

JBS S.A.

Corporate Taxpayer's ID (CNPJ/ME): 02.916.265/0001-60

Company Registry (NIRE): 35.300.330.587

Authorized Publicly Held Company

**MINUTES OF THE ANNUAL AND EXTRAORDINARY SHAREHOLDERS'
MEETING
HELD ON APRIL 22, 2022**

Date, Time and Venue: April 22, 2022, at 10:00 a.m., at the headquarters of JBS S.A., located at Avenida Marginal Direita do Tietê, 500, Bloco III, auditório, Vila Jaguara, CEP 05118-100, in the city and state of São Paulo ("Company").

Call Notice: (i) the Call Notice was published in the Valor Econômico newspaper, national and electronic editions, on March 22, 23 and 24, 2022, pursuant to article 124 of Law 6,404, of December 15, 1976 ("Law 6,404/76"); and (ii) the documents referred to in article 133 of Law 6,404/76, referring to the fiscal year ended December 31, 2021, were published in the Valor Econômico newspaper, national and electronic editions, on March 22, 2022 and the documents that address articles 9, 10 and 12 of the Securities and Exchange Commission ("CVM") Instruction 481/09, ("CVM Instruction 481/09") were submitted to the CVM through the *Empresas.Net* system on March 21, 2022.

Attendance: Shareholders representing 87.61% and 88.28% of the Company's voting capital attended the meeting, respectively, achieving the required quorum for the extraordinary and annual shareholders' meeting to be installed, pursuant to Law 6,404/76. Pursuant to article 21-V of CVM Instruction 481/09, shareholders who attended the meeting physically or through valid representation, and shareholders with remote voting from validated by the Company are considered present at this meeting. The meeting was also attended by Mr. **Jeremiah Alphonsus O'Callaghan**, Company's CEO, Mr. **Adrian Lima da Hora**, Chair of the Company's Fiscal Council, Mr. **Carlos Hamilton Vasconcelos Araújo**, Coordinator of the Statutory Audit Committee, and Mr. **Alcides Netto**, member of Grant Thornton Auditores Independentes, in compliance with the provisions of paragraph 1 of article 134 of Law 6404/76.

Presiding Board: The meeting was presided by **Jeremiah Alphonsus O'Callaghan**, as Chair, and **Daniel Schmidt Pitta** was appointed as Secretary, pursuant to article 11 of the Company's Bylaws.

Reading of Documents: The reading of the documents related to the agenda for this meeting was waived, as provided for in article 133 and article 134 of Law 6,404/76, since the Company's shareholders have gained full awareness of these items and they were (i) made available to

shareholders at the Company's headquarters; **(ii)** made available electronically by the Company's Investor Relations Department, on the website www.jbs.com.br/ri; **(iii)** submitted to B3 S.A. – Brasil, Bolsa, Balcão, pursuant to article 124, paragraph 6 of Law 6,404/76; and **(iv)** submitted to the CVM through the Empresas.Net system.

Agenda: **(a) At the Annual Shareholders' Meeting:** **(i)** to resolve on the financial statements and management accounts for the fiscal year ended December 31, 2021; **(ii)** to resolve on the allocation of net income for the fiscal year ended December 31, 2021; **(iii)** to resolve on the number of members that will comprise the Fiscal Council in the coming term; **(iv)** to elect the sitting members for the Company's Fiscal Council and their respective alternates; and **(v)** to resolve on the annual and overall compensation for the management and individual members of the Fiscal Council the Company's Statutory Audit Committee for the 2022 fiscal year; and **(b) At the Extraordinary Shareholders' Meeting:** **(i)** to resolve on the ratification of the election of three members for the Board of Directors, pursuant to article 150 of Law 6,404/76, and paragraph 9 of article 16 of the Company's Bylaws; **(ii)** to resolve on the classification of the three members of the Board of Directors as independent members, pursuant to article 16 of the Novo Mercado Regulation and article 16, paragraph 4, of the Company's Bylaws; **(iii)** to resolve on the amendment of article 5 of the JBS's Bylaws so as to reflect the cancellation of treasury shares approved by the Company's Board of Directors at meetings held on November 10, 2021 and March 21, 2022; **(iv)** to resolve on the consolidation of the Company's Bylaws; and **(v)** to resolve on the inclusion of information on the properties transferred to JBS in the protocol and justification for the mergers, by the Company, of (i) Midtown Participações Ltda. and (ii) Bertin S.A., within the scope of said mergers, exclusively to comply with the requirements established by the Offices of Real Estate Registries, and to ratify all other provisions set forth in said documents.

Resolutions: The meeting was opened and the attending shareholders unanimously resolved to: **(i)** waive the reading of the Call Notice and the Management Proposal; **(ii)** prepare these minutes in summary form, pursuant to article 130, paragraph 1, of Law 6,404/76, with the right to present separate voting statements, which, after being received by the presiding board of this meeting, will be filed at the Company's headquarters; and **(iii)** publish these minutes with the omission of the signatures of the attending shareholders, pursuant to paragraph 2 of article 130 of Law 6404/76.

The Company informed that it adopted the remote voting system, pursuant to CVM Instruction 481/09 and that, pursuant to article 21-W, paragraph 5, of CVM Instruction 481/09, it will disregard the remote voting instructions for **(i)** shareholders or representatives of shareholders who, physically attending this meeting, request to vote in person; and **(ii)** shareholders who are not eligible to vote at the meeting or for a specific resolution. Following, the reading of the

instructions for the remote voting map was waived and copies were made available during the meeting for consultation by those attending to the meeting.

After making these preliminary considerations and resolutions regarding the formal aspects of the drawing up these minutes, the items on the agenda were discussed.

(a) At the Ordinary Shareholders' Meeting:

(i) The Meeting approved, by majority vote, taking note of the abstentions and votes against, according to the voting map attached as Exhibit A herein, the financial statements and management accounts for the fiscal year ended December 31, 2021, accompanied by the reports issued by the independent auditors and the Company's fiscal council and statutory audit committee.

(ii) The Meeting approved, by majority vote, taking note of the abstentions of those legally impeded, according to the voting map attached as Exhibit A herein, the allocation of net income for the fiscal year ended December 31, 2021, which, as indicated in the Management Proposal, shall be: from the net income for the fiscal year, the amount of R\$20,486,560,965.76 (twenty billion, four hundred and eighty-six million, five hundred and sixty thousand, nine hundred and sixty-five reais and seventy-six cents), of which (a) R\$1,024,328,048.29 (one billion, twenty-four million, three hundred and twenty-eight thousand and forty-eight reais and twenty-nine cents), equivalent to 5% (five percent) of the net income for the year, will be allocated to the legal reserve; (b) R\$4,884,804,540.00 (four billion, eight hundred and eighty-four million, eight hundred and four thousand, five hundred and forty reais), equivalent to 25.10% of the adjusted net income for the year, will be distributed to shareholders as dividends, already fully distributed to shareholders, by the Company, through interim dividends declared on August 11 and November 10, 2021 and paid, respectively, on August 24 and November 24, 2021; and (c) the remaining amount of R\$14,577,428,377.47 (fourteen billion, five hundred and seventy-seven million, four hundred and twenty-eight thousand, three hundred and seventy-seven reais and forty-seven cents), will be allocated to the Statutory Investment Reserve, noting that the amounts related to the constitution of a revaluation reserve and dividends not claimed by the shareholders, in the amounts of R\$5,472,892.07 (five million, four hundred and seventy-two thousand, eight hundred and ninety-two reais and seven cents) and R\$9,324.75 (nine thousand, three hundred and twenty-four reais and seventy-five cents), respectively, will also be allocated to the aforementioned Statutory Investment Reserve, pursuant to article 37, item 'e', of the Company's Bylaws.

(iii) The Meeting approved, by majority vote, taking note of the abstentions, according to the voting map attached as Exhibit A herein, the composition of the Company's Fiscal Council comprising of 4 (four) sitting members for the coming term and their respective alternates;

(iii) The Meeting approved, by majority vote, taking note of the abstentions and votes against, the following members of the Company's Fiscal Council and their respective alternates, according to the voting map attached as Exhibit A herein: (a) Mr. **Adrian Lima da Hora**, Brazilian, married, business administrator, holder of Identity Card (RG) number 3789, issued by CRA/PE, and enrolled under individual taxpayer's ID (CPF) number 372.365.394-49, resident and domiciled in the City and State of São Paulo, at Rua dos Pinheiros, 801, ap. 241, Pinheiros, CEP 05422-011, with his alternate being Mr. **André Alcantara Ocampos**, Brazilian, married, accountant, holder of Identity Card (RG) number 30883622-4 SSP/SP, enrolled under individual taxpayer's ID (CPF) number 273.340.808-90, resident and domiciled in the city and state of São Paulo, with commercial address in the same city, at Av. Marginal Direita do Tietê, 500, Vila Jaguara, CEP 05118-000; (b) Mr. **Demetrius Nichele Macei**, Brazilian, married, lawyer, holder of the Identity Card (RG) number 19.526.517 SESP/SP, enrolled under individual taxpayer's ID (CPF) number 787.870.509-78 and resident and domiciled in the city of Curitiba, state of Paraná, at Av República Argentina, 1336, conj. 1107, CEP 80620-010, with his alternate being Mr. **Marcos Godoy Brogiato**, Brazilian, married, accountant, holder of Identity Card (RG) number 7.469.921-0 SSP/SP, enrolled under individual taxpayer's ID (CPF) number 949.583.438-49, resident and domiciled in the city and state of São Paulo, at Rua Isette Caiubi Ariane, n.º 54, CEP 02914-100; (c) Mr. **José Paulo da Silva Filho**, Brazilian, married, accountant, holder of Identity Card (RG) number 55.837.704-X SSP/SP, enrolled under individual taxpayer's ID (CPF) number 386.730.294-49, resident and domiciled in the city of Santana de Parnaíba, state of São Paulo, at Alameda Dourado, n.º 206, Residencial 11, Alphaville, CEP 06540-285, with his alternate being Mr. **Sandro Domingues Raffai**, Brazilian, married, accountant, holder of Identity Card (RG) number 13.541.060 SSP/SP, enrolled under individual taxpayer's ID (CPF) number 064.677.908-71, resident and domiciled in the City and State of São Paulo, at Rua Santa Francisca, n.º 155, Vila Jaguara, CEP 05116-090; and at a separate election by minority shareholders, (d) Mr. **Roberto Lamb**, Brazilian, married, physicist, holder of Identity Card (RG) number 3004212902, enrolled under individual taxpayer's ID (CPF) number 009.352.630-04, resident and domiciled in the city of Porto Alegre, state of Rio Grande do Sul, with commercial address in the same city, at Av. Carlos Gomes, 777, sala 402, CEP 90480-003, with his alternate being Mr. **Orlando Octávio de Freitas Júnior**, Brazilian, divorced, accounting auditor, holder of Identity Card (RG) number 9.128.418 SSP/SP, enrolled under individual taxpayer's ID (CPF) number 084.911.368-78, resident and domiciled in the city and state of São Paulo, at Rua Caiowaa, 1575, apto. 162, CEP 01258-011.

Thus, the Company's Fiscal Council is now comprised by the following members: **Adrian Lima da Hora**, **Demetrius Nichele Macei**, **José Paulo da Silva Filho** and **Roberto Lamb**.

The elected fiscal council members shall have a unified term of office for a period of 1 (one) year, expiring at the Company's Ordinary Shareholders' Meeting that will resolve on the financial statements for the fiscal year ending on December 31, 2022.

The Fiscal Council members elected herein shall take office in their respective positions pursuant to provisions of article 149 of Law 6,404/76, and article 40 of the Novo Mercado Listing Regulation of B3 S.A. – Brasil, Bolsa, Balcão, at the time when they must present a clearance statement for their positions, pursuant to provisions of article 147 of Law 6,404/76.

(v) The Meeting approved, by majority vote, taking note of the abstentions and votes against, according to the voting map attached as Exhibit A herein, the establishment of the annual and overall compensation for the management and individual members of the Fiscal Council the Company's Statutory Audit Committee, in the amount of up to R\$255,283,891.26 (two hundred and fifty-five million, two hundred and eighty-three thousand, eight hundred and ninety-one reais and twenty-six cents) comprising actual payments and future payment commitments (deferred compensation) to be made during the 2022 fiscal year.

(b) At the Extraordinary Shareholders' Meeting:

(i) The Meeting approved, by majority vote, taking note of the abstentions and votes against, according to the voting map attached as Exhibit A herein, the ratification of the election of the following members for the Board of Directors, pursuant to article 150 of Law 6,404/76, and paragraph 9 of article 16 of the Company's Bylaws: (a) Mr. **Cledorvino Belini**, Brazilian, married, business administrator, holder of Identity Card (RG) number M6.539.933 and enrolled under individual taxpayer's ID (CPF) number 116.050.068-15, residing and domiciled in the city of Belo Horizonte, state of Minas Gerais, at Rua Engenheiro Vicente Assunção, nº 66, apto. 1,002, Itapoã, CEP 31710-090; (b) Mr. **Francisco Sérgio Turra**, Brazilian, married, with a Bachelor's Degree in Law, holder of Identity Card (RG) number 6004530199 SSP/RS, enrolled under individual taxpayer's ID (CPF) number 005.190.810-72, resident and domiciled in the city of Porto Alegre, state of Rio Grande do Sul, with business address at Av. Carlos Gomes, 1492, conjunto 1301, CEP 90480-002; and (c) Mr. **Carlos Hamilton Vasconcelos Araújo**, Brazilian, married, economist, holder of Identity Card (RG) number 2000031104739 SSP/CE, enrolled under individual taxpayer's ID (CPF) number 223.794.793-72, resident and domiciled in the city of Brasília, Federal District, at SQN 112, Bloco E, apto. 306, CEP 70762-050.

The term of office for the elected members of the Board of Directors shall expire at the Company's Ordinary Shareholders' Meeting that will resolve on the financial statements for the fiscal year ending on December 31, 2022.

(ii) The Meeting approved, by majority vote, taking note of the abstentions and votes against, according to the voting map attached as Exhibit I herein, the classification of Messrs. **Cledorvino Belini**; **Francisco Sérgio Turra**; and **Carlos Hamilton Vasconcelos Araújo** as independent

members of the Board of Directors, pursuant to article 16 of the Novo Mercado Regulations and article 16, paragraph 4 of the Company's Bylaws.

Thus, considering the resolutions approved at this Meeting, the Company's Board of Directors is now comprised by the following members: (a) **Jeremiah O'Callaghan** (Sitting Member and Chair of the Board of Directors), (b) **José Batista Sobrinho** (Sitting Member and Vice-Chair of the Board of Directors), (c) **Alba Pettengill** (Independent Member), (d) **Gelson Luiz Merisio** (Independent Member), (e) **Leila Abraham Loria** (Independent Member), (f) **Márcio Guedes Pereira Júnior** (Independent Member), (g) **Cledorvino Belini** (Independent Member), (h) **Francisco Sérgio Turra** (Independent Member), and (i) **Carlos Hamilton Vasconcelos Araújo** (Independent Member).

(iii) The Meeting approved, by majority vote, taking note of the abstentions, according to the voting map attached as Exhibit A herein, the amendment of article 5 of JBS's Bylaws, so as to reflect the cancellation of treasury shares resolved by the Company's Board of Directors at meetings held on November 10, 2021, and March 21, 2022.

(iv) The Meeting approved, by majority vote, taking note of the abstentions and votes against, according to the voting map attached as Exhibit A herein, the consolidation of the Company's Bylaws, according to Exhibit B herein.

(v) The Meeting approved, by majority vote, taking note of the abstentions and votes against, according to the voting map attached as Exhibit A herein, the inclusion of attachments III to the protocol and justification for the mergers, by the Company, of (a) Midtown Participações Ltda. and (b) Bertin S.A., containing information on the properties transferred to the Company within the scope of said mergers, exclusively to comply with requirements established by the Offices of Real Estate Registries, according to Exhibits C and D herein, and the ratification of all other provisions set forth in said instruments.

The Company's managers are hereby authorized to perform all acts required for the implementation of the matters approved in this Ordinary and Extraordinary Shareholders' Meeting.

