

JBS S.A.
National Corporate Taxpayers' Register (CNPJ/MF) No. 02.916.265/0001-60
NIRE 35.300.330.587
Authorized Publicly Traded Company
Ledger of Minutes

MINUTES OF THE BOARD MEETING
HELD ON DECEMBER 19, 2017 AT 10 AM.

Time, Date and Place: December 19, 2017, at 10 am, at JBS S.A.'s registered offices in the city of São Paulo, state of Sao Paulo, at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, Vila Jaguara, ZIP 05118-100 (the "Company").

Notice of Meeting: The meeting notice was emailed to the members of the Board of Directors, pursuant to Article 18 of the Company Bylaws.

Attendance: The quorum required to bring to order the Meeting of the Company's Board of Directors was achieved, with all Board Members in attendance, namely: **Jeremiah Alphonsus O'Callaghan** (Chairman), **José Batista Sobrinho** (Vice-Chairman), **Wesley Mendonça Batista Filho**, **Aguinaldo Gomes Ramos Filho**, **Gilberto Meirelles Xandó Baptista**, **José Gerardo Grossi**, **Sérgio Roberto Waldrich**, **Roberto Penteado de Camargo Ticoulat** and **Cledorvino Belini**.

Also attending the meeting as guests, to present certain matters included on the order of business, were **André Nogueira**, Chief Executive Officer of JBS USA; and **Gilberto Tomazoni**, the Company's Global President of Operations.

Eduardo Secchi Munhoz and **João Vicente Lapa de Carvalho**, attorneys from E. Munhoz Advogados, also attended the meeting.

Steering Committee: **Jeremiah Alphonsus O'Callaghan**, Committee Chair; **Daniel Pereira de Almeida Araujo**, Committee Secretary.

Order of Business:

For deliberative purposes: **(i)** Deliberation on the Company Budget for 2018; **(ii)** Deliberation on the Internal Regulations of the Board of Directors and the Company's Board Advisory

Committees; **(iii)** Deliberation on the 2018 calendar of meetings for the Board of Directors and the Company's Board Advisory Committees; **(iv)** Deliberation on the sale of treasury stock held by the Company as part of the Company Stock Option Plan (the "Option Plan"); and **(v)** Deliberation on the Company's interim accounting statements accompanied by the independent auditor's report for the periods ending on June 30, 2017 and September 30, 2017.

Deliberations:

For deliberative purposes:

(i) **André Nogueira** and **Gilberto Tomazoni** and Board Member **Wesley Batista Filho** presented the 2018 budget for the Company and its subsidiaries to the Board. The executives made a number of specific comments and detailed presentations in relation to each Company business unit, their operations and their results assumptions and outlooks for 2018. Once the presentations were concluded, the Board Members then debated the information provided and raised certain issues with the guests, all of which were responded to. Based on these analyses and discussions, the Board Members decided to unanimously approve the Company's annual budget for 2018.

(ii) The Secretary to the Board of Directors presented to the Board the internal regulations of the Board of Director's Advisory Committees, explaining the main provisions set forth therein and emphasizing the general rules that apply to each of the committees and their respective responsibilities. The Board members then debated the information provided and raised a number of issues with the Secretary of the Board, all of which were responded to. Based on these analyses and discussions, the Board Members decided to unanimously approve the internal regulations for the Board of Directors' Advisory Committees, namely: the Sustainability Committee (**Schedule I**), the Audit Committee (**Schedule II**), the Finance and Risk Management Committee (**Schedule III**), the Governance Committee (**Schedule IV**) and the Related Parties Committee (**Schedule V**). The Board of Directors also approved the publication of the aforementioned internal regulations on the Company's investor relations website.

(iii) The Chairman of the Board of Directors presented to the the Board the 2018 calendar of meetings for the Board of Directors and the Advisory Committees. Following analysis and discussion, the Board Members decided to unanimously approve the 2018 meeting schedule (**Schedule VI**).

(iv) The members of the Board of Directors unanimously decided to authorize the sale of 3,018,203 (three million, eighteen thousand, two hundred and three) shares of common, nominative, book-entry treasury stock held by the Company as part of the Option Plan.

Pursuant to this deliberation, the Board Members unanimously decided to authorize the Company's Officers to take any and all steps, carry out all acts and sign all documents required to implement the sale of Company treasury stock, precisely in accordance with their deliberations on this matter.

(v) The Chairman of the Board of Directors informed the other Board Members that **BDO RCS Auditores Independentes S.S.** ("BDO") had decided to issue its report reviewing the Company's quarterly information – Quarterly Reports - for the periods ending June 30, 2017 (the "2nd QR") and September 30, 2017 (the "3rd QR"), registering its decision to refrain from expressing an opinion. The Chairman of the Board of Directors read BDO's basis for refraining from expressing an opinion to the other Board Members, highlighting that the independent auditor had not indicated any incongruence in the Company's figures or the omission of any requested information and had only noted that the internal investigations related to the Leniency Agreement could have an impact on the Company's accounts at some point in the future. He also noted that a significant proportion of the JBS group's results had received appropriate approvals from the independent auditors acting for JBS USA, Pilgrim's Pride and Moy Park. He further observed that the 2nd QR and the 3rd QR were discussed by the Board of Directors at its August 11, 2017 and November 13, 2017 meetings and were discussed by the Audit Committee and the Fiscal Committee at their August 10, 2017 and November 10, 2017 meetings, and that none of the then-registered members of those bodies had issued any disclaimers or remarks in relation to the figures presented. Board Members **Gilberto Xandó** and **Sérgio Waldrich** noted that the Audit Committee had met on today's date to analyze the BDO review reports and had unanimously decided to recommend the Board of Directors to approve the 2nd QR and 3rd QR, without reservations. Therefore, following analysis and discussion and as recommended by the Audit Committee, the Board Members decided to unanimously approve the 2nd QR and the 3rd QR.

Summary of the Minutes: The Board of Directors authorized the registration of these minutes in summary format and publication without the attendees' signatures, as per paragraphs 1 and 2, Article 130 of the Corporations Act.

Adjournment: Having concluded the business at hand, the floor was opened to those in attendance and as no-one wished to speak, the meeting was adjourned for the time required to register these minutes, which were then read and approved by all in attendance.

São Paulo, December 19, 2017.

Steering committee:

Jeremiah Alphonsus O’Callaghan
Chairman

Daniel Pereira de Almeida Araujo
Meeting Secretary

Members of the Board of Directors:

Jeremiah Alphonsus O’Callaghan
Chairman

José Batista Sobrinho
Vice-Chairman

Wesley Mendonça Batista Filho

Aguinaldo Gomes Ramos Filho

Gilberto Meirelles Xandó Baptista

José Gerardo Grossi

Sérgio Roberto Waldrich

Cledovirno Belini

Roberto Penteado de Camargo Ticoulat

Schedule I

Internal Regulations of the Sustainability Committee

Schedule II

Internal Regulations of the Audit Committee

Schedule III

Internal Regulations of the Financial and Risk Management Committee

Schedule IV

Internal Regulations of the Governance Committee

Schedule V

Internal Regulations of the Related Parties Committee

Schedule VI

Calendar of 2018 Meetings