAY, "JBS" or "Company"), announces to its shareholders and the market in general the appointment of independent members of the Board of its subsidiary JBS Foods International ("JBSFI"). The directors will serve on the JBS Foods International Board of Directors only after the company's effective listing on the NYSE.

Mr. John Boehner

The Honorable John Boehner is the 53rd Speaker of the U.S. House of Representatives (the Speaker of the House is the political and parliamentary leader of the lower chamber of the United States Congress). He served as the representative of Ohio's 8th congressional district from 1991 to 2015. During his time in Congress, Boehner served as Vice Chairman of the U.S. House Committee on Agriculture (the Vice Chairman is the second highest ranking congressional member on the committee) and as Chairman of the U.S. House Committee on Education and the Workforce. In 2006, he was elected by the Republican members of the U.S. House of Representatives to serve as House majority leader (the congressional member from the political party that controls Congress and schedules the legislative calendar and directs the management of House Committees) and from 2007 to 2010, he served as House minority leader (the congressional member from the minority party who works directly with the majority leader). In January 2011, he was elected Speaker of the House. He retired from Congress in October 2015 after more than 30 years of public service.

Speaker Boehner is currently a Senior Strategic Advisor at Squire Patton Boggs, a full-service global law and public policy firm, where he provides strategic advice and counsel to clients on all aspects of domestic and international policy, drawing from his decades of experience both in business and at the highest levels of the US government. He currently serves as a member of the Board of Directors of Reynolds American (NYSE: RAI).

Mr. Greg Heckman

Mr. Heckman is an accomplished leader with more than 30 years of experience in the agriculture and energy industries with a strong understanding of commodity and overall business risk management. Mr. Heckman is the former President and CEO of The Gavilon Group, where he directed the carve-out of the company from ConAgra Foods in 2008. As CEO of Gavilon, he doubled the size of the Company from 2008 to 2012, and led its successful sale to Marubeni in 2013. Prior to leading Gavilon, he spent 24 years with ConAgra Foods, where he had leadership responsibility for multiple business segments and corporate functions. Currently, Mr. Heckman is one of the founding partners of Flatwater Partners, LLC, a private investment company.

Mr. Heckman serves as a member of the Board of Directors of OCI N.V. (NYSE: OCI), a global producer of natural gas-based fertilizers and industrial chemicals. He is also a Board Member of



Waitt Brands and previously served on the Board of Trustees for Brownell-Talbot College Preparatory School.

Mr. Charles Macaluso

Mr. Macaluso has been a principal at Dorchester Capital Advisors, LLC, a management consulting and corporate advisory service firm focusing on operational assessment, strategic planning and workouts, since 1998. He has significant experience in operational assessment, strategic planning, crisis management and turnaround advisory services.

Mr. Macaluso currently serves as a member of the Board Directors of Darling Ingredients Inc. (NYSE: DAR), Pilgrim's Pride Corporation (Nasdaq: PPC) and Global Equipment Power Group (OT: GLPW). During the past five years, Mr. Macaluso also served as a director of the Elder Beerman Stores Corp. and Global Crossing Limited. Mr. Macaluso is also a member of the National Association of Corporate Directors.

Mr. Steven Mills

Mr. Mills is a consultant and advisor, providing services to clients in the private equity, agribusiness, renewable products and financial services fields. He has nearly 40 years of experience in the fields of accounting, corporate finance, strategic planning, risk management, and mergers & acquisitions. He served as CFO of Amryis, Inc. (NASDAQ: AMRS), an integrated renewable products company, from May 2012 to December 2013. Prior to joining Amyris, he had a 33 year career at Archer-Daniels-Midland Company (NYSE:ADM), one of the world's largest agricultural processors and food ingredient providers. At ADM, he held various senior executive roles, including Chief Financial Officer, Controller, and responsibility for leading ADM's strategic efforts globally.

Mr. Mills is currently a member of the Board of Directors of Black Hills Corporation (NYSE:BKH), a vertically-integrated energy company, where he chairs the audit committee. He also serves on the boards of Farmers Edge, Inc., Big Red Group Holdings LLC, Hickory Point Bank & Trust.

Mr. Dimitri Panayotopoulos

Mr. Panayotopoulos is former Vice Chairman and Advisor to the Chairman and Chief Executive Officer of Procter & Gamble (NYSE: PG), a global consumer goods company and manufacturer of family, personal and household care products. During his 37 year career at Procter & Gamble, he worked in many markets across the globe and was involved in and led significant breakthrough innovations. He continued to focus on innovation, speed to market and scale across all of Procter & Gamble's businesses while Vice Chairman of all Global Business Units.

Mr. Panayotopoulos is currently a member of the Board of Directors of British American Tobacco Company (LSE: BATS), a leading global tobacco group and Logitech International SA (Nasdaq: LOGI), a consumer technology company. He also serves as a Senior Advisor at the Boston Consulting Group, a global management consulting firm.



JBS will keep the market informed regarding the next steps associated with JBSFI listing.

São Paulo, January 30, 2017.

Jeremiah O'Callaghan Investor Relations Officer

Forward-Looking Statements

This document contains certain statements, including estimates, projections, statements relating to business plans, objectives, and expected operating results, and the assumptions upon which those statements are based, that are "forward-looking statements" within the meaning of the U.S. Private Securities Litigation Reform Act of 1995, Section 27A of the U.S. Securities Act of 1933 and Section 21E of the U.S. Securities Exchange Act of 1934. These forward-looking statements are generally identified by the words "anticipate," "believe," "estimate," "expect," "future," "intend," "may," "opportunity," "outlook," "plan," "project," "should," "strategy," "will," "would," "will be," "will continue," "will likely result" and similar expressions. These statements are based on the current expectations of the management of JBS and are subject to uncertainty and to changes in circumstances. In addition, these statements are based on a number of assumptions that are subject to change. Many factors could cause actual results to differ materially from these forward-looking statements. Forward-looking statements included herein are made as of the date hereof, and JBS undertakes no obligation to update publicly such statements to reflect subsequent events or circumstances.

Important Notice

The foregoing is not an offer of securities for sale in the United States or any other jurisdiction. Additionally, securities may not be offered or sold in the United States absent registration or an exemption from registration. JBSFI intends to register securities in the United States and any public offering of securities to be made in the United States may only be made by means of a prospectus that may be obtained from JBSFI containing detailed information about the company and management, as well as financial statements.