Attendees: **Jeremiah Alphonsus O'Callaghan**, Chair of the Board of Directors and Director; **Adrian Lima da Hora**, Chair of the Company's Fiscal Council; **Carlos Hamilton Vasconcelos Araújo**, Coordinator of the Statutory Audit Committee.; **Alcides Neto**, Representative of Grant Thornton Auditores Independentes; **Shareholders Attending the Ordinary Shareholders' Meeting:** **Nanci Aparecida Ragaini**, Individual taxpayer's ID (CPF): 127.396.418-77; **BBDTVM** Representative of BB Ações Governança FI; BB Bnc Ações Nossa Caixa Nosso Clube de Investimento; BB Cap Ações Fundo de Investimento; BB Cap Ibovespa Indexado FIA; BB

Eco Gold Fundo de Investimento em Ações; BB ETF Ibovespa Fundo de Índice; BB ETF SP Dividendos Brasil Fundo de Índice; BB Jaqg Fundo de Investimento MM Crédito Privado LP; BB Montanha Magica FI Multimercado Crédito Privado LP; BB Previdência Ações IBrX Fundo de Investimento; BB Previdenciario Multimercado FI LP; BB Terra do Sol Fundo de Investimento MM Crédito Privado; BB Top Ações Agro Fundo de Investimento em Ações; BB Top Ações Dual Strategy FI; BB Top Ações Exportacao FIA; BB Top Ações Ibovespa Ativo FI; BB Top Ações Ibovespa Indexado FI; BB Top Ações Quantitativo Fundo de Investimento; BB Top Ações Setorial Consumo FI; BB Top Ações Valor Fundo de Inv em Ações; BB Top Long and Short Multimercado Longo Prazo Fundo de Inve; BB Top Multi Inst LP FI Multimercado; Brasilprev Top A Fundo de Inv de Ações; and Brasilprev Top Valor Fundo de Investimento em Ações; **Livia Beatriz Silva do Prado, Individual taxpayer's ID (CPF): 334.825.138-99; ALFM** Representative of Amundi Esg Global Low Carbon Fund; Amundi Funds; Amundi Index Solutions; Conti International; Global Multi-factor Equity Fund; Lcl Actions Emergents; Moneda Latin American Equities Fund (delaware), LP; Moneda Luxembourg Sicav- Latin America Equities Fund; and Stichting Pensioenfondsb Sabic; **João Gabriel Vieira Medeiros, Individual taxpayer's ID (CPF): 317.733.458-77; J&F** Representative of J e F Investimentos S.A; and Joao Gabriel Vieira de Medeiros; **Gabriela Martins Bassi, Individual taxpayer's ID (CPF): 365.666.848-59; PREVI** Representative of Caixa de Previd.dos Func.do Banco do Brasil; **Fernanda Russo Garcia, Individual taxpayer's ID (CPF): 442.654.818-76; FORMOSA** Representative of Fundo de Invest em Participações Multiestrategia Formosa; **Manuel Nogueira Lois, Individual taxpayer's ID (CPF): 534.785.258-53; JABURÁ** Representative of Fundo de Investimento Jabura Ações; **JEREMIAH ALPHONSUS O CALLAGHAN, Individual taxpayer's ID (CPF): 012.266.188-55; Bookkeeper** Representative of 1199 Health Care Employees Pension Fund; 1895 Fonds Fgr; 3M Employee Retirement Income Plan Trust; Aam SP Emerging Markets High Dividend Value ETF; AB Bond Fund, Inc. - AB All Market Real Return Portfolio; AB Cap Fund, Inc. - AB Emerging Markets Multi-asset Port; AB Sicav I - Emerging Markets Multi-asset Portfolio; Aberdeen Inv Funds Icvc III - Aberdeen Global Emerg M Q e FD; Aberdeen Investment Funds UK Icvc II - Aberdeen em; Abu Dhabi Retirement Pensions and Benefits Fund; Acadian All Country World EX US Fund; Acadian Collective Investment Trust; Acadian Core International Equity Fund; Acadian Emerging Markets Equity Fund; Acadian Emerging Markets Alpha Plus Fund Trust; Acadian Emerging Markets Equity II Fund, LLC; Acadian Global Equity Fund; Acadian Global Market Neutral Fund, LLC; Acadian International All-cap Fund; Acadian Non-us All Cap Equity Fund, Usd Hedged, LLC; Advisors Inner Circle Fund-acadian e.M.Portf; Aegon Custody BV; Alaska Common Trust Fund; Alberta Investment Management Corporation; Alliancebernstein Collective Investment Trust Series; Allianz Best Styles Global AC Equity Fund; Allianz GL Investors Gmbh ON Behalf of Allianzgi-fonds Dspt; Allianz Global Investors Fund - A. e. M. Multi A. Income; Allianz Global Investors Fund - Allianz Best Styles e M e; Allianz Global Investors Fund - Allianz Gem Equity High Divi; Allianz Global Investors Fund - Allianz GL Emer Mark Equ Div; Allianz Global Investors Fund-allianz Best Styles G AC EQ; Allianz Global Investors Fund-allianz em M EQ Opp; Alps

Emerging Sector Dividend Dogs ETF; American Bar Association Members/Mtc Collective Trust; American Beacon Continuous Capital Emerging Market; American Century ETF Trust - Avantis Emerging Mark; American Century ETF Trust - Avantis Emerging Mark; American Century ETF Trust-avantis Emerging Market; American Heart Association, Inc.; American Honda Master Retirement Trust; Analytic All Country World Low Volatility Equity Fund LP; Andra Ap-fonden; Aqr Emerging Equities Fund LP; Aqr Funds - Aqr TM Emerging Multi-style Fund; Aqr Innovation Fund, L.P.; Arga Emerging Markets Equity Fund A Sub-fund of A. Funds Tru; Arga Emerging Markets EX China Fund, A Series of A; Arga Emerging Markets Value Fund; Arizona Psprs Trust; Arr. Cap. Ire. Ltd Faobo Arr. GL. EQ. (gbp) Ccf, A SF Oaccf; Arrow. Cap. IR. Ltd Faobo Arr. GL. EQ. Ccf, Asfota Ccf; Arrowstreet (canada) International Developed Marke; Arrowstreet (delaware) Alpha Extension Fund L.P.; Arrowstreet Acwi EX US Alpha Estension Trust Fund; Arrowstreet Capital Ireland Limited for and ON Behalf of Arr; Arrowstreet Emerging Market Alpha Extension Trust; Arrowstreet Emerging Market Trust Fund; Arrowstreet Emk Alpha Extension Fund L.P.; Arrowstreet International Equity - Alpha Extension Fund; Arrowstreet International Equity - Alpha Extension Fund II; Arrowstreet International Equity - Eafe Alpha Extension Fund; Arrowstreet International Equity Acwi EX US Alpha Ext T Fund; Arrowstreet International Equity World EX U.S. Alp; Australiansuper Pty Ltd as Trustee for Australiasuper; Aviva I Investment Funds Icvc - Aviva I International I T F; Aviva Investors; Aviva Life Pensions UK Limited; Aware Super Pty Ltd; Axa Investment Managers Schweiz AG ON Behalf of AX; Baptist Health South Florida, Inc.; Barclays Multi-manager Fund Public Limited Company; Bellsouth Corporation Rfa Veba Trust; Benefit Funds Investment Trust - Emerging Markets; Blackrock A. M. S. AG ON B. of I. e. M. e. I. F. (ch); Blackrock Asset Manag IR LT I Its Cap A M F T Bkr I S FD; Blackrock Cdn Msci Emerging Markets Index Fund; Blackrock Global Index Funds; Blackrock Institutional Trust Company na; Blackrock Life Limited - DC Overseas Equity Fund; Blackrock Msci Acwi EX Usa Diversified Factor Mix Fund; Blk Magi Fund; Blue Shield of California em RT Plan the; Bmo Invest Funds (uk) Icvc III - Bmo Univer Map Balanced; Bmo Invest Funds (uk) Icvc III - Bmo Univer Map Cautious; Bmo Invest Funds (uk) Icvc III - Bmo Univer Map Growth; Bmo Investment Funds (uk) Icvc III - Bmo Universal; Bmo Investment Funds (uk) Icvc III - Bmo Universal; Bmo Investment Funds (uk) Icvc III - Bmo Universal; Bmo Msci Emerging Markets Index ETF; Bny Mellon Investment Funds I - B M Diversified e M F; Bnym Mellon CF SL Emerging Markets Stock Index Fund; Board of Pensions of the Evangelical Lutheran Church IN Amer; Bombardier Trust Canada Global Equities Fund; BP Pension Fund; Brighthouse Funds Trust I-ssga Emerging Markets EN; British Coal Staff Superannuation Scheme; British Columbia Investment Management Corporation; Bureau of Labor Funds - Labor Insurance Fund; Bureau of Labor Funds - Labor Pension Fund; Bureau of Labor Funds - Labor Retirement Fund; Calamos Evolving World Growth Fund; Calamos Global Dynamic Income Fund; Calamos Global Total Return Fund; California Physicians Service D/B/A Blue Shield O; California Public Employees Retirement System; California State Teachers Retirement System; Canada Post Corporation Registered Pension Plan; Casey Family Program; Caterpillar Inc Master Retirement T; Caterpillar

Investment Trust; Catholic Responsible Investments International Equ; Causeway Emerging Markets Equity Cit; Causeway Emerging Markets Fund; Causeway Funds Plc; Causeway International Opportunities Fund; Causeway International Opportunities Group Trust; Causeway Multi-fund LLC - Emerging Markets Equity Series A; Central Provident Fund Board; Chang Hwa Com BK Ltd IN Its Cap as M Cust of P Lat A EQ FD; Chevron Master Pension Trust; Chiron Smid Opportunities Fund; Cibc Emerging Markets Equity Index ETF; Cibc Emerging Markets Index Fund; Cititrust Lim as TR of Black Premier Fds- Ish Wor Equ Ind FD; Cititrust Ltd A T Vang Fds S - Vanguard Moderate Growth Fund; City of Fresno Retirement System; City of Los Angeles Fire and Police Pension Plan; City of Memphis Retirement System; City of New York Group Trust; City of Philadelphia Pub Employees Ret System; Clinton Nuclear Power Plant Qualified Fund; Cmla International Share Fund; College Retirement Equities Fund; Colonial First State Investment Fund 10; Colonial First State Investment Fund 50; Colonial First State Wholesale Indexed Global Shar; Colorado Public Employees Ret. Association; Columbia Global Opportunities Fund; Columbia Overseas Core Fund; Columbia Oversees Value Fund; Columbia Trust Overseas Value Fund; Columbia Variable Portfolio - Overseas Core Fund; Commonfund em Quantitative Focus Fund, LLC; Commonfund Screened Global Equity, LLC; Commonwealth Emerging Markets Fund 3; Commonwealth Emerging Markets Fund 6; Commonwealth Global Share Fund 16; Commonwealth Global Share Fund 22; Commonwealth Global Share Fund 23; Commonwealth Specialist Fund 10; Commonwealth Superannuation Corporation; Connecticut General Life Insurance Company; Consulting Group Capital Mkts Funds Emer Markets Equity Fund; Cornell University; Counsel Global Dividend; County Employees Annuity and Benefit FD of the Cook County; Cox Enterprises Inc Master Trust; Custody B. of J. Ltd. Re: Stb D. B. S. M. F.; Custody B. of J. Ltd. Re: Stb D. e. e. F. I. M. F.; Custody Bank of Japan, Ltd. as TR F Hsbc Brazil New MO Fund; Custody Bank of Japan, Ltd. Re: Emerg Equity Passive Mothr F; Custody Bank of Japan, Ltd. Stb Brazil Stock M. F.; Custody.B.O.J,l.as.T.F.S.G.Equity Mother Fund; Dela Depository Asset Management B.V.; Desjardins RI Emerging Markets - Low Co2 Index ETF; Desjardins RI Emerging Markets Multifactor - Low C; Desjardins RI Global Multifactor - Fossil Fuel Res; Deutsche Asset Management S.A. for Arero - Der Wel; Deutsche X-trackers Msci All World EX US Hedged Equity ETF; Dimensional Emerging Core Equity Market ETF of Dim; Dimensional Emerging Mkts Value Fund; Dow Retirement Group Trust; Dws Advisors Emerging Markets Equities-passive; Dws I. Gmbh for Deam-fonds Kg-pensionen; E-I Financial Corporation Limited; Eastspring Investments; Eaton Vance Collective Investment Tfe Ben Plans em MQ Equ FD; Eaton Vance Management; Eaton Vance TR CO CO TR FD - PA Str em Mkts EQ Com TR FD; Educational Employees Supplementary R Stm of Fairfax C; em Brazil Trading LLC; Emer Mkts Core EQ Port Dfa Invest Dimens Grou; Emerging Markets Equity Fund; Emerging Markets Equity Index Master Fund; Emerging Markets Equity Select ETF; Emerging Markets Index Non-lendable Fund; Emerging Markets Index Non-lendable Fund B; Emerson Electric Company Master Retirement TR; Employees Retirement Fund of the City of Dallas; Employees Retirement System of Texas; Ensign Peak Advisors,inc; EQ/Emerging Markets Equity Plus Portfolio; Evtc Cit Fof Ebp-evtc Parametric Sem Core Equity Fund TR; Exelon

Generation Comp, LLC Tax Qualified Nuclear Decomm Par; Federated Hermes Global Allocation Fund; Fideicomiso Fae; Fidelity AD Series II Fidelity AD Strategic Income Fund; Fidelity Advisor Series I: Fidelity Adv Lever Company ST FD; Fidelity Advisor Series I: Fidelity Advisor High Income Adva; Fidelity Concord Street Trust: Fidelity Zero Int. Index Fund; Fidelity Investment Funds Fidelity Index Emerg Markets Fund; Fidelity Investments Money Management Inc; Fidelity Rutland Square Trust Ii: Strategic A e M Fund; Fidelity Salem Street T: Fidelity e M Index Fund; Fidelity Salem Street T: Fidelity G EX U.S Index Fund; Fidelity Salem Street T: Fidelity Total Inte Index Fund; Fidelity Salem Street Trust: Fidelity Flex International Ind; Fidelity Salem Street Trust: Fidelity Sai Emerging; Fidelity Salem Street Trust: Fidelity Sai Emerging M I Fund; Fidelity Salem Street Trust: Fidelity Series G EX US I FD; Fidelity Securities Fund: Fidelity Leveraged Company S Fund; Fidelity Summer Street Trust: Fidelity Capital I; Firefighters Retirement System; Firemen S Annuity and Ben. FD of Chicago; First Trust Bick Index Fund; First Trust Brazil Alphadex Fund; First Trust Emerging Markets Alphadex Fund; First Trust Gll Fund Plc - First TR Emerg Mkts Alph Ucits ET; First Trust Global F Plc - First T G e Income Ucits ETF; First Trust Latin America Alphadex Fund; First Trust Riverfront Dynamic Emerging Markets ETF; Flexshares Morningstar Emerging Markets Factor Tilt Index F; Florida Retirement System Trust Fund; Ford Motor CO Defined Benef Master Trust; Ford Motor Company of Canada, L Pension Trust; Foreign e Colonial Investment Trust Plc; Forsta Ap-fonden; Franciscan Alliance, Inc. Master Pension Trust; Franklin Emerging Markets Core Equity Fund; Franklin Fund Allocator Series - Franklin Emerging; Franklin Libertyshares Ica; Franklin Templeton ETF Trust - Franklin Ftse Brazi; Franklin Templeton ETF Trust - Franklin Ftse Latin; Fulcrum Diversified Absolute Return Fund (us); Fulcrum Ucits Sicav; Future Fund Board of Guardians; Global All Cap Alpha Tilts Fund; Global Macro Capital Opportunities Portfolio; Global Trust Comp Fbo Aqr Collec Inv Trust-aqr e e C I Fund; Gmo Benchmark-free Fund, A Series of Gmo Trust; Gmo Global Equity Allocation Investment Fund; Gmo Global R Return (ucits) F, A Sub-fund of Gmo Funds Plc; Gmo Implementation Fund, A Series of Gmo Trust; Goldman S S Investment Trust (cayman Islands) - M-a e V Fund; Goldman Sachs ETF Ica; Goldman Sachs Acting Solely ON Behalf of; Goldman Sachs ETF Trust - Goldman S Activebeta e M e ETF; Goldman Sachs ETF Trust - Goldman Sachs Emerging M; Goldman Sachs Funds - Goldman Sachs e M C (r) EQ Portfolio; Goldman Sachs Funds II - Goldman Sachs Gms Emerging Markets; Goldman Sachs Trust - Goldman Sachs Emerging Markets e I F; Goldman Sachs Trust Ii- Goldman Sachs Multi-manager G e Fund; Gotham Capital V, LLC; Government Superannuation Fund; Guidemark Emerging Markets Fund; Guidestone Funds Emerging Markets Equity Fund; H.e.S.T. Australia Limited; Halliburton CO Employee Benefit Master Trust; Hand Composite Employee Benefit Trust; Harbor Overseas Fund; Hartford Emerging Markets Equity Fund; Hartford Multifactor Low Volatility International Equity ETF; HC Capital Trust the Emerging Markets Portfolio; Healthcare Employees Pension Plan - Manitoba; Houston Municipal Employees Pension System; Ibm 401 (k) Plus Plan; Ibm Diversified Global Equity Fund; Illinois Municipal Retirement Fund; Imco Emerging Markets Public Equity LP; IN BK for Rec and Dev,as TR FT ST Ret Plan and TR/Rsbp AN TR; Internacional Equity Fund - Sei Canada;

International Expatriate Benefit Master Trust; International Monetary Fund; Invesco Global Low Volatility Equity Yield Fund; Invesco Markets III Plc - Inv Ftse RI Emerging Mark U ETF; Invesco Markets III Plc - Invesco Ftse Rafi All-world 3000 U; Invesco Oppenheimer Global Multi-asset Growth Fund; Invesco Pooled Investment Fund - Global Strategic Equity Fun; Invesco Purebetasm Ftse Emerging Markets ETF; Invesco Rafi Fundamental Global Index Trust; Invesco SP Emerging Markets Momentum ETF; Invesco Strategic Emerging Markets ETF; Investors Wholesale Emerging Markets Equities Trust; Irish Life Assurance Plc; Ishares (de) I Investmentaktiengesellschaft Mit TG; Ishares Core Msci Emerging Markets ETF; Ishares Core Msci Total International Stock ETF; Ishares Emerging Markets Fundamental Index ETF; Ishares Emerging Markets Imi Equity Index Fund; Ishares II Public Limited Company; Ishares III Public Limited Company; Ishares IV Public Limited Company; Ishares Msci Acwi ETF; Ishares Msci Acwi EX U.S. ETF; Ishares Msci Brazil ETF; Ishares Msci Bric ETF; Ishares Msci Emerging Markets ETF; Ishares Msci Emerging Markets EX China ETF; Ishares Public Limited Company; Itaú Funds - Latin America Equity Fund; Ivesco Ftse Rafi Emerging Markets ETF; Jeffrey LLC; Jnl Emerging Markets Index Fund; John Deere Pension Trust; John Hancock Funds II Emerging Markets Fund; John Hancock Funds II International Strategic Equity Allocat; John Hancock Trust Company Collective Investment T; John Hancock Variable Ins Trust Emerging Markets Value Trust; John Hancock Variable Ins Trust Intern Equity Index Trust; Jpmorgan Diversified Return Emerging Markets Equity ETF; Kaiser Foundation Hospitals; Kaiser Permanente Group Trust; Kraneshares Msci Emerging Markets EX China Index e; Lattice Emerging Markets Strategy ETF; Lazard Emerging Markets Equity Advantage Portfolio; Legal Gen Future Wrld Climate Change Eqty Factors Ind Fund; Legal General Ccf; Legal General Collective Investment Trust; Legal General Global Emerging Markets Index Fund; Legal General Global Equity Index Fund; Legal General Scientific Beta Emerging Markets Fund, LLC; Legal & General Icav; Legal & General International Index Trust; Legal and General Assurance Pensions Mng Ltd; Legal and General Assurance Society Limited; LF Wales PP Emerging Markets Equity Fund; Lgiasuper Trustee; Lgps Central All World Equity Climate Multi Factor; Lgps Central Global Multi Factor Equity Index Fund; Lincoln Vip T - L Ssga Emerging Markets 100 Fund; Local Authorities Superannuation Fund; Lockheed Martin Corp Defined Contribution Plans Master Trust; Lockheed Martin Corp Master Retirement Trust; Los Angeles County Employees Ret Association; Lousiana State Employees Retir System; Lsv Emerging Markets Equity Fund LP; Lsv Emerging Markets Equity Fund Usa; Lsv Global Concentrated Value Fund, LP; Lsv International (ac) Value Equity Fund, LP; Lvip Ssga Emerging Markets Equity Index Fund; Mackenzie Emerging Markets Large Cap Fund; Macquarie Multi-factor Fund; Macquarie True Index Emerging Markets Fund; Managed Pension Funds Limited; Marsh McLennan Master Ret Trust; Maryland State Retirement and Pension System; Mercer Diocese of Brooklyn Growth Strategy; Mercer Diocese of Brooklyn Lay Pension Investment Trust; Mercer Emerging Markets Equity Fund; Mercer Emerging Markets Fund; Mercer Global Equity Fund; Mercer International Equity Fund; Mercer Non-us Core Equity Fund; Mercer Private Wealth International Focused Equity Pool; Mercer Qif Fund Plc; Mercer Ucits Common Contractual Fund; Mfs Diversified

