



## New Board Member

JBS S.A.

Corporate Taxpayer ID (CNPJ/MF): 02.916.265/0001-60

Company Registry (NIRE): 35.300.330.587

EXTRACT FROM THE MINUTES OF THE BOARD OF  
DIRECTORS' MEETING  
HELD ON MAY 3, 2012

Date, Time and Venue: May 3, 2012, at 5:30 p.m., at the headquarters of JBS S.A. ("Company"), located at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, Vila Jaguara, CEP 05118-100, in the City and State of São Paulo.

Call Notice: Call notice was sent via e-mail to the members of the Board of Directors.

Attendance: The majority of members of the Company's Board of Directors were present, therefore achieving the necessary quorum to install the meeting.

Presiding: Due to the absence of the Chairman of the Board of Directors, Joesley Mendonça Batista, the Vice-Chairman of the Board, Wesley Mendonça Batista, presided over the meeting. Thus, Wesley Mendonça Batista was the Chairman and Francisco de Assis e Silva acted as Secretary.

Resolutions:

Pursuant to Paragraph 8, Article 16 of the Company's Bylaws, in view of the resignation, on May 2, 2012, of Umberto Conti, qualified below, from the position of sitting member of the Board of Directors, since the resignation of Guilherme Narciso de Lacerda, the members of the Board of Directors unanimously decided to appoint Carlos Alberto Caser, Brazilian, single, insurance broker, bearer of identification document (RG) number 472.625 issued by SSP/ES, and inscribed in the roll of individual taxpayers (CPF/MF) under number 620.985.947-04, resident and domiciled in Brasília, Distrito Federal, with offices in the same city, located at SCN - Q.02 - Bloco A - 13º andar, Ed. Corporate Financial Center, CEP 70712-900, as new sitting member of the Board. The members of the Board of Directors also appointed, as alternate member, Umberto Conti, Brazilian, single, economist, bearer of identification document (RG) number 22.099.689-1, issued by SSP/SP, and inscribed in the roll of individual taxpayers (CPF/MF) under number 165.706.888-98, resident and domiciled in Brasília, Distrito Federal, with offices in the same city, located at SQMW 5 Lote 04 Ap 315 C Sudoeste, CEP 70380-500. Carlos Alberto Caser and Umberto Conti will remain in their positions until their appointments are ratified at the subsequent first Annual Shareholders' Meeting of the Company.

Closure and Drawing up of the Minutes: There being no further business to discuss, the floor was offered to anyone who intended to speak and, as no one did, the meeting was adjourned for the time necessary to draw up these minutes, which were then read, approved and signed by all attending Board members.

Members Attending the Meeting: José Batista Sobrinho, Wesley Mendonça Batista, José Batista Junior, Marcus Vinicius Pratini de Moraes, Natalino Bertin, Guilherme Rodolfo Laager, Valere Batista Mendonça Ramos, Vanessa Mendonça Batista, Peter Dvorsak and Carlos Alberto Caser.

This is a free English translation of the extract from the original minutes drawn up in the Company's records.

São Paulo, May 3, 2012.

Wesley Mendonça Batista  
Chairman

Francisco de Assis e Silva  
Secretary

JBS S.A. © 2009 Todos os direitos reservados