



MATERIAL FACT

JBS USA PRICES US\$900 MILLION SENIOR UNSECURED NOTES OFFERING

JBS S.A. ("JBS" or "Company" - B3: JBSS3; OTCQX: JBSAY), pursuant to CVM Instruction 358, of January 3, 2002, as amended, hereby informs its shareholders and the market in general that its subsidiary JBS USA Lux S.A. ("JBS USA") today announced the pricing of unsecured senior notes in an aggregate principal amount of US\$900 million with a coupon of 6.75% due 2028 ("Notes").

Net proceeds of the Notes will be used to for usual cash flow purposes and to redeem all of the outstanding 8.25% senior notes due 2020 issued by JBS USA. This transaction will extend the Company's debt maturity profile, significantly reduce financial expenses and strengthen its cash position.

São Paulo, February 1, 2018

**Jeremiah O'Callaghan
Investor Relations Officer**

The Notes will not be registered under the Securities Act of 1933, as amended (the "Securities Act"), or any state securities laws and may not be offered or sold in the United States or to any U.S. persons absent registration under the Securities Act, or pursuant to an applicable exemption from the registration requirements of the Securities Act and applicable state securities laws. The Notes will be offered only to "qualified institutional buyers" under Rule 144A of the Securities Act or, outside the United States, to persons other than "U.S. persons" in compliance with Regulation S under the Securities Act.

This document does not constitute an offer to sell or a solicitation of an offer to buy the Notes.