Income Fund; Mfs Heritage Trust Company Collective Investment Trust; Mfs International New Discovery Fund; Mfs Meridian Funds - Diversified Income Fund; Mfs Meridian Funds - Global Equity Income Fund; Mfs Meridian Funds - Global Total Return Fund; Mfs Meridian Funds - Latin American Equity Fund; Mfs Series Trust Vi-mfs Global Total Ret FD.; Mfs Variable Ins. Trust Li-mfs Global Tactical Alloc Portfo; Mineworkers Pension Scheme; Ministry of Economy and Finance; Missouri Education Pension Trust; Missouri Local Government Employees Retirement System; Mobius Life Limited; Momentum Global Funds; Montana Board of Investments; Msci Acwi Ex-u.S. Imi Index Fund B2; Msci Equity Index Fund B - Brazil; Municipal e Annuity A B Fund of Chicago; Nat West BK Plc as TR of ST James PL GL Equity Unit Trust; Nat West BK Plc as TR of ST James PL ST Managed Unit Trust; National Council for Social Security Fund; National Employment Savings Trust; National Westminster Bank Plc as Trustee of ST. JA; Nebraska Public Employees Retirement Systems; Neuberger Berman Investment Funds Plc; New South Walles TR Corp as TR for the TC Emer Mkt Shar Fund; New York State Teachers Retirement System; New Zealand Superannuation Fund; North Dakota State Investmentboard; Northern Emerging Markets Equity Index Fund; Northern Trust Collective All Country World I (acwi) E-u F-I; Northern Trust Collective Emerging Markets EX Chin; Northern Trust Collective Emerging Markets Index Fund-lend; Northern Trust Company Sub-advised Collective Funds Trust; Northern Trust Investment Funds Plc; Northern Trust Ucits Fgr Fund; Ntgi QM Common Daily All Count World Exus Equ Index FD Lend; Ntgi Quantitative Management Collec Funds Trust; Ntgi-qm Common Dac World Ex-us Investable Mif - Lending; Ntgi-qm Common Daily Emerging Markets Equity IF- Non L; Nvit GS Emerging Markets Equity Insights Fund; Oakland Police Fire Ret System; Ohio Police and Fire Pension Fund; Omnis Portfolio Investments Ievc - Omnis Diversifi; Onepath Global Emerging Markets Shares(unhedged) Index Pool; Ontario Teachers Pension Plan Board; Oregon Public Employees Retirement System; Origin International Equity Fund LLC; Pace Int Emerg Mark Equity Investments; Pacific Select Fund - PD Emerging Markets Portfolio; Panagora Diversified Risk Multi-asset Fund, Ltd; Panagora Group Trust; Panagora Risk Parity Multi Asset Master Fund, Ltd; Parametric Emerging Markets Fund; Parametric Tax-managed Emerging Markets Fund; Parametric Tmemc Fund, LP; Pension Benefit Guaranty Corporation; People S Bank of China; Perpetual T S L as R e F P G D Asset Allocation Fund; Philadelphia Gas Works Pension Plan; Pictet - Emerging Markets Index; Pictet CH Institucional-emerging Markets Tracker; Pimco Equity Series: Pimco Rae Emerging Markets Fund; Pimco Equity Series: Pimco Rafi Dynamic Multi-factor Emergin; Pimco Rae Emerging Markets Fund LLC; Pinebridge Dynamic Asset Allocation Fund; Pinebridge Latin America Fund; Pioneer Emerging Markets Equity Fund; Pool Reinsurance Company Limited; Premier Miton Cautious Monthly Income Fund; Premier Miton Cautious Multi Asset Fund; Premier Miton Defensive Multi Asset Fund; Principal Financial Services, Inc; Principal Funds Inc. - Origin Emerging Markets Fund; Principal Funds, Inc - International Fund I; Principal Funds, Inc-international Emerging Markets Fund; Principal Global Investors Funds; Principal Life Insurance Company; Principal Variable Contracts Funds Inc Int Emerg Mar Account; Prudential Retirem Insurance and Annuity Comp; Public Employees

Pension Plan; Public Employees Retirement Association of New Mex; Public Employees Retirement System of Ohio; Public Employes Ret System of Mississippi; Public Sector Pension Investment Board; Purpose Emerging Markets Dividend Fund; Qic International Equities Fund; Qic Listed Equities Fund; QS Investors Dbi Global Emerging Markets Equity Fund LP; QS Strategic Real Return Fund; Qsuper; Railways Pension Trustee Company Limited; Raytheon Technologies C. M. R. Trust; Rbc Quant Emerging Markets Equity Leaders ETF; Regime de Retraite D Hydro-quebec; Robeco Capital Growth Funds; Russel Emerging Markets Equity Pool; Russell Institutional Funds Public Limited Company; Russell Institutional Funds, LLC - Rem Equity Plus Fund; Russell Investment Company Emerging Markets Fund; Russell Investment Company Public Limited Company; Russell Investment Management Ltd as Trustee of the Russell; Russell Investment Management Ltd.as T of the R M-a F and Fund; Russell Investments Sustainable Global Shares EX F; Russell TR Company Commingled e. B. F. T. R. L. D. I. S.; Safra Consumo Master FIA; Safra Exportacao Fundo de Investimento em Ações; Sas Trustee Corporation Pooled Fund; Sbc Master Pension Trust; Schlumberger Group Trust Agreement; Schlumberger International Staff Retirement Fund, Fcp - Sif; School Employees Retirement System of Ohio; Schwab Emerging Markets Equity ETF; Schwab Fundamental Emerging Markets Large Company Index ETF; Schwab Fundamental Emerging Markets Large Company Index Fund; Schwab International Core Equity Fund; Scottish Widows Investment Solutions Funds Icvc- Fundamental; Scottish Widows Managed Investment Funds Icvc -int; Scri Robeco QI Inst Emerg Mkts Enhanced Ind Equities Fund; Segall Bryant Hamill Emerging Markets Fund; Sei Global Master Fund Plc, the Sei Emerging Mkt Equity Fund; Sei Inst Int Trust em Mkts Equity Fund; Sei Inst Invest TR World EQ Ex-us Fund; Sei Institucional Investment Trust - World S. e. F.; Sei Instituti Trust International Equity Fund; Sei Institutional Investments Trust Swe Ex-us Fund; Sei Institutional Investments Trust- Emerging Markets and Fund; Sga International Equity Fund; Shell TR (berm) Ltd as TR O Shell OV Con P F; Skyline Umbrella Fund Ica; Sparta Fundo de Investimento em Ações - BDR Level I; Spartan Group Trust for Employee Benefit Plans: SP; Spartan Group Trust for Emplpyee Benefit Plans: Spartan Emerg; Spdr Msci Acwi Ex-us ETF; Spdr Msci Emerging Markets Fossil Fuel Free ETF; Spdr Msci Emerging Markets Strategicfactors ETF; Spdr SP Emerging Markets ETF; Spdr SP Emerging Markets Fund; Ssga Msci Acwi Ex-usa Index Non-lending Daily Trust; Ssga Msci Brazil Index Non-lending QP Common Trust Fund; Ssga Spdr Etf Europe I Plc; ST Str Msci Acwi EX Usa Imi Screened Non-lending Comm TR FD; Stanislaus County Employees Retirement Association; Stanlib Funds Limited; State of Alaska Retirement and Benefits Plans; State of Ind Public Empl Ret Fund; State of Minnesota State Employees Ret Plan; State of New Jersey Common Pension Fund D; State of New Mexico State Inv. Council; State of Wisconsin Invt. Board Master Trust; State of Wyoming; State ST GL Adv Trust Company Inv FF Tax EX Ret Plans; State Street Active em Mkts Sec Lend QP Com TR FD; State Street All Country World Ex-us A Non-len C T F; State Street All-country W A Non-lending Common Trust; State Street C S (ir) Ltd ON B O R Inv IR Limited; State Street C S Jersey L T O T Cosm I F; State Street Emerging Markets e N- l C Trust Fund; State Street Emerging Markets Equity Index Fund; State Street Global Advisors

Lux Sicav - S S G e M I e Fund; State Street Global All Cap Equity Ex-us Index Portfolio; State Street Icaav; State Street Ireland Unit Trust; State Street Variable Insurance Series Funds, Inc; State University Retirement System; Stichting Bedrijfstakpensioenfonds V H Beroepsvervoer O D WE; Stichting Depositary Apg Emerging Markets Equity Pool; Stichting Juridisch Eigenaar Achmea Investment Man; Stichting Pensioenfonds Ing; Stichting Pensioenfonds Pgb; Stichting Pensioenfonds Rail and Openbaar Vervoer; Stichting Philips Pensioenfonds; Strategic Global Advisors Collective Investment Trust; Sun Life Mfs Global Total Return Fund; Sunamerica Series Trust SA Emerging Markets Equity; Sunsuper Superannuation Fund; Superannuation Funds Management Corporation of S Australia; Symmetry Panoramic Global Equity Fund; Symmetry Panoramic International Equity Fund; Tcw Americas Development Assoc.; Tcw Developing Markets Equity Fund; Tcw Emerging Markets Multi-asset Opportunities Fund; Teacher Retirement System of Texas; Teachers Retirement System of Oklahoma; Teachers Ret. Systems of Lousiana; Teachers Retirement Allowances; Teachers Retirement System of the State of Illinois; Templeton Nvit International Value Fund; Texas Christian University; Texas Municipal Retirement System; the AB Portfolios - AB All Market Total Return Portfolio; the Bank of N. Y. M. (int) Ltd as T. of I. e. M. e. I. F. UK; the Bank of New York Mellon Emp Ben Collective Invest FD Pla; the Board of the Pension Protection Fund; the Board of.A.C.e.R.S.Los Angeles,california; the Boeing Company Employee Retirement Plans Master Trust; the Boeing Company Employee Savings Plans Master Trust; the Chase Man BK as TR of Delta Master FD; the Chicago Pub.School Teachers P. and Retirem F; the Commonwealth Fund; the Delta Pilots Disability and Survivorship Trust; the Emerging M.S. of the Dfa I.T.CO.; the First Church of Christ Scient B Mass; the Goldman Sachs Trust Company na Collective Trust; the Master TR Bank of Japan as TR for Hsbc Brazil Mother FD; the Master Trust Bank of Jap, Ltd. as TR. for Mtbj400045828; the Master Trust Bank of Jap., Ltd. as TR. for Mtbj400045829; the Master Trust Bank of Japan, Ltd. as T of Mutb400021492; the Master Trust Bank of Japan, Ltd. as T of Mutb400021536; the Master Trust Bank of Japan, Ltd. as T. for Mtbj400045835; the Master Trust Bank of Japan, Ltd. as TR for Mutb400045792; the Master Trust Bank of Japan, Ltd. as Tru FO Mtbj400045849; the Master Trust Bank of Japan, Ltd. as Trustee for Mutb4000; the Master Trust Bank of Japan, Ltd. as Trustee of Mtbj40002; the Master Trust Bank of Japan, Ltd. as Trustee of Mtbj40002; the Master Trust Bank of Japan, Ltd. Trustee Mutb400045794; the Methodist Hospital; the Monetary Authority of Singapore; the Nomura T and B CO Ltd RE I e S Index Msci e no Hed M Fun; the Pension Reserves Investment Management Board; the Regents of the University of California; the State Teachers Retirement System of Ohio; the Texas Education Agency; the Wawanesa Mutual Insurance Company; Three Mile Island Unit One Qualified Fund; Thrivent Core Emerging Markets Equity Fund; Thrivent International Allocation Fund; Thrivent International Allocation Portfolio; Tiaa-cref Funds - Tiaa-cref Emerging Markets Equity I F; TM Fulcrum Diversified Absolute Return Fund; Toronto Transit Commission Pension Fund Society; Total International EX U.S. I Master Port of Master Inv Port; Utah State Retirement Systems; Utd Nat Relief and Works AG for Pal Refugee IN the Near East; Valic Company II - International Opportunities Fund; Vanguard Emerging Markets Shares Index Fund; Vanguard Emerging

Markets Stock Index Fund; Vanguard F. T. C. Inst. Total Intl Stock M. Index Trust II; Vanguard Fiduciary Trt Company Instit T Intl Stk Mkt Index T; Vanguard Funds Public Limited Company; Vanguard International High Dividend Yield Index F; Vanguard Inv Funds Icvv-vanguard Ftse Global All Cap Index F; Vanguard Investment Series Plc; Vanguard Total International Stock Index Fd, A SE Van S F; Vanguard Total World Stock Index Fund, A Series of; Vantage Trust III Master Collective Investment Funds Trust; Variable Insurance Products FD V: Strategic Inc Portfolio; Variable Insurance Products Fund II: International; Vgv Poolfonds Eme II; Victory Cemp Emerging Market High Div Volatility Wtd Index e; Victory Market Neutral Income Fund; Victoryshares Usaa Msci e. M. Value M. ETF; Vident International Equity Fund - WI; Virginia Retirement System; Virtus Allianzgi Emerging Markets Opportunities Fund; Voya Emerging Markets Index Portfolio; Voya Multi-manager Emerging Markets Equity Fund; Washington State Investment Board; Water and Power Employees Retirement Plan; Wellington Management Funds (Ireland) Plc; Wellington Management Funds (Luxembourg) III Sicav; Wellington Trust Company N.A.; Wellington Trust Company, National Association Mul; Wells Fargo Factor Enhanced Emerging Markets Portfolio; West Virginia Investment Management Board; West Yorkshire Pension Fund; Wisdomtree Emerg Mkts Quality Div Growth Fund; Wisdomtree Emerging Markets Efficient Core Fund; Wisdomtree Emerging Markets High Dividend Fund; Wisdomtree Emerging Markets Multifactor Fund; Wisdomtree Global Ex-u.S. Quality Dividend Growth Fund; Wisdomtree Global High Dividend Fund; WM Pool - Equities Trust no 74; WM Pool - Equities Trust no. 75; WM Pool - Equities Trust no. 76; Xtrackers; and Xtrackers (ie) Public Limited Company **Direct** Representative of BNDES Participações S/A Bndespar; Clube de Investimento Penedo; Investfort Penedo FIA IE; Lis Fife Previdenciário Qualificado FIA; Lis Icatu Previdenciário Fundo de Investimento Multimercado; Lis Value Fundo de Investimento em Ações; Santa FE Aquarius Fundo de Investimento Multimercado; and Santa FE Scorpius FIA

Attending shareholders at the Extraordinary Shareholders' Meeting: Nanci Aparecida Ragaini, Individual taxpayer's ID (CPF): 127.396.418-77; BBDTVM Representative of BB Ações Governança FI; BB Bnc Ações Nossa Caixa Nosso Clube de Investimento; BB Cap Ações Fundo de Investimento; BB Cap Ibovespa Indexado FIA; BB Eco Gold Fundo de Investimento em Ações; BB ETF Ibovespa Fundo de Índice; BB ETF SP Dividendos Brasil Fundo de Índice; BB Jaqg Fundo de Investimento MM Crédito Privado LP; BB Montanha Mágica FI Multimercado Crédito Privado LP; BB Previdência Ações IBrX Fundo de Investimento; BB Previdenciário Multimercado FI LP; BB Terra do Sol Fundo de Investimento MM Crédito Privado; BB Top Ações Agro Fundo de Investimento em Ações; BB Top Ações Dual Strategy FI; BB Top Ações Exportação FIA; BB Top Ações Ibovespa Ativo FI; BB Top Ações Ibovespa Indexado FI; BB Top Ações Quantitativo Fundo de Investimento; BB Top Ações Setorial Consumo FI; BB Top Ações Valor Fundo de Inv em Ações; BB Top Long and Short Multimercado Longo Prazo Fundo de Inve; BB Top Multi Inst LP FI Multimercado; Brasilprev Top A Fundo de Inv de Ações; and Brasilprev Top Valor Fundo de Investimento em Ações; **Livia Beatriz Silva do Prado, Individual taxpayer's ID (CPF): 334.825.138-99; ALFM**

