



Amendment of item (ii) of the Minutes of the Board of Directors' Meeting 04/05/2012

Date, Time and Venue: April 12, 2012, at 10:00 a.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 waived in view of the presence of all members of the Board of Directors.

Attendance: All members of the Company's Board of Directors were present, achieving a sufficient quorum to install the Meeting. The Board member Guilherme Narciso de Lacerda was absent and, instead, the alternate member Umberto Conti attended the Meeting.

Presiding: Joesley Mendonça Batista, Chairman; and Alexandre Tadeu Seguin, Secretary.

Agenda: To approve the amendment and ratification of writing of item (ii) of the Minutes of the Company's Board of Directors' Meeting held on April 5, 2012.

Resolutions: The members of the Board of Directors unanimously resolved to amend the writing of item (ii) of the resolutions of the Minutes of the Company's Board of Directors' Meeting, held on April 5, 2012 to include that the value unanimously approved in said item was the "value of common shares issued by the Company, object of Public Tender Offer, based on the weighted average by the volume of the closing price of the shares in the last twenty (20) trading sessions of BM&FBOVESPA S.A. – Securities, Commodities and Futures Exchange, prior to this date. Thus, the price per Company shares, object of the Public Tender Offer, will be seven reais and ninety-six centavos (R\$7.96)". As a result, the attending members resolved to ratify all other items of the Minutes of the Company's Board of Directors' Meeting held on April 5, 2012 not expressly amended herein.

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.

Attending Board Members: José Batista Sobrinho, Wesley Mendonça Batista, Joesley 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 Umberto Conti (as alternate of Guilherme Narciso de Lacerda).

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

São Paulo, April 12, 2012.

Alexandre Tadeu Seguin
Secretary

