

JBS S.A.

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

Company Registry (NIRE): 35.300.330.587

**EXCERPT FROM THE MINUTES OF THE BOARD OF DIRECTORS'
MEETING HELD ON JUNE 8, 2013, AT 12:00 P.M.**

Date, Time and Venue: June 8, 2013, at 12:00 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 all members of the Board of Directors, pursuant to Article 18 of the Company's Bylaws.

Attendance: All members of the Company's Board of Directors were present, representing sufficient quorum to install the Meeting. The board members **José Batista Sobrinho** and **Carlos Alberto Caser** forwarded their votes in written to the board member **Wesley Mendonça Batista**.

Presiding Board: Joesley Mendonça Batista, **Chairman**; and Francisco de Assis e Silva, **Secretary**.

Resolutions:

Firstly, the Company's management made a presentation on the acquisition by the Company of Seara Brasil business unit and of leather business of Marfrig group ("Operation"). Subsequently, the members of the Board of Directors unanimously approved the operation and, consequently, the execution of the Purchase Agreement of Equity Interests and Other Covenants ("Agreement"), through which terms and conditions were established for: (i) the sale by Marfrig of certain equity interests in companies composing its group which hold the Seara Brasil business unit to the Company; and (ii) the sale by Marfrig of one hundred per cent (100%) of the capital stock of the company holding the leather business of Marfrig group in Uruguay to the Company. The value of the company holding Seara Brasil and Zenda was established at five billion and eight hundred fifty million reais (R\$5,850,000,000.00) and will be paid through assumption of Marfrig's debts granted by the Company. The Agreement is subject to approval by competent authorities, including the Brazilian Antitrust Authority - CADE.

After that, the board members were informed that the Company's management will

appoint a new member for the Board of Directors, **Tarek Mohamed Noshy Nasr Mohamed Farahat**, who will be elected by the Company's Annual Shareholders' Meeting. The management also mentioned that, after the election of **Tarek Mohamed Noshy Nasr Mohamed Farahat** is formalized, it will propose to the Board of Directors the creation of an Innovation and Marketing Committee, to be coordinated by said board member.

Closure and Drawing Up of the Minutes: There being no further business to discuss, and after the Chairman offered the floor to anyone who intended to speak, 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 members: Joesley Mendonça Batista; Wesley Mendonça Batista; José Batista Sobrinho, represented by Wesley Mendonça Batista; Humberto Junqueira de Farias; Marcus Vinicius Pratini de Moraes; Carlos Alberto Caser, represented by Wesley Mendonça Batista; Peter Dvorsak; and João Carlos Ferraz.

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

São Paulo, June 8, 2013.

Francisco de Assis e Silva
Secretary