Representative of Amundi Esg Global Low Carbon Fund; Amundi Funds; Amundi Index Solutions; Best Investment Corporation; Conti International; Global Multi-factor Equity Fund; Lcl Actions Emergents; Moneda Latin American Equities Fund (delaware), LP; Moneda Luxembourg Sicav- Latin America Equities Fund; and Stichting Pensioenfondsb Sabic; **João Gabriel Vieira Medeiros, Individual taxpayer's ID (CPF): 317.733.458-77; J&F** Representative of J e F Investimentos S.A; and Joao Gabriel Vieira de Medeiros; **Gabriela Martins Bassi, Individual taxpayer's ID (CPF): 365.666.848-59; PREVI** Representative of Caixa de Previd.dos Func.do Banco do Brasil; **Fernanda Russo Garcia, Individual taxpayer's ID (CPF): 442.654.818-76; FORMOSA** Representative of Fundo de Invest em Participações Multiestrategia Formosa; **Manuel Nogueira Lois, Individual taxpayer's ID (CPF): 534.785.258-53; JABURÁ** Representative of Fundo de Investimento Jabura Ações; **JEREMIAH ALPHONSUS O CALLAGHAN, Individual taxpayer's ID (CPF): 012.266.188-55; Bookkeeper** Representante de 1199 Health Care Employees Pension Fund; 1895 Fonds Fgr; 3M Employee Retirement Income Plan Trust; Aam SP Emerging Markets High Dividend Value ETF; AB Bond Fund, Inc. - AB All Market Real Return Portfolio; AB Cap Fund, Inc. - AB Emerging Markets Multi-asset Port; AB Sicav I - Emerging Markets Multi-asset Portfolio; Aberdeen Inv Funds Icvc III - Aberdeen Global Emerg M Q e FD; Aberdeen Investment Funds UK Icvc II - Aberdeen em; Abu Dhabi Retirement Pensions and Benefits Fund; Acadian All Country World EX US Fund; Acadian Collective Investment Trust; Acadian Core International Equity Fund; Acadian Ememrging Markets Equity Fund; Acadian Emerging Markets Alpha Plus Fund Trust; Acadian Emerging Markets Equity II Fund, LLC; Acadian Global Equity Fund; Acadian Global Market Neutral Fund, LLC; Acadian International All-cap Fund; Acadian Non-us All Cap Equity Fund, Usd Hedged, LLC; Advanced Series Trust - Ast Prudential Flexible M-s P; Advanced Series Trust - Ast Prudential Growth Allocation Por; Advisors Inner Circle Fund-acadian e.M.Portf; Aegon Custody BV; Alaska Common Trust Fund; Alaska Permanent Fund; Alberta Investment Management Corporation; Alliancebernstein Collective Investment Trust Series; Allianz Best Styles Global AC Equity Fund; Allianz GL Investors Gmbh ON Behalf of Allianzgi-fonds Dspt; Allianz Global Investors Fund - A. e. M. Multi A. Income; Allianz Global Investors Fund - Allianz Best Styles e M e; Allianz Global Investors Fund - Allianz Gem Equity High Divi; Allianz Global Investors Fund - Allianz GL Emer Mark Equ Div; Allianz Global Investors Fund-allianz Best Styles G AC EQ; Allianz Global Investors Fund-allianz em M EQ Opp; Alps Emerging Sector Dividend Dogs ETF; American Bar Association Members/Mtc Collective Trust; American Beacon Continuous Capital Emerging Market; American Century ETF Trust - Avantis Emerging Mark; American Century ETF Trust - Avantis Emerging Mark; American Century ETF Trust-avantis Emerging Market; American Heart Association, Inc.; American Honda Master Retirement Trust; Analytic All Country World Low Volatility Equity Fund LP; Andra Ap-fonden; Aqr Emerging Equities Fund LP; Aqr Funds - Aqr TM Emerging Multi-style Fund; Aqr Innovation Fund, L.P.; Arga Emerging Markets Equity Fund A Sub-fund of A. Funds Tru; Arga Emerging Markets EX China Fund, A Series of A; Arga Emerging Markets Value Fund; Arizona Psprs Trust; Arr. Cap. Ire. Ltd Faobo Arr. GL. EQ. (gbp)

Ccf, A SF Oaccf; Arrow. Cap. IR. Ltd Faobo Arr. GL. EQ. Ccf, Asfota Ccf; Arrowstreet (canada) International Developed Marke; Arrowstreet (delaware) Alpha Extension Fund L.P.; Arrowstreet Acwi EX US Alpha Estension Trust Fund; Arrowstreet Capital Ireland Limited for and ON Behalf of Arr; Arrowstreet Emerging Market Alpha Extension Trust; Arrowstreet Emerging Market Trust Fund; Arrowstreet Emk Alpha Extension Fund L.P.; Arrowstreet International Equity - Alpha Extension Fund; Arrowstreet International Equity - Alpha Extension Fund II; Arrowstreet International Equity - Eafe Alpha Extension Fund; Arrowstreet International Equity Acwi EX US Alpha Ext T Fund; Arrowstreet International Equity World EX U.S. Alp; Australiansuper Pty Ltd as Trustee for Australiasuper; Aviva I Investment Funds Icvc - Aviva I International I T F; Aviva Investors; Aviva Life Pensions UK Limited; Aware Super Pty Ltd; Axa Investment Managers Schweiz AG ON Behalf of AX; Baptist Health South Florida, Inc.; Barclays Multi-manager Fund Public Limited Company; Bellsouth Corporation Rfa Veba Trust; Benefit Funds Investment Trust - Emerging Markets; Blackrock A. M. S. AG ON B. of I. e. M. e. I. F. (ch); Blackrock Asset Manag IR LT I Its Cap A M F T Bkr I S FD; Blackrock Cdn Msci Emerging Markets Index Fund; Blackrock Global Index Funds; Blackrock Institutional Trust Company na; Blackrock Life Limited - DC Overseas Equity Fund; Blackrock Msci Acwi EX Usa Diversified Factor Mix Fund; Blk Magi Fund; Blue Shield of California em RT Plan the; Bmo Invest Funds (uk) Icvc III - Bmo Univer Map Balanced; Bmo Invest Funds (uk) Icvc III - Bmo Univer Map Cautious; Bmo Invest Funds (uk) Icvc III - Bmo Univer Map Growth; Bmo Investment Funds (uk) Icvc III - Bmo Universal; Bmo Investment Funds (uk) Icvc III - Bmo Universal; Bmo Investment Funds (uk) Icvc III - Bmo Universal; Bmo Msci Emerging Markets Index ETF; Bny Mellon Investment Funds I - B M Diversified e M F; Bnym Mellon CF SL Emerging Markets Stock Index Fund; Board of Pensions of the Evangelical Lutheran Church IN Amer; Bombardier Trust Canada Global Equities Fund; BP Pension Fund; Brighthouse Funds Trust I-ssga Emerging Markets EN; British Coal Staff Superannuation Scheme; British Columbia Investment Management Corporation; Bureau of Labor Funds - Labor Insurance Fund; Bureau of Labor Funds - Labor Pension Fund; Bureau of Labor Funds - Labor Retirement Fund; Calamos Evolving World Growth Fund; Calamos Global Dynamic Income Fund; Calamos Global Total Return Fund; California Physicians Service D/B/A Blue Shield O; California Public Employees Retirement System; California State Teachers Retirement System; Canada Post Corporation Registered Pension Plan; Casey Family Program; Caterpillar Inc Master Retirement T; Caterpillar Investment Trust; Catholic Responsible Investments International Equ; Causeway Emerging Markets Equity Cit; Causeway Emerging Markets Fund; Causeway Funds Plc; Causeway International Opportunities Fund; Causeway International Opportunities Group Trust; Causeway Multi-fund LLC - Emerging Markets Equity Series A; Central Provident Fund Board; Chang Hwa CO Bank, Ltd IN Its C as M Cust of N B Fund; Chang Hwa Com BK Ltd IN Its Cap as M Cust of P Lat A EQ FD; Chevron Master Pension Trust; Chevron UK Pension Plan; Chiron Smid Opportunities Fund; CIBC Emerging Markets Equity Index ETF; CIBC Emerging Markets Index Fund; Cititrust Lim as TR of Black Premier Fds- Ish Wor Equ Ind FD; Cititrust Ltd A T Vang Fds S - Vanguard Moderate Growth Fund; City of Fresno Retirement System; City of Los Angeles

Fire and Police Pension Plan; City of Memphis Retirement System; City of New York Group Trust; City of Philadelphia Pub Employees Ret System; Claritas Long Short Master Fundo Investimento Multimercado; Claritas Quant Master FIM; Clinton Nuclear Power Plant Qualified Fund; Cmla International Share Fund; College Retirement Equities Fund; Colonial First State Investment Fund 10; Colonial First State Investment Fund 50; Colonial First State Wholesale Indexed Global Shar; Colorado Public Employees Ret. Association; Columbia Global Opportunities Fund; Columbia Overseas Core Fund; Columbia Oversees Value Fund; Columbia Trust Overseas Value Fund; Columbia Variable Portfolio - Overseas Core Fund; Commonfund em Quantitative Focus Fund, LLC; Commonfund Screened Global Equity, LLC; Commonwealth Emerging Markets Fund 3; Commonwealth Emerging Markets Fund 6; Commonwealth Global Share Fund 16; Commonwealth Global Share Fund 22; Commonwealth Global Share Fund 23; Commonwealth Specialist Fund 10; Commonwealth Superannuation Corporation; Connecticut General Life Insurance Company; Consulting Group Capital Mkts Funds Emer Markets Equity Fund; Cornell University; Counsel Global Dividend; County Employees Annuity and Benefit FD of the Cook County; Cox Enterprises Inc Master Trust; Custody B. of J. Ltd. Re: Stb D. B. S. M. F.; Custody B. of J. Ltd. Re: Stb D. e. e. F. I. M. F.; Custody Bank of Japan, Ltd. as TR F Hsbc Brazil New MO Fund; Custody Bank of Japan, Ltd. Re: Emerg Equity Passive Mothr F; Custody Bank of Japan, Ltd. Stb Brazil Stock M. F.; Custody.B.O.J,l.as.T.F.S.G.Equity Mother Fund; Dela Depositary Asset Management B.V.; Desjardins RI Emerging Markets - Low Co2 Index ETF; Desjardins RI Emerging Markets Multifactor - Low C; Desjardins RI Global Multifactor - Fossil Fuel Res; Deutsche Asset Management S.A. for Arero - Der Wel; Deutsche X-trackers Msci All World EX US Hedged Equity ETF; Dimensional Emerging Core Equity Market ETF of Dim; Dimensional Emerging Mkts Value Fund; Distillate International Fundamental Stability V; Dow Retirement Group Trust; Dws Advisors Emerging Markets Equities-passive; Dws I. Gmbh for Deam-fonds Kg-pensionen; E-I Financial Corporation Limited; Eastspring Investments; Eaton Vance Collective Investment Tfe Ben Plans em MQ Equ FD; Eaton Vance Management; Eaton Vance TR CO CO TR FD - PA Str em Mkts EQ Com TR FD; Educational Employees Supplementary R Stm of Fairfax C; em Brazil Trading LLC; Emer Mkts Core EQ Port Dfa Invest Dimens Grou; Emerging Markets Equity Fund; Emerging Markets Equity Index Master Fund; Emerging Markets Equity Select ETF; Emerging Markets Index Non-lendable Fund; Emerging Markets Index Non-lendable Fund B; Emerson Electric Company Master Retirement TR; Employees Retirement System of Georgia; Employees Retirement Fund of the City of Dallas; Employees Retirement System of Texas; Ensign Peak Advisors,inc; EQ/Emerging Markets Equity Plus Portfolio; Evtc Cit Fof Ebp-evtc Parametric Sem Core Equity Fund TR; Exelon Generation Comp, LLC Tax Qualified Nuclear Decomm Par; Federated Hermes Global Allocation Fund; Fideicomiso Fae; Fidelity AD Series II Fidelity AD Strategic Income Fund; Fidelity Advisor Series I: Fidelity Adv Lever Company ST FD; Fidelity Advisor Series I: Fidelity Advisor High Income Adva; Fidelity Concord Street Trust: Fidelity Zero Int. Index Fund; Fidelity Investment Funds Fidelity Index Emerg Markets Fund; Fidelity Investments Money Management Inc; Fidelity Rutland Square Trust Ii: Strategic A e M Fund; Fidelity Salem Street T: Fidelity e

M Index Fund; Fidelity Salem Street T: Fidelity G EX U.S Index Fund; Fidelity Salem Street T: Fidelity Total Inte Index Fund; Fidelity Salem Street Trust: Fidelity Flex International Ind; Fidelity Salem Street Trust: Fidelity Sai Emerging; Fidelity Salem Street Trust: Fidelity Sai Emerging M I Fund; Fidelity Salem Street Trust: Fidelity Series G EX US I FD; Fidelity Securities Fund: Fidelity Leveraged Company S Fund; Fidelity Summer Street Trust: Fidelity Capital I; Firefighters Retirement System; Firemen S Annuity and Ben. FD of Chicago; First Trust Bick Index Fund; First Trust Brazil Alphadex Fund; First Trust Emerging Markets Alphadex Fund; First Trust GII Fund Plc - First TR Emerg Mkts Alph Ucits ET; First Trust Global F Plc - First T G e Income Ucits ETF; First Trust Latin America Alphadex Fund; First Trust Riverfront Dynamic Emerging Markets ETF; Flexshares Morningstar Emerging Markets Factor Tilt Index F; Florida Retirement System Trust Fund; Ford Motor CO Defined Benef Master Trust; Ford Motor Company of Canada, L Pension Trust; Foreign e Colonial Investment Trust Plc; Forsta Ap-fonden; Franciscan Alliance, Inc. Master Pension Trust; Franklin Emerging Markets Core Equity Fund; Franklin Fund Allocator Series - Franklin Emerging; Franklin Libertyshares Ica; Franklin Templeton ETF Trust - Franklin Ftse Brazi; Franklin Templeton ETF Trust - Franklin Ftse Latin; Fulcrum Diversified Absolute Return Fund (us); Fulcrum Ucits Sicav; Future Fund Board of Guardians; General Pension and Social Security Authority; Global All Cap Alpha Tilts Fund; Global Macro Capital Opportunities Portfolio; Global Trust Comp Fbo Aqr Collec Inv Trust-aqr e e C I Fund; Gmo Benchmark-free Fund, A Series of Gmo Trust; Gmo Global Equity Allocation Investment Fund; Gmo Global R Return (ucits) F, A Sub-fund of Gmo Funds Plc; Gmo Implementation Fund, A Series of Gmo Trust; Goldman S S Investment Trust (cayman Islands) - M-a e V Fund; Goldman Sachs ETF Ica; Acting Solely ON Behalf of; Goldman Sachs ETF Trust - Goldman S Activebeta e M e ETF; Goldman Sachs ETF Trust - Goldman Sachs Emerging M; Goldman Sachs Funds - Goldman Sachs e M C (r) EQ Portfolio; Goldman Sachs Funds II - Goldman Sachs Gms Emerging Markets; Goldman Sachs Trust - Goldman Sachs Emerging Markets e I F; Goldman Sachs Trust Ii- Goldman Sachs Multi-manager G e Fund; Gotham Capital V, LLC; Government Superannuation Fund; Guidemark Emerging Markets Fund; Guidestone Funds Emerging Markets Equity Fund; H.e.S.T. Australia Limited; Halliburton CO Employee Benefit Master Trust; Hand Composite Employee Benefit Trust; Harbor Overseas Fund; Hartford Emerging Markets Equity Fund; Hartford Multifactor Low Volatility International Equity ETF; HC Capital Trust the Emerging Markets Portfolio; Healthcare Employees Pension Plan - Manitoba; Houston Municipal Employees Pension System; Ibm 401 (k) Plus Plan; Ibm Diversified Global Equity Fund; Illinois Municipal Retirement Fund; Imco Emerging Markets Public Equity LP; IN BK for Rec and Dev,as TR FT ST Ret Plan and TR/Rsbp AN TR; Internacional Equity Fund - Sei Canada; International Expatriate Benefit Master Trust; International Monetary Fund; Invesco Global Low Volatility Equity Yield Fund; Invesco Markets III Plc - Inv Ftse RI Emerging Mark U ETF; Invesco Markets III Plc - Invesco Ftse Rafi All-world 3000 U; Invesco Oppenheimer Global Multi-asset Growth Fund; Invesco Pooled Investment Fund - Global Strategic Equity Fun; Invesco Purebetasm Ftse Emerging Markets ETF; Invesco Rafi Fundamental Global Index Trust; Invesco SP Emerging Markets Momentum ETF;

Invesco Strategic Emerging Markets ETF; Investors Wholesale Emerging Markets Equities Trust; Irish Life Assurance Plc; Ishares (de) I Investmentaktiengesellschaft Mit TG; Ishares Core Msci Emerging Markets ETF; Ishares Core Msci Total International Stock ETF; Ishares Emerging Markets Fundamental Index ETF; Ishares Emerging Markets Imi Equity Index Fund; Ishares II Public Limited Company; Ishares III Public Limited Company; Ishares IV Public Limited Company; Ishares Msci Acwi ETF; Ishares Msci Acwi EX U.S. ETF; Ishares Msci Brazil ETF; Ishares Msci Bric ETF; Ishares Msci Emerging Markets ETF; Ishares Msci Emerging Markets EX China ETF; Ishares Public Limited Company; Itaú Funds - Latin America Equity Fund; Ivesco Ftse Rafi Emerging Markets ETF; Jeffrey LLC; Jnl Emerging Markets Index Fund; John Deere Pension Trust; John Hancock Funds II Emerging Markets Fund; John Hancock Funds II International Strategic Equity Allocat; John Hancock Trust Company Collective Investment T; John Hancock Variable Ins Trust Emerging Markets Value Trust; John Hancock Variable Ins Trust Intern Equity Index Trust; Jpmorgan Diversified Return Emerging Markets Equity ETF; Kaiser Foundation Hospitals; Kaiser Permanente Group Trust; Kapitalforeningen Ld, Global Quant - Mandat; Kapitalforeningen Ld, Smart Beta-mandat; Kraneshares Msci Emerging Markets EX China Index e; Laborers and Retirement Board Employees Annuity Benefit; Lattice Emerging Markets Strategy ETF; Lazard Emerging Markets Equity Advantage Portfolio; Legal Gen Future Wrld Climate Change Eqty Factors Ind Fund; Legal General Ccf; Legal General Collective Investment Trust; Legal General Global Emerging Markets Index Fund; Legal General Global Equity Index Fund; Legal General Scientific Beta Emerging Markets Fund, LLC; Legal & General Ica; Legal & General International Index Trust; Legal and General Assurance Pensions Mng Ltd; Legal and General Assurance Society Limited; LF Wales PP Emerging Markets Equity Fund; Lgiasuper Trustee; Lgps Central All World Equity Climate Multi Factor; Lgps Central Global Multi Factor Equity Index Fund; Lincoln Vip T - L Ssga Emerging Markets 100 Fund; Local Authorities Superannuation Fund; Lockheed Martin Corp Defined Contribution Plans Master Trust; Lockheed Martin Corp Master Retirement Trust; Los Angeles County Employees Ret Association; Louisiana State Employees Retir System; Lsv Emerging Markets Equity Fund LP; Lsv Emerging Markets Equity Fund Usa; Lsv Global Concentrated Value Fund, LP; Lsv International (ac) Value Equity Fund, LP; Lvip Ssga Emerging Markets Equity Index Fund; Mackenzie Emerging Markets Large Cap Fund; Macquarie Multi-factor Fund; Macquarie True Index Emerging Markets Fund; Managed Pension Funds Limited; Management Board Public Service Pension Fund; Marsh McLennan Master Ret Trust; Maryland State Retirement and Pension System; Mercer Diocese of Brooklyn Growth Strategy; Mercer Diocese of Brooklyn Lay Pension Investment Trust; Mercer Emerging Markets Equity Fund; Mercer Emerging Markets Fund; Mercer Global Equity Fund; Mercer International Equity Fund; Mercer Non-us Core Equity Fund; Mercer Private Wealth International Focused Equity Pool; Mercer Qif Fund Plc; Mercer Ucits Common Contractual Fund; Mfs Diversified Income Fund; Mfs Heritage Trust Company Collective Investment Trust; Mfs International New Discovery Fund; Mfs Meridian Funds - Diversified Income Fund; Mfs Meridian Funds - Global Equity Income Fund; Mfs Meridian Funds - Global Total Return Fund; Mfs Meridian Funds - Latin American Equity Fund;

Mfs Series Trust Vi-mfs Global Total Ret FD.; Mfs Variable Ins. Trust Ii-mfs Global Tactical Alloc Portfo; Mineworkers Pension Scheme; Ministry of Economy and Finance; Missouri Education Pension Trust; Missouri Local Government Employees Retirement System; Mobius Life Limited; Momentum Global Funds; Montana Board of Investments; Morningstar International Shares SC Fund; Msci Acwi Ex-u.S. Imi Index Fund B2; Msci Equity Index Fund B - Brazil; Municipal e Annuity A B Fund of Chicago; Nat West BK Plc as TR of ST James PL GL Equity Unit Trust; Nat West BK Plc as TR of ST James PL ST Managed Unit Trust; National Council for Social Security Fund; National Employment Savings Trust; National Railroad Retirement Investment Trust; National Westminster Bank Plc as Trustee of ST. JA; Nebraska Public Employees Retirement Systems; Neuberger Berman Investment Funds Plc; New South Walles TR Corp as TR for the TC Emer Mkt Shar Fund; New York State Common Retirement Fund; New York State Teachers Retirement System; New Zealand Superannuation Fund; North Dakota State Investmentboard; Northern Emerging Markets Equity Index Fund; Northern Trust Collective All Country World I (acwi) E-u F-I; Northern Trust Collective Emerging Markets EX Chin; Northern Trust Collective Emerging Markets Index Fund-lend; Northern Trust Company Sub-advised Collective Funds Trust; Northern Trust Investment Funds Plc; Northern Trust Ucits Fgr Fund; Ntgi QM Common Daily All Count World Exus Equ Index FD Lend; Ntgi Quantitative Management Collec Funds Trust; Ntgi-qm Common Dac World Ex-us Investable Mif - Lending; Ntgi-qm Common Daily Emerging Markets Equity I F- Non L; Nvit GS Emerging Markets Equity Insights Fund; Oakland Police Fire Ret System; Ohio Police and Fire Pension Fund; Omnis Portfolio Investments Icv - Omnis Diversifi; Onepath Global Emerging Markets Shares(unhedged) Index Pool; Ontario Teachers Pension Plan Board; Oregon Public Employees Retirement System; Origin International Equity Fund LLC; Otg Latin America Fund; Pace Int Emerg Mark Equity Investments; Pacific Select Fund - PD Emerging Markets Portfolio; Panagora Diversified Risk Multi-asset Fund, Ltd; Panagora Group Trust; Panagora Risk Parity Multi Asset Master Fund, Ltd; Parametric Emerging Markets Fund; Parametric Tax-managed Emerging Markets Fund; Parametric Tmemc Fund, LP; Pension Benefit Guaranty Corporation; People S Bank of China; Perpetual T S L as R e F P G D Asset Allocation Fund; Pgim Funds Public Limited Company; Philadelphia Gas Works Pension Plan; Pictet - Emerging Markets Index; Pictet CH Institucional-emerging Markets Tracker; Pimco Equity Series: Pimco Rae Emerging Markets Fund; Pimco Equity Series: Pimco Rafi Dynamic Multi-factor Emergin; Pimco Rae Emerging Markets Fund LLC; Pinebridge Dynamic Asset Allocation Fund; Pinebridge Latin America Fund; Pioneer Emerging Markets Equity Fund; Pool Reinsurance Company Limited; Premier Miton Cautious Monthly Income Fund; Premier Miton Cautious Multi Asset Fund; Premier Miton Defensive Multi Asset Fund; Principal Financial Services, Inc; Principal Funds Inc. - Origin Emerging Markets Fund; Principal Funds, Inc - International Fund I; Principal Funds, Inc-international Emerging Markets Fund; Principal Global Investors Funds; Principal Life Insurance Company; Principal Variable Contracts Funds Inc Int Emerg Mar Account; Prudential Investment Portfolios 2 - Pgim Qma e. M. e. Fund; Prudential Retirem Insurance and Annuity Comp; Prudential Trust Company; Prudential World Fund Inc. - Pgim Qma I. e. Fund; Pub Institutional

Fund Umbrella-pub Equities Emer Markets 1; Pub Institutional Fund Umbrella-pub Equities Emer Markets 2; Public Employees Pension Plan; Public Employees Retirement Association of New Mex; Public Employees Retirement System of Ohio; Public Employes Ret System of Mississippi; Public Sector Pension Investment Board; Purpose Emerging Markets Dividend Fund; Qic International Equities Fund; Qic Listed Equities Fund; QS Investors Dbi Global Emerging Markets Equity Fund LP; QS Strategic Real Return Fund; Qsuper; Railways Pension Trustee Company Limited; Raytheon Technologies C. M. R. Trust; Rbc Quant Emerging Markets Equity Leaders ETF; Regime de Retraite D Hydro-quebec; Robeco Capital Growth Funds; Russel Emerging Markets Equity Pool; Russell Institutional Funds Public Limited Company; Russell Institutional Funds, LLC - Rem Equity Plus Fund; Russell Investment Company Emerging Markets Fund; Russell Investment Company Public Limited Company; Russell Investment Management Ltd as Trustee of the Russell; Russell Investment Management Ltd.as T of the R M- a F e Fund; Russell Investments Sustainable Global Shares EX F; Russell TR Company Commingled e. B. F. T. R. L. D. I. S.; Safra Consumo Master FIA; Safra Exportacao Fundo de Investimento em Ações; Sas Trustee Corporation Pooled Fund; Sbc Master Pension Trust; Schlumberger Group Trust Agreement; Schlumberger International Staff Retirement Fund, Fcp - Sif; School Employees Retirement System of Ohio; Schwab Emerging Markets Equity ETF; Schwab Fundamental Emerg0ing Markets Large Company Index ETF; Schwab Fundamental Emerging Markets Large Company Index Fund; Schwab International Core Equity Fund; Scottish Widows Investment Solutions Funds Ievc- Fundamental; Scottish Widows Managed Investment Funds Ievc -int; Scri Robeco QI Inst Emerg Mkts Enhanced Ind Equities Fund; Segall Bryant Hamill Emerging Markets Fund; Sei Global Master Fund Plc, the Sei Emerging Mkt Equity Fund; Sei Inst Int Trust em Mkts Equity Fund; Sei Inst Invest TR World EQ Ex-us Fund; Sei Institucional Investment Trust - World S. e. F.; Sei Instituti Trust International Equity Fund; Sei Institutional Investments Trust Swe Ex-us Fund; Sei Institutional Investments Trust- Emerging Markets e Fund; Sga International Equity Fund; Shell TR (berm) Ltd as TR O Shell OV Con P F; Skyline Umbrella Fund Ica; Sparta Fundo de Investimento em Ações - BDR level I; Spartan Group Trust for Employee Benefit Plans: SP; Spartan Group Trust for Empl yee Benefit Plans: Spartan Emerg; Spdr Msci Acwi Ex-us ETF; Spdr Msci Emerging Markets Fossil Fuel Free ETF; Spdr Msci Emerging Markets Strategicfactors ETF; Spdr SP Emerging Markets ETF; Spdr SP Emerging Markets Fund; Ssga Msci Acwi Ex-usa Index Non-lending Daily Trust; Ssga Msci Brazil Index Non-lending QP Common Trust Fund; Ssga Spdr Etf s Europe I Plc; ST Str Msci Acwi EX Usa Imi Screened Non-lending Comm TR FD; Stanislaus County Employees Retirement Association; Stanlib Funds Limited; State of Alaska Retirement and Benefits Plans; State of Ind Public Empl Ret Fund; State of Minnesota State Employees Ret Plan; State of New Jersey Common Pension Fund D; State of New Mexico State Inv. Council; State of Wisconsin Invt. Board Master Trust; State of Wyoming; State ST GL Adv Trust Company Inv FF Tax EX Ret Plans; State Street Active em Mkts Sec Lend QP Com TR FD; State Street All Country World Ex-us A Non-len C T F; State Street All-country W A Non-lending Common Trust; State Street C S (ir) Ltd ON B O R Inv IR Limited; State Street C S Jersey L T O T Cosm I F; State Street

Emerging Markets e N-l C Trust Fund; State Street Emerging Markets Equity Index Fund; State Street Global Advisors Lux Sicav - S S G e M I e Fund; State Street Global All Cap Equity Ex-us Index Portfolio; State Street Icav; State Street Ireland Unit Trust; State Street Variable Insurance Series Funds, Inc; State University Retirement System; Stichting Blue Sky Act EQ em MK GL Fund; Stichting Bedrijfstakpensioenfonds V H Beroepsvervoer O D WE; Stichting Depositary Apg Emerging Markets Equity Pool; Stichting Juridisch Eigenaar Achmea Investment Man; Stichting Pensioenfonds Ing; Stichting Pensioenfonds Pgb; Stichting Pensioenfonds Rail and Openbaar Vervoer; Stichting Philips Pensioenfonds; Strategic Global Advisors Collective Investment Trust; Sun Life Mfs Global Total Return Fund; Sunamerica Series Trust SA Emerging Markets Equity; Sunsuper Superannuation Fund; Superannuation Funds Management Corporation of S Australia; Symmetry Panoramic Global Equity Fund; Symmetry Panoramic International Equity Fund; Synergie; Tcw Americas Development Assoc.; Tcw Developing Markets Equity Fund; Tcw Emerging Markets Multi-asset Opportunities Fund; Teacher Retirement System of Texas; Teachers Retirement System of Oklahoma; Teachers Ret. Systems of Louisiana; Teachers Retirement Allowances; Teachers Retirement System of Georgia; Teachers Retirement System of the State of Illinois; Templeton Nvit International Value Fund; Texas Christian University; Texas Municipal Retirement System; the AB Portfolios - AB All Market Total Return Portfolio; the Bank of N. Y. M. (int) Ltd as T. of I. e. M. e. I. F. UK; the Bank of New York Mellon Emp Ben Collective Invest FD Pla; the Board of the Pension Protection Fund; the Board of A.C.e.R.S.Los Angeles,california; the Boeing Company Employee Retirement Plans Master Trust; the Boeing Company Employee Savings Plans Master Trust; the Chase Man BK as TR of Delta Master FD; the Chicago Pub.School Teachers P. and Retirem F; the Commonwealth Fund; the Delta Pilots Disability and Survivorship Trust; the Emerging M.S. of the Dfa I.T.CO.; the First Church of Christ Scient B Mass; the Goldman Sachs Trust Company na Collective Trust; the Master TR Bank of Japan as TR for Hsbc Brazil Mother FD; the Master Trust Bank of Jap, Ltd. as TR. for Mtbj400045828; the Master Trust Bank of Jap., Ltd. as TR. for Mtbj400045829; the Master Trust Bank of Japan, Ltd. as T of Mutb400021492; the Master Trust Bank of Japan, Ltd. as T of Mutb400021536; the Master Trust Bank of Japan, Ltd. as T. for Mtbj400045835; the Master Trust Bank of Japan, Ltd. as TR for Mutb400045792; the Master Trust Bank of Japan, Ltd. as Tru FO Mtbj400045849; the Master Trust Bank of Japan, Ltd. as Trustee for Mutb4000; the Master Trust Bank of Japan, Ltd. as Trustee of Mtbj40002; the Master Trust Bank of Japan, Ltd. as Trustee of Mtbj40002; the Master Trust Bank of Japan, Ltd. Trustee Mutb400045794; the Methodist Hospital; the Monetary Authority of Singapore; the Nomura T and B CO Ltd RE I e S Index Msci e no Hed M Fun; the Pension Reserves Investment Management Board; the Prudential Investment Portfolios, Inc. - Pgim; the Regents of the University of California; the State Teachers Retirement System of Ohio; the Texas Education Agency; the Wawanesa Mutual Insurance Company; Thomas White Emerging Markets Fund, LLC; Thomas White World Fund; Three Mile Island Unit One Qualified Fund; Thrivent Core Emerging Markets Equity Fund; Thrivent International Allocation Fund; Thrivent International Allocation Portfolio; Tiaa-cref Funds - Tiaa-cref Emerging Markets Equity I F; TM Fulcrum

Diversified Absolute Return Fund; Toronto Transit Commission Pension Fund Society; Total International EX U.S. I Master Port of Master Inv Port; Ups Group Trust; Utah State Retirement Systems; Utd Nat Relief and Works AG for Pal Refugee IN the Near East; Valic Company II - International Opportunities Fund; Vanguard Emerging Markets Shares Index Fund; Vanguard Emerging Markets Stock Index Fund; Vanguard F. T. C. Inst. Total Intl Stock M. Index Trust II; Vanguard Fiduciary Trt Company Instit T Intl Stk Mkt Index T; Vanguard Funds Public Limited Company; Vanguard International High Dividend Yield Index F; Vanguard Inv Funds Icvvanguard Ftse Global All Cap Index F; Vanguard Investment Series Plc; Vanguard Total International Stock Index Fd, A SE Van S F; Vanguard Total World Stock Index Fund, A Series of; Vantage trust III Master Collective Investment Funds Trust; Variable Insurance Products FD V: strategic Inc Portfolio; Variable Insurance Products Fund Ii: International; Vgv Poolfonds Eme II; Victorian Funds Man C A T F V e M T; Victory Cemp Emerging Market High Div Volatility Wtd Index e; Victory Market Neutral Income Fund; Victoryshares Usaa Msci e. M. Value M. ETF; Vident International Equity Fund - WI; Virginia Retirement System; Virtus Allianzgi Emerging Markets Opportunities Fund; Voya Emerging Markets Index Portfolio; Voya Multi-manager Emerging Markets Equity Fund; Washington State Investment Board; Water and Power Employees Retirement Plan; Wellington Management Funds (ireland) Plc; Wellington Management Funds (luxembourg) III Sicav; Wellington Trust Company N.A.; Wellington Trust Company, National Association Mul; Wells Fargo Factor Enhanced Emerging Markets Portfolio; West Virginia Investment Management Board; West Yorkshire Pension Fund; Wisdomtree Emerg Mkts Quality Div Growth Fund; Wisdomtree Emerging Markets Efficient Core Fund; Wisdomtree Emerging Markets High Dividend Fund; Wisdomtree Emerging Markets Multifactor Fund; Wisdomtree Global Ex-u.S. Quality Dividend Growth Fund; Wisdomtree Global High Dividend Fund; WM Pool - Equities Trust no 74; WM Pool - Equities Trust no. 75; WM Pool - Equities Trust no. 76; Xtrackers; and Xtrackers (ie) Public Limited Company; **Direct** Representatives of BNDES Participações S/A Bndespar; Clube de Investimento Penedo; Investfort Penedo FIA IE; Lis Fife Previdenciario Qualificado FIA; Lis Icatu Previdenciario Fundo de Investimento Multimercado; Lis Value Fundo de Investimento em Ações; Santa FE Aquarius Fundo de Investimento Multimercado; and Santa FE Scorpius FIA

Closure, Drawing-up and Reading of the Minutes: There being no further business to discuss, the meeting was adjourned for the time necessary to draw up these minutes, which were then read, approved, and signed by all attendees.

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

Sao Paulo/SP, April 22, 2022.

Presiding Board:

Jeremiah Alphonsus O'Callaghan
Chair

Daniel Schmidt Pitta
Secretary

EXHIBIT A
VOTING MAP

Final Voting Map for JBS OGM held on April 22, 2022 (base date April 20, 2022)

Resolution	Active	Approve	%	Reject	%	Abstentions, Blanks and Nulls	%
1. To resolve on the financial statements and management accounts for the fiscal year ended December 31, 2021.	Common Shares	1,444,437,899	73.60%	817,648	0.04%	517,235,179	26.36%
2. To resolve on the allocation of net income for the fiscal year ended December 31, 2021, pursuant to the Management Proposal.	Common Shares	1,942,885,037	99.00%	-	0.00%	19,605,689	1.00%
3. To resolve on establishing that the Company's Fiscal Council shall be comprised by four (4) members for the next term of office.	Common Shares	1,950,436,882	99.39%	-	0.00%	12,053,844	0.61%
4. State all names that make up the single slate	Common Shares	1,112,313,887	99.84%	300,000	0.03%	1,484,725	0.13%
5. If one of the candidates who make up the slate leaves such slate to participate in the separate election referred to in articles 161, paragraph 4, and 240 of Law 6,404/1976, may the votes corresponding to his/her shares remain in the chosen slate?	Common Shares	920,573	0.05%	392,027,549	19.98%	1,569,542,604	79.98%
Separate election: Roberto Lamb / Orlando Octávio de Freitas Júnior	Common Shares	827,173,925	94.31%	612,200	0.07%	49,248,787	5.62%
Separate election: Fernando Florêncio Campos / Wesley Mendes da Silva	Common Shares	21,218,189	2.42%	98,602,619	11.24%	757,214,104	86.34%
7. To resolve on setting the overall annual compensation of the members of Management, Fiscal Council and Statutory Audit Committee of the Company for the 2022 fiscal year, pursuant to the Management Proposal.	Common Shares	1,089,527,849	55.52%	860,423,022	43.84%	12,539,855	0.64%

Final Voting Map for JBS EGM held on April 22, 2022 (base date April 20, 2022)

Resolution	Active	Approve	%	Reject	%	Abstentions, Blanks and Nulls	%
1. To resolve on the ratification of the election of Mr. Cledorvino Belini as a member of the Board of Directors, pursuant to article 150 of the Brazilian Corporate Law and paragraph 9 of article 16 of the Company's Bylaws.	Common Shares	1,499,413,254	75.82%	4,831,935	0.24%	473,385,720	23.94%
2. To resolve on the ratification of the election of Mr. Francisco Sérgio Turra as member of the Board of Directors, pursuant to article 150 of Brazilian Corporate Law and paragraph 9 of article 16 of the Company's Bylaws.	Common Shares	1,499,845,300	75.84%	4,261,489	0.22%	473,524,120	23.94%
3. To resolve on the ratification of the election of Mr. Carlos Hamilton Vasconcelos Araújo as member of the Board of Directors, pursuant to article 150 of Brazilian Corporate Law and paragraph 9 of article 16 of the Company's Bylaws.	Common Shares	1,501,268,100	75.91%	2,977,089	0.15%	473,385,720	23.94%
4. To resolve on classifying Mr. Cledorvino Belini as an independent board member, pursuant to article 16 of the Novo Mercado Regulations and article 16, paragraph 4 of the Company's Bylaws.	Common Shares	1,504,125,443	76.06%	119,746	0.01%	473,385,720	23.94%
5. To resolve on classifying Mr. Francisco Sérgio Turra as an independent board member, pursuant to article 16 of the Novo Mercado Regulations and article 16, paragraph 4 of the Company's Bylaws	Common Shares	1,504,245,189	76.06%	-	0.00%	473,385,720	23.94%
6. To resolve on classifying Mr. Carlos Hamilton Vasconcelos Araújo as an independent board member, pursuant to article 16 of the Novo Mercado Regulations and article 16, paragraph 4 of the Company's Bylaws	Common Shares	1,503,945,189	76.05%	300,000	0.02%	473,385,720	23.94%
7. To resolve on the amendment of article 5 of JBS's Bylaws, so as to reflect the cancellation of treasury shares resolved by the Company's Board of Directors at meetings held on November 10, 2021, and March 21, 2022.	Common Shares	1,962,986,290	99.26%	-	0.00%	14,644,619	0.74%
8. To resolve on the consolidation of the Company's Bylaws.	Common Shares	1,966,039,290	99.41%	-	0.00%	11,591,619	0.59%
9. To resolve on the inclusion of information on the properties transferred to JBS in the protocol and justification for the mergers, by the Company, of (i) Midtown Participações Ltda. and (ii) Bertin S.A., within the scope of said mergers, exclusively to comply with requirements set down by the Offices of Real Estate Registries, and to ratify all other provisions set forth in said instruments.	Common Shares	1,501,186,789	75.91%	-	0.00%	476,444,120	24.09%

EXHIBIT B
CONSOLIDATED BYLAWS

BYLAWS OF

JBS S.A.

Corporate Taxpayer's ID (CNPJ/ME): 02.916.265/0001-60

Company Registry (NIRE): 35.300.330.587

CHAPTER I

NAME, HEADQUARTER, PURPOSE AND DURATION

Article 1 JBS S.A. ("Company") is a limited liability company governed by these Bylaws and by the applicable law.

Article 2 The Company is headquartered in the city and state of São Paulo, at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, CEP 05118-100.

Sole Paragraph The Company may open, close and change the address of branches, agencies, warehouses, distribution centers, offices and any other establishments in the country or abroad by resolution of the Executive Board, pursuant to the provisions of article 26, item IV of these Bylaws.

Article 3 The corporate purpose of the company is: (a) administrative office; (b) exploring, on its own account, cattle slaughtering and refrigeration, manufacturing, distributing and trading fresh or industrialized food products and animal and vegetable products, by-products and their derivatives (including, but not limited to, cattle, swine, sheep and fish in general); (c) processing, preserving and producing canned vegetables, preserves, fats, feed, canned goods, importing and exporting derived products; (d) manufacturing pet products, nutritional additives for animal feed, balanced feed and prepared animal feed; (e) buying, selling, breeding, fattening and slaughtering cattle, in its own and third-party establishments; (f) slaughterhouse with slaughter of cattle and preparing meat for third parties; (g) manufacturing, trading, importing, exporting beef tallow, meat meal, bone meal and feed; (h) purchasing and selling, distributing and representing food stuffs, uniforms and clothes with provision of clothing services in general; (i) processing, wholesale trade, importing and exporting hides and skins, horns, bones, hooves, manes, wool, raw hair and bristles, feathers and plumes and animal protein; (j) distributing and trading drinks, sweets and barbecue utensils; (k) manufacturing, distributing and trading sanitizing-cleaning and hygiene products; (l) manufacturing, distributing, trading, importing, exporting, processing, representing perfumery products and toilet articles, cleaning and domestic hygiene products, cosmetic products and products for personal use; (m) importing and exporting, as long as related to the activities listed in items "b", "d", and "k" of the Company's corporate purpose; (n) manufacturing, leasing and selling machinery and equipment in general and assembly of electrical panels, as long as related to the activities listed in items "b", "d", "i", "j", "k", "l" and

“m” of the Company’s corporate purpose and to the extent necessary to exercise them, and this activity may not represent more than 0.5% of the Company's annual revenue; (o) trading chemical products, as long as related to the activities listed in items “b”, “d”, “i”, “j”, “k”, “l” and “m” of the Company's corporate purpose; (p) manufacturing, trading, importing and exporting plastics, plastic products, scraps in general, corrective fertilizers, organic and mineral fertilizers for agriculture, removal and biological treatment of organic residues, as long as related to the activities mentioned in items “b”, “d”, “i”, “j”, “k”, “l” and “m” of the Company's corporate purpose and to the extent necessary to exercise them; (q) stamping, manufacturing cans, preparing steel coils (flanders and chrome) and varnishing steel sheets, as long as related to the activities in items “b”, “d”, “i”, “j”, “k”, “l” and “m” of the Company's corporate purpose; (r) providing closed and goods warehouse for third parties, except general stores and furniture storage; (s) providing general warehouse, according to Federal Decree 1102, of November 21,1903, to secure and preserve perishable goods from third parties; (t) road transportation of cargo in general, municipal, intercity, interstate and international; (u) producing, generating and trading electricity, and co-generating energy and storing hot water for heating with or without authorization from the due Government; (v) producing, trading, importing and exporting biofuel, biodiesel, glycerin, organic waste resulting from biodiesel manufacturing process (sludge), soluble alcohol, additives, vegetable oils, organic additives for mixing, recycled oil, esters, chemicals and derivatives; (w) manufacturing, distributing, trading and storing chemical products in general; (x) producing, trading biodiesel from animal fat, vegetable oil and by-products and bioenergy, importing; (y) trading agricultural raw materials in general; (z) manufacturing, distributing, trading and storing animal and vegetable products and by-products and its derivatives, glycerin and animal and vegetable by-products; (aa) providing intermediation and agency services and business in general, except real estate; (ab) providing laboratory analysis, testing and technical analysis services; (ac) manufacturing margarine and other vegetable fats and inedible oils from animals; (ad) manufacturing ice cream and other types of edible ice creams; (ae) wholesale trade of other chemical and petrochemical products not otherwise specified; (af) manufacturing additives for industrial use; (ag) manufacturing refined vegetable oils, except corn oil; (ah) manufacturing synthetic soaps and detergents; (ai) wheat milling and manufacturing derivatives; (aj) manufacturing organic chemical products not previously specified; (ak) processing, manufacturing, distributing, trading, importing, exporting, commissioning, consigning and representing milk and its derivatives; (al) processing, manufacturing, distributing, trading, importing, exporting, commissioning, consigning and representing food products of any kind; (am) manufacturing, distributing, trading, importing, exporting, commissioning, consigning and representing agricultural products, machinery, equipment, parts and supplies necessary for the manufacture and sale of the Company’s products;

Sole Paragraph The Company may explore other activities related to the purpose in Article 3, as well as have an interest in other companies, in the country or abroad.

Article 4 The Company’s duration is undetermined.

CHAPTER II

SHARE CAPITAL

Article 5 The share capital is twenty-three billion, six hundred and thirty-one million, seventy-one thousand, three hundred and four reais and twenty-four cents (R\$23,631,071,304.24), fully subscribed and paid-in, divided into two billion, two hundred forty-four million, eight hundred one thousand, eight hundred seventy (2,244,801,870) registered, book-entry, common shares with no par value.

Article 6 The Company is authorized to increase its capital stock, regardless of statutory reform, by up to one billion, three hundred and seventy-five million, eight hundred and fifty-three thousand, one hundred and eighty-three (1,375,853,183) registered, book-entry, common shares with no par value.

Paragraph 1 Within the limit authorized herein, the Company may, by resolution of the Board of Directors, increase the share capital regardless of statutory amendment, in compliance with the provisions of paragraph 2 of article 166 of Law 6,404, of December 15, 1976, as amended ("Brazilian Corporate Law"). The Board of Directors shall establish the number, price, payment term and other conditions to issue shares.

Paragraph 2 Within the authorized capital limit, the Board of Directors can resolve on the issue of subscription warrant and debentures convertible into common shares.

Paragraph 3 Within the limit of the authorized capital and according to the plan approved by the Shareholders' Meeting, the Company may grant a stock option to members of the management, employees or individuals who provide services to it, or the members of the management, employees or individuals who provide services to subsidiaries, except the right of first refusal of shareholders when granting and exercising stock options.

Paragraph 4 The Company is prohibited from issuing founders' shares.

Paragraph 5 The Company shall not issue preferred shares.

Paragraph 6 Whenever the Board of Directors approves the capital increase within the limit of the authorized capital, the consolidation of Articles 5 and 6 of the Bylaws shall appear in the agenda of the subsequent Shareholders' Meeting.

Article 7 The share capital shall be exclusively represented by common shares and each share entitles to one vote in the resolutions taken at the Shareholders' Meeting.

Article 8 All the Company's shares are book-entry shares, kept in a deposit account in a financial institution authorized by the Brazilian Securities and Exchange Commission ("CVM") designated by the Board of Directors, on behalf of the holders, without issuing certificates.

Sole Paragraph The cost of transfer and registry may be charged directly from shareholders by the depositary institution, as defined in the share bookkeeping agreement.

Article 9 Upon the discretion of the Board of Directors, the right of first refusal when issuing shares, debentures convertible into shares and subscription bonus, placed through the sale on the stock exchange or by public subscription, or by exchanging shares or public offer, may be deleted or reduced as established by law, within the limits of the authorized capital.

CHAPTER III

SHAREHOLDERS' MEETING

Article 10 The Shareholders' Meeting shall be held, ordinarily, once a year and, extraordinarily, whenever necessary, according to the Brazilian Corporate Law or these Bylaws.

Paragraph 1 The Shareholders' Meeting shall be convened by the Chair of the Board of Directors or, in the cases provided for by law, by shareholders or by the Fiscal Council, after a notice is disclosed. The first call shall be made, at least, fifteen (15) days in advance and the second call, at least, eight (8) days in advance.

Paragraph 2 Resolutions of the Shareholders' Meeting shall be approved by a majority of the votes of those attending.

Paragraph 3 The Shareholders' Meeting shall only decide on the agenda matters included in the respective call notice, excluding the exceptions set forth by the Brazilian Corporate Law.

Paragraph 4 At the Shareholders' Meetings, the shareholders shall submit, at least, seventy-two (72) hours in advance, in addition to the applicable identity card and/or corporate instruments evidencing the legal representation, as the case may be: (i) evidence issued by the bookkeeping institution, no more than five (5) days before the Shareholders' Meeting; (ii) the power of attorney with notarization of the granting party's signature; and/or (iii) in relation to shareholders that are part of the fungible custody of registered shares, the statement with the corresponding equity interest, issued by the competent body.

Paragraph 5 The minutes of Shareholders' Meetings shall be drawn up in the book of Minutes of the Shareholders' Meetings as a summary of the facts occurred and published without signatures.

Article 11 The Shareholders' Meeting shall be declared open and chaired by the Chair of the Board of Directors or, in his/her absence or impediment, by another Board Member, Officer or shareholder designated in writing by the Chair of the Board of Directors. The Chair of the Shareholders' Meeting shall indicate up to two (2) Secretaries.

Article 12 In addition to the duties set forth by law, the Shareholders' Meeting shall:

- I.** elect and remove the members of the Board of Directors and the Fiscal Council;
- II.** establish the overall annual compensation of the Company's Management, as well as the members of the Fiscal Council and Statutory Audit Committee;
- III.** amend the Bylaws;
- IV.** resolve on the dissolution, liquidation, merger, spin-off, incorporation of the Company, or any company thereunder;
- V.** grant share-based bonuses and decide on any stock splits or reverse-splits;
- VI.** approving stock option plans intended for members of the management, employees or individuals providing services to the Company or to any subsidiary;
- VII.** resolve, in accordance with the proposal submitted by management, on the income allocation for the year and the distribution of dividends;
- VIII.** elect and remove the liquidator, as well as the Fiscal Council that shall operate during the liquidation period;
- IX.** resolve on any matter submitted to it by the Board of Directors.

CHAPTER IV MANAGEMENT BODIES

Section I - General Provisions to the Management Bodies

Article 13 The Company shall be managed by the Board of Directors and the Executive Board.

Paragraph 1 The investiture of the members of the Company's management in their respective positions will be conducted through an instrument of investiture drawn up in the appropriate book per instrument of investiture, which shall have an express commitment clause, as set forth in Article 48 herein, signed by the member of the management taking up office, waiving the need for any management guarantee.

Paragraph 2 The managers shall remain in their offices until the investiture of their alternates, unless otherwise resolved by the Shareholders' Meeting or Board of Directors, as the case may be.

Article 14 The Shareholders' Meeting shall set the overall compensation of the directors, and the Company's Management shall set the individual compensation of Directors, members of the Statutory Audit Committee and the Executive Board.

Article 15 Except as provided herein, any of the management bodies shall validly meet with the attendance of a majority of its members and shall resolve with the vote of the qualified majority of those members attending.

Sole Paragraph The prior call notice for the meeting is only waived as a condition of its effectiveness if all its members are present. Members of the management body are considered as attendees of the meetings if they express their vote through delegation made in the name of another member of said body, by a written vote cast in advance or by a written vote sent by email or any other means of communication.

Section II – Board of Directors

Article 16 The Board of Directors shall comprise at least five (5) and no more than eleven (11) members, all elected and dismissible by the Shareholders' Meeting, with a unified term of office of two (2) years. Each year is considered as the period between 2 (two) Annual Shareholders' Meetings and re-election is authorized.

Paragraph 1 At the Shareholders' Meeting that has the purpose to elect members of the Board of Directors, shareholders must establish, first, the actual number of members of the Board of Directors to be elected.

Paragraph 2 At least two (2) or twenty percent (20%), whichever is higher, of the members of the Board of Directors shall be independent board members, as per the Novo Mercado Regulations of B3 S.A. – Brasil, Bolsa e Balcão (respectively, “Novo Mercado Regulations” and “B3”). The compliance of those indicated to the Board of Directors as independent board members must be resolved at the Shareholders' Meeting that elects them.

Paragraph 3 When, as a result of the calculation of the percentage referred to in the above paragraph, the result generates a fractional number, the Company shall round it up to the next whole number.

Paragraph 4 For the purposes of compliance, an independent board member, it is not considered an independent director if: **(i)** is not a direct or indirect controlling shareholder of the Company; **(ii)** does not exercise his/her voting rights at meetings of the Board of Directors bound by a Shareholders' Agreement that has matters related to the Company; **(iii)** is not a spouse, partner or relative, in a direct or collateral manner, up to the second degree, of the controlling shareholder, Company administrator or administrator of the controlling shareholder; and **(iv)** was, in the last three (3) years, an employee or director of the Company or its controlling shareholder. For the purposes of verifying the independent board member status, the situations described below

must be analyzed in order to verify whether they involve a loss of independence by the independent director due to the characteristics, magnitude and extent of the relationship: **(i)** is a relative to the second degree of the controlling shareholder, a manager of the Company or an administrator of the controlling shareholder; **(ii)** over the past three (3) years he/she was an employee or officer of associated companies, subsidiaries or companies under common control; **(iii)** he/she has business relations with the company, the controlling shareholder or associated companies, subsidiaries or companies under common control; **(iv)** he/she holds a position in the company or entity with business relations with the company or controlling shareholder with decision-making power in the activities of said company or entity; **(v)** he/she receives another compensation from the company, its controlling shareholder, associated companies, subsidiaries or companies under common control besides that one referring to the work as member of the Board of Directors or committees of the company, its controlling shareholder, associated companies, subsidiaries or companies under common control, except cash dividends deriving from interest in the Company's share capital and benefits from additional private pension plan. Furthermore, the independent board member is considered to be the one elected under the terms of article 141, paragraphs 4 and 5 of the Brazilian Corporate Law, in case there is a controlling shareholder.

Paragraph 5 At the end of the term, the members of the Board of Directors shall remain in the exercise of their positions until the new elected members are invested.

Paragraph 6 The Shareholders' Meeting may elect one or more alternates for the members of the Board of Directors.

Paragraph 7 The member of the Board of Directors or alternate may not have access to information or participate in Board of Directors' meetings related to matters on which he/she has an interest that conflicts with the interests of the Company.

Paragraph 8 In order to improve the performance of its duties, the Board of Directors may create committees or working groups with specified purposes, which shall function as advisory bodies without any decision-making power, for the sole purpose of assisting the Board of Directors, comprising persons appointed from among the management members and/or other persons related, either directly or indirectly, to the Company.

Paragraph 9 In case of vacancy of the position of Board Member, the alternate, if any, shall take his/her place; if there is no alternate, his/her replacement shall be appointed by the remaining board members, and shall occupy the position until the first Shareholders' Meeting.

Article 17 The Board of Directors shall have one (1) Chair and one (1) Vice-Chair, who shall be elected by a majority of the votes present at the first meeting of the Board of Directors held immediately after the investiture of said members, or whenever there is any resignation or vacancy of said positions.

Paragraph 1 The Chair of the Board of Directors shall convene and chair the meetings of the body and the Shareholders' Meeting, except, in the case of the Shareholders' Meeting, in the cases in which he/she appoints, in writing, another board member, officer or shareholder to chair the meeting, subject to the provisions of Article 11 herein.

Paragraph 2 In the deliberations of the Board of Directors, the Chair of the body will have, in addition to his own vote, the casting vote, in case of a tie in the vote as a result of the eventual composition of an even number of members of the Board of Directors. Each board member shall be entitled to one (1) vote in the resolutions of the body. The resolutions of the Board of Directors shall be taken by majority vote of its members.

Paragraph 3 The Vice-Chair shall perform the duties of the Chair in the event of his/her absence and temporary impediment, regardless of any formality. In the event of absence or temporary impediment of the Chair or Vice-Chair, the duties of the Chair shall be performed by another Board Member appointed by the majority of members of the Board of Directors.

Paragraph 4 The positions of Chair of the Board of Directors and Chief Executive Officer or main executive of the Company may not be held by the same person, except in the cases established in the Novo Mercado.

Article 18 The Board of Directors will convene, (i) at least once a quarter; and (ii) in special meetings, at any time. The Board of Directors' meetings shall be held upon call by the Chair of the Board of Directors or any other member, in writing, at least seven (7) days in advance, and indicating the date, time, place, detailed agenda, and documents to be considered at that meeting, if any. Any board member may, by written request to the President, include items in the agenda. The Board of Directors may resolve, unanimously, to include any other matter in the meeting's agenda. The Board of Directors' meetings may be held by conference call, videoconference or any other communication media that enables identification of the member and simultaneous communication of all other attendees.

Paragraph 1 The call notices of meetings shall be made through a written notice delivered by electronic mail or any other means of communication to each member of the Board of Directors, at least, seven (7) business days in advance, unless a majority of board members in office establishes a shorter term, which shall be not shorter than forty-eight (48) hours.

Paragraph 2 All resolutions of the Board of Directors shall be recorded in minutes drawn up at the Minutes Book of the Board of the Directors' Meetings, and a copy of the said minutes shall be delivered to each of the members after such meeting.

Paragraph 3 Regardless of any formalities, it shall be considered regularly called the meeting to which appear all the members of the Board of Directors.

Article 19 The Board of Directors shall have, besides other attributions that may be established by law or by the Bylaws:

- I.** to determine the general direction of the Company's business, considering people's safety, social development, and respect for the environment;
- II.** to elect and dismiss Executive Officers, as well as establishing their assignments, subject to the provisions herein;
- III.** to determine their compensation, indirect benefits and other incentives, within the overall limit of management compensation approved by the Shareholders' Meeting;
- IV.** to supervise the Executive Officers' management, examine at any time, the Company's books and documents; request information on contracts entered into or to be entered into, as well as on any other acts;
- V.** to choose and dismiss the independent auditors and conveying them to provide any clarifications that may be deemed required on any matter;
- VI.** to examine the Management's Report, the Executive Board's accounts and the Company's financial statements and resolve on their submission to the Shareholders' Meeting;
- VII.** to approve and review the annual budget, the capital budget and the Company's business plan, which shall be reviewed and approved on a yearly basis, and preparing the capital budget proposal to be submitted to the Shareholders' Meeting for purposes of profit retention;
- VIII.** to resolve on calling a Shareholders' Meeting when necessary, or as established in Article 132 of Brazilian Corporate Law;
- IX.** to submit a proposal to the Annual Shareholders' Meeting for allocation of the net income for the fiscal year, and resolving on the time to prepare balance sheets for six-month periods or shorter, and payment of dividends or interest on shareholders' equity resulting from such balance sheets, and resolving on the payment of interim or periodical dividends deducted from retained profits or reserves of retained profits from the last annual or half-year balance sheet;
- X.** to submit to the Shareholders' Meeting the proposed amendment to the Bylaws;
- XI.** to submit a proposal to the Shareholders' Meeting for dissolution, merger, spin-off or incorporation of the Company and the incorporation, by the Company, of other companies;

- XII.** to issue an opinion in advance about any subject to be submitted to the Shareholders' Meeting;
- XIII.** to authorize the issue of shares of the Company within the limits authorized by Article 6 herein, establishing the price, the payment term and the conditions to issue the shares, with authority to exclude the right of first refusal or reduce the term for its exercise in the issues of shares, subscription warrants and debenture stock, the placement of which is made by means of trading in stock exchange or public subscription or in any public offering of Control acquisition, as provided for by law;
- XIV.** to resolve on the issuance: **(i)** of subscription bonus and debentures convertible into common shares, as provided for in Paragraph 2 of Article 6 hereof, specifying the limit of increase of capital arising from conversion of debentures, in capital stock amount or number of shares and **(ii)** of common debentures, not convertible into shares, with or without collateral, establishing, by delegation of the Annual Shareholders' Meeting, when the issue of debentures regarding this section XIV, the time and conditions of maturity, amortization or redemption, the time and the conditions for payment of interest, of profit sharing and repayment premium, if any, and the manner of subscription or placement, as well as the types of debentures;
- XV.** to resolve on the trading of debentures issued by the company for purposes of cancellation or maintenance in treasury and corresponding disposal, in compliance with the appropriate legal provisions;
- XVI.** to grant stock options to members of the management, employees or individuals providing services to the Company or to any companies controlled by the Company, without any right of first refusal for the shareholders, in accordance with plans approved at the Shareholders' Meeting;
- XVII.** to resolve on the trading of shares issued by the company for purposes of cancellation or maintenance in treasury and corresponding disposal, in compliance with the appropriate legal provisions;
- XVIII.** to resolve on the payment or credit of interest on equity to shareholders, as per the applicable law;
- XIX.** to approve the execution, amendment or termination of any contracts, agreements or arrangements between the Company or its controlled companies and any related parties in amounts equal to or exceeding one hundred million reais (R\$100,0000,000.00) considered individually or cumulatively, in the period of the last twelve (12) months and any other transactions with related parties indicated in the Related-Party Policy;

- XX.** to approve the hiring of the institution providing share bookkeeping services;
- XXI.** to resolve on any matter submitted by the Executive Board, as well as to call the members of the Executive Board for joint meetings whenever deemed as necessary;
- XXII.** to implement Committees, establish the respective regulations and competencies, elect and dismiss their members, and monitor the activities developed by the Committees;
- XXIII.** to dispose, observing the rules in these Bylaws and in the legislation in effect, about the order of its work and to adopt or revoke regulatory norms for its operation;
- XXIV.** to approve the policies of (a) disclosure of information to the market, (b) trading in the Company's securities, (c) compensation, (d) nomination of members of the Board of Directors, of the Committees and of the Executive Board, (e) risk management, and (f) related-party transactions, or equivalent formal documents; and
- XXV.** to establish the Board of Directors' authority to:
- (a) the issuance of any credit instruments for fund raising, be they "bonds", "notes", "promissory notes", "certificate of receivables", "commercial papers", or others commonly used in the market, as well as to set the conditions for their issuance and redemption;
 - (b) the acquisition or disposal of equity interests, joint ventures, or strategic partnerships with third parties;
 - (c) the acquisition or disposal of permanent assets and real estate;
 - (d) provision of surety bonds and guarantees for its own obligations and/or the obligations of its subsidiaries;
 - (e) to contract debt, in the form of loans or issue of debt instruments or assumption of debt, or any legal transaction that affects the Company's capital structure;
 - (f) the placement of guarantees by the Company, in rental contracts in favor of its employees and/or employees of subsidiaries directly or indirectly controlled by the Company, for the duration of their employment contract;
 - (g) the execution of any contract, agreement or other instrument that (i) prevents the Company or its subsidiaries from carrying out its unilateral termination with prior notice of less than ninety (90) days or that (ii) requires the payment of any type of penalty or pecuniary obligation to the Company or its subsidiaries,

including but not limited to fines, loss of profits, take or pay clause or that establishes the commitment of the Company or its subsidiaries to remain with the obligation to pay maturing installments whose value is equal or superior to the equivalent to three (3) months of the pecuniary obligations ordinarily established by the same instrument; and

XXVI. to express a favorable or contrary opinion regarding any tender offer of Company shares, through a substantiated preliminary report published within fifteen (15) days of the publication of the call notice for the tender offer, which should address, at least, **(i)** the convenience and opportunity of the tender offer regarding the interests of the Company and its shareholders, including in terms of price and potential impacts on the liquidity of your securities; **(ii)** the strategic plans disclosed by the offer or related to the Company; **(iii)** possible alternatives to the acceptance of the public offer for the acquisition of shares available in the market.

Sole Paragraph. The Company will have a permanent Statutory Audit Committee, as an advisory body to the Board of Directors. The rules regarding the composition, attributions, operation, and compensation of its members, among other aspects, will be regulated in its own internal regulations, to be approved by the Board of Directors, observing the provisions of the applicable regulations.

Section III – Board of Executive Officers

Article 20 The Executive Board, whose members will be elected and dismissible at any time by the Board of Directors, will consist of at least two (2) and at most seven (7) members, who will be designated Chief Executive Officer, Director of Administration and Control, Financial Officer, Investor Relations Officer, and the other Officers with no specific designation. The positions of Chief Executive Officer and Investor Relations Officer must be filled. The directors will have a combined term of office of three (3) years, with the period between two (2) Annual Shareholders' Meetings being considered a year, reelection being permitted.

Paragraph 1 Except in the case of vacancy in the position, the election of Executive Officers shall take place within thirty (30) business days after the Annual Shareholders' Meeting.

Paragraph 2 In case of resignation or dismissal of the Chief Executive Officer, or in case of the Investor Relations Officer, where such fact results in non-compliance with the minimum number of Officers, the Board of Directors shall be called to elect an alternate, who shall complete the term of office of the replaced officer.

Paragraph 3 In cases of vacancy of the position of any member of the Executive Board, the duties performed by the replaced member shall be assigned to another member of the Executive Board chosen by the remaining Officers.

Article 21 Except as otherwise specifically authorized by the Brazilian Corporate Law or by these Bylaws, the Chief Executive Officer shall be responsible, exclusively, with the possibility to delegate by means of power of attorney, for the following activities: (i) execute and to enforce the resolutions of the Shareholders' Meetings and of the Board of Directors; (ii) establish goals and objectives for the Company; (iii) supervise the elaboration and execution of the Company's annual budget, capital budget and business plan; (iv) coordinate, manage, conduct and supervise all businesses and operations of the Company, in Brazil and abroad; (v) coordinate the activities of the other Officers of the Company and its subsidiaries, in Brazil or abroad, subject to the specific duties provided for in these Bylaws; (vi) coordinating, at the highest level, the Company's public relations and guiding institutional publicity; (vii) convening and presiding over meetings of the Executive Board; (viii) representing the Company personally or by proxy in the shareholders' meetings or other corporate acts of companies in which the Company holds an equity interest; and (ix) other duties established by the Board of Directors at any time.

Article 22 The Administration and Control Officer is responsible for: (i) coordinating, managing, directing, and supervising the departments of Accounting, Information Technology, Accounts Receivable/Credit, Accounts Payable, and Management; and (ii) other duties established by the Chief Executive Officer.

Article 23 The Chief Financial Officer is responsible for: (i) coordinating, managing, directing and supervising the Finance department of the Company; (ii) directing and instructing the preparation of the annual budget and the capital budget; (iii) directing and instructing the treasury activities of the Company, including fund raising and management, as well as the hedge policies previously defined by the Chief Executive Officer; and (iv) any other duties established by the Chief Executive Officer.

Article 24 The Investor Relations Officer is responsible for: (i) coordinating, managing, directing and supervising the Company's Investor Relations department; (ii) representing the Company before shareholders, investors, market analysts, the Brazilian Securities Commission, the Stock Exchanges, the Brazilian Central Bank and any other control bodies and other institutions related to the activities performed in the capital market in Brazil and abroad; and (iii) any other duties established by the Chief Executive Officer.

Article 25 The Officers without specific designation, if elected, are responsible for assisting the CEO in the coordination, management, direction, and supervision of the Company's business, according to the assignments established by the Chief Executive Officer.

Article 26 The Executive Board is vested with all powers to perform the acts necessary for the regular operation of the Company and the achievement of the corporate purpose, no matter how special, including to waive rights, settle and agree, in compliance with the relevant legal or statutory provisions. Subject to the limits set by the Board of Directors for the Board of Executive Officers in the cases described in article 19 of these Bylaws, the Board is responsible for the administration and management of the Company's business, especially:

- I.** to comply with and enforce these Bylaws and the resolutions of the Board of Directors and the Shareholders' Meetings;
- II.** on a yearly basis, prepare the Management's Report, the accounts of the Executive Board and the Company's financial statements together with the report of the independent auditors and a proposal for allocation of the profits from the previous fiscal year for evaluation by the Board of Directors and the Shareholders' Meeting;
- III.** to propose to the Board of Directors the annual budget, the capital budget and the Company's business plan, which must be reviewed and approved annually;
- IV.** to resolve on the installation and closure of branches, warehouses, distribution centers, offices, sections, agencies, representations by itself or third parties, anywhere in Brazil or abroad;
- V.** to resolve on any matter that is not exclusively incumbent upon the Shareholders' Meeting or the Board of Directors;
- VI.** to convene the Shareholders' Meeting, in case of vacancy of all the positions of the Board of Directors.

Article 27 The Executive Board legitimately meets with the presence of two (2) Executive Officers, one of them always being the Chief Executive Officer, and deliberates by the vote of the majority of those present.

Article 28 The Executive Board shall meet whenever called by the Chief Executive Officer or by a majority of its members. The Board of Directors' meetings may be held via conference call, video conference or any other means of communication that allows the identification and simultaneous participation of attending members of the Board and any other individuals attending the meeting.

Sole Paragraph Regardless of any formalities, it shall be considered regularly called the meeting to which appear all the members of the Executive Board.

Article 29 Call notices of meetings shall be made by means of a written communication delivered, at least, forty-eight (48) hours in advance, with the agenda, date, time, and place of the meeting.

Article 30 All resolutions of the Executive Board shall be recorded in minutes drawn up on the Minutes Book of the Executive Board' Meetings and signed by the attending Officers.

Article 31 The Company shall always be represented, in all acts, by the signature of the Chief Executive Officer; or by the signature of two (2) Officers jointly or, the signature of one or more proxies specially appointed to do so in accordance with Paragraph 1 below.

Paragraph 1 All powers of attorney shall be granted by the Chief Executive Officer individually, or, failing that, by two (2) officers jointly, through mandate with specific powers and term, except in the case of *ad judicia* powers of attorney, in which case the mandate can be for an indeterminate period, through a public or private instrument.

Paragraph 2 The acts of any Executive Officers, attorneys-in-fact, representatives, and employees that involve or concern operations or business that are unrelated to the corporate purpose and corporate interests or that are practiced in non-compliance with these Bylaws are expressly forbidden, being null and void in relation to the Company, except when expressly approved by the Board of Directors.

CHAPTER V FISCAL COUNCIL

Article 32 The Fiscal Council shall operate in a permanent manner, with the powers and duties conferred to it by law.

Article 33 The Fiscal Council will be composed of at least 3 (three) and at most 5 (five) effective members and substitutes in equal number, shareholders or not, elected, and dismissible at any time by the Annual Shareholders' Meeting.

Paragraph 1 The members of the Fiscal Council will have a unified terms of office of one (1) year and may be reelected.

Paragraph 2 The members of the Fiscal Council shall elect their Chair at their first meeting.

Paragraph 3 The investiture of the members of the Fiscal Board, effective and alternate, depends upon the signing of the term of consent drawn up in the appropriate book, which shall be subject to the arbitration clause referred to in Article 48 herein.

Paragraph 4 The members of the Fiscal Council shall be replaced in their absences and impediments by their respective alternates.

Paragraph 5 If a position in the Fiscal Council becomes vacant, the respective alternate member shall hold such position; should there be no alternate member, the Shareholders' Meeting shall be called to elect a member for the vacant position.

Article 34 The Fiscal Council, when in place, shall meet whenever required and have all duties established by law.

Paragraph 1 Regardless of any formalities, it shall be considered regularly called the meeting to which appear all the members of the Fiscal Council.

Paragraph 2 The Fiscal Council manifests by absolute majority of votes, present the majority of its members.

Paragraph 3 All resolutions of the Fiscal Council shall be included in minutes drawn up at the Minutes and Opinions Book of the Fiscal Council and signed by the members present.

Article 35 The compensation of the Fiscal Council members shall be fixed by the Shareholders' Meeting at which they are elected, in compliance with paragraph 3 of Article 162 of the Brazilian Corporate Law.

CHAPTER VI PROFIT ALLOCATION

Article 36 The fiscal year shall begin on January 1 and end on December 31 of each year.

Sole Paragraph At the end of each fiscal year the Executive Board shall cause the Company's financial statements to be prepared in compliance with the applicable legal provisions.

Article 37 The Board of Directors shall submit to the Annual Shareholders' Meeting the financial statements for the fiscal year, together with a proposal for allocation of the net income of the fiscal year, calculated after deduction of the equity interests referred to in Article 190 of the Brazilian Corporate Law, as provided for by paragraph 1 of this Article, adjusted for purposes of calculation of dividends in accordance with Article 202 of the same law, in the following order of deduction:

(a) 5% (five percent) will be invested, before any other allocation, in the legal reserve constitution, which will not exceed 20% (twenty percent) of the share capital. In the fiscal year in which the balance of the Legal Reserve plus the amounts of the capital reserves referred to in paragraph 1 of article 182 of the Corporate Law exceeds thirty percent (30%) of the share capital, it will not be mandatory to allocate part of the net income for the year to the legal reserve;

(b) a portion may be allocated to the reserve for contingencies and reversal of the amounts recorded in previous years, if proposed by the management bodies, pursuant to Article 195 of Brazilian Corporate Law;

(c) From the balance of the net profit remaining after the allocations of legal reserve and reserve for contingencies as determined in (a) and (b) above, a portion allocated for the payment of a minimum mandatory dividend of not less than, in each fiscal year, 25% (twenty-five percent);

(d) In the fiscal year when the amount of minimum mandatory dividends, calculated pursuant to aforementioned letter (c), surpasses the portion of the net income realized in the fiscal year, the Shareholders' Meeting may, if so proposed by the management bodies, allocate the surplus to the unrealized profit reserve, in compliance with Article 197 of Brazilian Corporate Law; and

(e) The profits that remain after legal deductions and minimum dividends referred to in paragraph (c) of this Article 37 shall be allocated in an annual installment, not exceeding 90% (ninety percent) of the net profit adjusted for the formation of the Statutory Reserve of investment, which shall eventually finance the implementation in operational assets, and this reserve may not exceed the share capital.

Paragraph 1 The Shareholders' Meeting may attribute profit sharing to the members of the Board of Directors and of the Executive Board, not to exceed ten percent (10%) of the remaining profit of the fiscal year, limited to the global annual compensation of the members of the management, after deduction of accrued losses and the provision for income tax and social contribution, as provided for by Article 152, paragraph 1, of the Brazilian Corporate Law.

Paragraph 2 The distribution of profit sharing to the members of the Board of Directors and of the Executive Board shall solely take place in the fiscal years in which the shareholders are ensured payment of the minimum mandatory dividend provided for by these Bylaws.

Article 38 If proposed by the Executive Board, approved by the Board of Directors, and subject to approval by the Shareholders' Meeting, the Company shall pay or credit interest on equity to shareholders, in compliance with applicable legislation. Any amounts thus disbursed may be considered in the minimum mandatory dividend set forth herein.

Paragraph 1 In the event of credit of interest to shareholders during the fiscal year and attribution thereof to the mandatory dividend amount, the shareholders shall receive the dividends they are entitled to and be guaranteed the payment of any outstanding balance. Should the dividend amount be lower than what was paid, the Company cannot charge the surplus balance from the shareholders.

Paragraph 2 Interest on equity recognized in the fiscal year will be effectively paid upon resolution by the Board of Directors, during the current or the following year, but never after the dividend payment dates.

Article 39 The Company may prepare balance sheets on a semester basis or shorter periods and declare the following by resolution of the Board of Directors:

(a) the payment of dividends or interest on equity by way of the profit for the half-year balance sheet, attributed to the amount of the mandatory dividend, if any;

(b) the distribution of dividends in periods shorter than six (6) months, or interest on equity, attributed to the amount of mandatory dividend, if any, provided that the total dividends paid in each semester of the fiscal year shall not exceed the amount of the capital reserves; and

(c) the payment of interim dividend or interest on equity by way of retained profits or reserve of retained earnings existing in the last annual or half-year balance sheet, attributed to the amount of the mandatory dividend, if any.

Article 40 The Shareholders' Meeting may resolve on the capitalization of profit or capital reserve, including those recognized in interim balance sheets, pursuant to applicable legislation.

Article 41 Unclaimed or unpaid dividends will prescribe within three (3) years after the date they were made available to shareholders and will be reversed to the Company.

CHAPTER VII
DISPOSAL OF SHARE CONTROL,
CANCELLATION OF THE REGISTRATION AS A PUBLICLY HELD COMPANY,
WITHDRAWAL FROM THE NOVO MERCADO AND
PROTECTION AGAINST DISPERSION OF THE SHAREHOLDING BASE

Section I – Disposal of the Company's Control

Article 42 The direct or indirect disposal of the control of the Company, either through a single transaction or through a number of successive transactions, shall be contracted on the condition that the new controlling shareholder undertakes to make a public offer for the acquisition of the shares, having as object the shares issued by the company held by the other shareholders, subject to the terms and conditions provided for by the legislation and in the Novo Mercado Regulations, so as to ensure them equal treatment as compared to the grantor.

**Section II – Cancellation of the registration as a Publicly Held Company;
withdrawal from Novo Mercado.**

Article 43 Following the Company's admission on the B3's Novo Mercado, the Company, its shareholders, including controlling shareholders, management and members of the Fiscal Council are subject to the provisions of the Novo Mercado Regulation.

Article 44 In the public offering for acquisition of shares to be made effective, necessarily, by the controlling shareholder or by the Company for the cancellation of the registration as a publicly held company, the minimum price to be offered shall correspond to the economic value determined in the appraisal report, respecting the legal and regulatory rules applicable.

Section III – Protection Against Dispersion of the Shareholding Base

Article 45 Any Buyer (as defined in paragraph 11 of this article), who acquires or becomes the holder of shares issued by the Company or of other rights, including usufruct or trust over shares issued by the Company in an amount equal to or greater than 20% (twenty percent) of its share capital, shall conduct a public offering for the acquisition of all shares issued by the Company, with due regard for the provisions of the applicable CVM regulations, the regulations of B3 and the terms of this article. The Buyer shall request the registration of said offering within thirty (30) days as from the date of purchase or as from the event that resulted in the title to the shares or rights in any quantity equal to or greater than twenty percent (20%) of the Company's share capital.

Paragraph 1 The public offering of shares shall be (i) indistinctively addressed to all shareholders of the Company; (ii) made in an auction to be held at B3; (iii) launched at the price determined in accordance with the provisions in paragraph 2 of this Article; and (iv) paid in cash, in Brazilian currency, upon purchase in the offering of shares issued by the Company.

Paragraph 2 The purchase price in the public offering of each share issued by the Company shall not be smaller than the greatest amount between: (i) one hundred and thirty-five percent (135%) of the fair price in a valuation report; (ii) one hundred and thirty-five percent (135%) of the issue price of shares obtained in any capital increase made upon public distribution occurred in the period of twenty-four (24) months preceding the date when it becomes mandatory to carry out the public offering of shares in accordance with this Article, an amount which shall be duly restated by the Extended National Consumer Price Index (IPCA) from the date of issue of shares for the Company's capital increase to the time of financial settlement of the public offering of shares under this Article; (iii) one hundred and thirty-five percent (135%) of the average unit quotation of the shares issued by the Company during the period of ninety (90) days before the offering, weighted by the volume of trading at the stock exchange in which the greatest volume of negotiations of the shares issued by the Company occurs; and (iv) one hundred and thirty-five percent (135%) of the highest unit price paid by the Buyer at any time for any share or lot of shares issued by the Company. If the CVM regulation applicable to the offer foreseen in this case determines the adoption of a calculation criterion for fixing the acquisition price of each share in the Company in the offer that results in a higher acquisition price, that acquisition price calculated pursuant to the CVM regulation shall prevail in the effectiveness of the offer contemplated.

Paragraph 3 The public offering of shares referred to in the main provision of this Article shall not exclude the possibility of another shareholder of the Company or, as applicable, the Company itself, making a competing offering under the applicable regulations.

Paragraph 4 The Buyer shall be required to meet any requests or requirements of the CVM based on the applicable law in relation to the public offering of shares, within the maximum terms established by the applicable regulations.

Paragraph 5 If the Buyer fails to comply with the obligations imposed by this Article, including as regards compliance with the maximum terms: (i) to carry out or request registration of the public offering of shares; or (ii) to meet any requests or requirements of the CVM, the Company's Board of Directors shall call a Extraordinary Shareholders' Meeting, at which the Buyer shall not vote, to resolve on the suspension of exercise of the rights of the Buyer that fails to comply with any obligation imposed by this Article, as provided for by Article 120 of the Brazilian Corporate Law, without prejudice to the liability of the Buyer for damages and losses caused to the other shareholders as a result of the default of the obligations imposed by this Article.

Paragraph 6 The provisions of this Article shall not apply if a person becomes the holder of shares issued by the Company in a quantity greater than twenty percent (20%) of the total shares issued by the Company as a result of: (i) legal succession, under the condition that the shareholder shall dispose of the surplus of shares within thirty (30) days as from the concerned event; (ii) merger of another company into the Company; (iii) merger of shares of another company into the Company; or (iv) subscription of the Company's shares in a single primary issue approved at a Shareholders' Meeting of the Company, called by its Board of Directors, the capital increase proposal of which has determined that the shares issue price should be set based on the fair price provided in an economic and financial valuation report of the Company prepared by a specialized company with proven experience in valuation of publicly-held companies. In addition, the provisions of this Article shall not apply to current shareholders who are already holders of 20% (twenty percent) or more of the total shares issued by the company and their successors on the effective date of membership and listing of the company on the Novo Mercado, applying exclusively to those investors that purchase shares and become shareholders of the Company after such a Shareholders' Meeting.

Paragraph 7 The calculation of the percentage of twenty percent (20%) of the total shares issued by the Company as described in the main provision of this Article shall not compute any involuntary increases in equity interest resulting from cancellation of shares kept in treasury or Company's capital reduction with cancellation of shares.

Paragraph 8 The Shareholders' Meeting may release the Buyer from the obligation to carry out the public offering of shares established in this Article, if that is in the Company's interest.

Paragraph 9 Shareholders holding at least twenty percent (20%) of the shares issued by the Company may request the members of the Company's management to call a special shareholders' meeting to resolve on a new valuation of the Company to be carried out for purposes of review of the purchase price, in accordance with the procedures set forth in Article 4-A of the Brazilian Corporate Law and in compliance with the provisions of the applicable regulations of the CVM, of the B3 regulations, and of this Chapter. The costs of preparing the appraisal report shall be supported entirely by the Buyer.

Paragraph 10 If the special shareholders' meeting referred to above resolves that a new valuation report determines an amount higher than the initial value of the public offering for the acquisition of shares, the Buyer may give it up, in which case it shall comply, as applicable, with the procedure set forth in Articles 23 and 24 of CVM Instruction 361/02, and dispose of the surplus equity interest within three (3) months as from the date of said special shareholders' meeting.

Paragraph 11 For purposes of interpretation of this Article, the terms below starting with capital letters shall have the following meanings:

“Buyer” means any person, including, but not limited to, any individual or legal entity, investment fund, co-ownership, portfolio of notes, universality of rights or any other form of organization that is resident, domiciled or headquartered in Brazil or abroad, or a Group of Shareholders.

“Group of Shareholders” means the group of persons who: (i) are bound by contracts or voting agreements of any nature, directly or through subsidiaries, parent companies or joint ventures; or (ii) are bound by a relationship of control; or (iii) are in a joint venture.

Section IV - General Provisions

Article 46 A single public offering of shares may be prepared, aiming at more than one of the purposes established in this Chapter VII herein, in the Novo Mercado Regulations, or in the CVM regulations, provided that the procedures of all modalities of public offering of shares may be combined, no damage results to the target audience of the offering, and authorization is obtained from the CVM, as required by the applicable law.

Article 47 The Company or the shareholders in charge of carrying out the public offerings of shares established in this Chapter VII herein, in the Novo Mercado Regulations, or in the CVM regulations may ensure the implementation thereof by means of any shareholder or third party. The Company or the shareholder, as the case may be, are not exempted from the obligation to carry out the public offering of shares until it has been completed in compliance with the applicable rules.

CHAPTER VIII ARBITRATION COURT

Article 48 The Company, its shareholders, managers, Fiscal Council members, effective and alternate, if any, undertake to resolve, by means of arbitration, before the Market Arbitration Chamber, pursuant to its rules, any dispute that may arise between them, related to or arising from their status as issuers, shareholders, managers, and Fiscal Council members, in particular, arising from the provisions contained in Law 6, 385/76, the Brazilian Corporation Law, the Company's Bylaws, the rules issued by the National Monetary Council, the Central Bank of Brazil, or the

CVM, in addition to those contained in the Novo Mercado Regulations, in the other B3 regulations, and in the Novo Mercado Listing Agreement.

Paragraph 1 Without prejudice to the validity of this arbitration clause, the request for urgent measures by the Parties, before the Arbitration Court is created, will be submitted to the Judicial Court, pursuant to Item 5.1.3 of the Arbitration Regulations of the Market Arbitration Chamber.

Paragraph 2 The Brazilian law shall be the sole law applicable to the merits of any and all disputes, as well as to the execution, interpretation, and validity of this arbitration clause. The Arbitration Court will be made up of judges chosen in the manner provided for in the Arbitration Regulations of the Market Arbitration Chamber. The arbitration proceeding will be held in the City and State of São Paulo, where the arbitration decision is to be issued. The arbitration shall be managed by the Market Arbitration Chamber itself and shall be conducted and judged according to the relevant provisions of the Arbitration Rules.

CHAPTER IX LIQUIDATION OF THE COMPANY

Article 49 The Company shall be liquidated in the events provided for by law, and the Shareholders' Meeting shall elect the liquidator(s), as well as the Fiscal Council that shall operate in such period, pursuant to the legal formalities.

CHAPTER X FINAL AND TRANSITORY REGULATIONS

Article 50 The cases not envisaged in these Bylaws shall be resolved at the Shareholders' Meeting and regulated pursuant to Brazilian Corporate Law, in observance to the Novo Mercado Regulations.

Article 51 The Company shall comply with the shareholders' agreements filed at its headquarters, and the registration of a transfer of shares and the counting of any vote cast at a Shareholders' Meeting or a Board of Directors' meeting contrary to the terms thereof are prohibited.

Article 52 The Company shall provide its shareholders and third parties, at its headquarters, contracts with related parties, shareholders' agreements, and options for the acquisition of shares or other securities or securities issued by the Company.

Article 53 The Company and any of its subsidiaries, whether direct or indirect, are prohibited from selling any option contracts (directly or indirectly), or even signing option contracts in which it is the writer, except for companies that have this activity in their corporate purpose. Call options are considered those that give the holder the right to buy the related asset on a given date for a given price; and puts options are considered those that give the holder the

right to sell the related asset on a given date for a given price. For the purposes of this article, option contracts are those that directly or indirectly, expressly, or implicitly, provide any advantage to the Company in exchange for market volatility, that is, when there is a risk of oscillation in the price of the asset that is the object of the contract. Among which, but not limited to, any operations in which the asset that is the object of the contract is conditioned to the dollar rate, the price of gold, commodities, government bonds, exchange variation, and interest variation.

Sole Paragraph The prohibition addressed in the *caput* above shall not apply to the signing of a contract, agreement, or other instrument of assumption of rights and obligations in the context of financial transactions through issue, by the company and any of its subsidiaries, whether direct or indirect, that causes the issuance of debt securities, including, but not limited to promissory notes, debentures, commercial paper, notes, bonds, as provided in these Bylaws.

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EXHIBIT C

PROTOCOL AND JUSTIFICATION OF THE MERGER OF BERTIN S.A. BY JBS S.A., SIGNED BETWEEN THE ADMINISTRATORS OF BERTIN S.A. and JBS S.A. ON DECEMBER 15, 2009

EXHIBIT III

Transfer of Real Estate Properties

1.1. Considering that the management of **BERTIN S.A.**, a corporation with headquartered in the city and state of São Paulo, at Avenida Brigadeiro Faria Lima, 2012, 5º andar, conj. 53, sala 02, Jardim Paulistano, CEP 01451-000, enrolled under corporate taxpayer's ID (CNPJ) number 09.112.489/0001-68 ("Bertin"), and **JBS S.A.**, a publicly traded company with headquarters in the city and state of São Paulo, at Avenida Marginal Direita do Tietê, 500, Vila Jaguara, CEP 05118-100, enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60 ("JBS") and, jointly with Bertin, the "Parties", signed, on December 15, 2009, the Protocol and Justification of Incorporation of Bertin S.A. by JBS S.A. ("Protocol and Justification"), establishing the terms and conditions of the merger of Bertin by JBS, approved at the Extraordinary General Meetings of Bertin and JBS held on December 28 and 31, 2009, respectively, with acts registered by the Board of Trade of the State of São Paulo - JUCESP, filed under number 41.249/10-0 and No. 41.251/10-6 at a session held on January 28, 2010 ("Merger"), the Parties, as a result of the Merger, require and authorize the competent Offices of Real Estate Registries to promote all the necessary registries and annotations in light of this Protocol and Justification and documents comprising it. The Parties also declare that the registry of each real estate property is independent of the registrations of other properties, requesting the separation of the title.

1.2. As required by the applicable municipal legislation, JBS will collect applicable real estate transfer taxes (ITBI), or present the respective certificate of exemption, as applicable, to the competent Offices of Real Estate Registries.

1.3. The Parties list below the registries of the properties transferred to JBS as a result of the Merger:

- a) *Area of 308.6900 ha (three hundred and eight hectares and sixty-nine ares), separated from Registry 425, of the 1st Registry Office of the District of Diamantino/MT.*

Bertin S.A., a privately-held corporation, with headquarters at Avenida Brigadeiro Faria Lima, 2012, 5º andar, conjunto 53, sala 02, Jardim Paulistano, in the city and state of São Paulo, enrolled under corporate taxpayer's ID (CNPJ) number 09.112.489/0001-68, acquired from HELIO LIBER DE OLIVEIRA, rancher, holder of Identity Card (RG) number 1,229,840 SSP/PR issued on 2/21/1974, enrolled under individual taxpayer's ID (CPF) number 214.052.339-72, son of

Zeferino Correia Líber and Cinira Maria Liber, born in Pinhão/PR on 02/05/1956 and married to SEBASTIANA NERY LIBER, housewife, holder of Identity Card (RG) number 2.184.967 SSP/PR, issued on 10/18/1978, enrolled under individual taxpayer's ID (CPF) number 901.293.421-49, Brazilians, married under the Communion of Goods regime prior to the enactment of Law 6,515/77, pursuant to Marriage Certificate number 2,107, registered on pages 293 of Book B-14 of the Civil Registry Office of the District of Pinhão, State of Paraná, residents and domiciled at BR 364 Km 188, Bairro Novo Diamantino, in this City of Diamantino, State of Mato Grosso, **through the Purchase and Sale Deed signed on 10/01/2008 in the city of Diamantino, State of Mato Grosso, and registered on pages 208/2011 of Deeds Book 044 of the 2nd Notary and Registry Service - Capistrano, in the presence of the Substitute Notary Public Wilma Mamprini Capistrano de Oliveira, in the adjusted amount of R\$3,577,448.50 (three million, five hundred and seventy-seven thousand, four hundred and forty-eight reais and fifty cents) corresponding to an area of 308.6900 ha (three hundred and eight hectares and sixty-nine ares), dismembered from Registry 425, of the 1st Registry Office of the District of Diamantino/MT, with the following description:** The real estate property described below is referenced in the Brazilian Geodesic System, with its initial M1 mark on the central meridian 57°, facing Hariberto Keller (heir to Renato de Tal), in the direction of 17°00'SE, continuing for an extension of 1,246.26 meters until reaching the M2 mark, from there facing José de Alencar (heir to Wanderley Gomes Colhado), in the direction of 39°00'SW, continuing for an extension of 2,270.28 meters until reaching the M3 mark, located on the banks of Córrego Cajú, from which it continues facing Córrego Cajú by several directions, continuing for an extension of 1,355.28 meters until reaching the M4 mark on the banks of Córrego Cajú, where it continues, facing Hélio Liber de Oliveira (registry 13,370), in the direction of 39°00'SW, continuing for an extension of 3,061.67 meters until reaching the M1 mark again, the starting point of this description, thus ending this registry with a total perimeter of 7,933.49 meters. Diamantino-MT, May 27, 2008. (a) Alessandro Pereira da Conceição – agronomist – CREA 1700821725. ART 27F-0327108 duly settled on 6/02/2008. The property described above is recorded in favor of Banco do Brasil S/A., an agency in this city, with the following liens: R.23/425, under a 7th degree mortgage, through the Re-ratification of the addendum to contract CRPH 84/00367-7, in the amount of Cr\$7.291.200,00 expiring on 7/15/1993; R.28/425, under an 11th degree mortgage, through contract CRPH 91/00361-X on 9/03/1991, in the amount of Cr\$164,401,000.00 expiring on 6/15/1992; Av.30/425, through the Public Deed of Confession and Assumption of Debts with Mortgage Guarantee and Pledge registered in the 1st Registry Office of this city, in Book 036, pages 197/200 and on 9/22/92, by the Notary Public Manoela Maria de Almeida Gonçalves, in the amount of Cr\$1,454,028,214.74 through contract CRPH 91/00361-X, reg 28/425, expiring on 6/15/1993; R.32/425 under a 12th degree mortgage, through contract CRPH 96/70421-7, in the amount of R\$400,000.00, expiring on 10/31/2005; R.33/425, under a 13th degree mortgage, through contract CRPH 97/00371-9 on 9/12/1997, in the amount of R\$96,402.57, expiring on 5/15/1998; R.34/425, under a 14th degree mortgage, through contract CRPH 97/00465-0 on 10/30/10/1997, in the amount of R\$99,583.68, expiring on 5/15/1998; R.35/425, under a 15th degree mortgage, through contract CRPH 97/00570-3 on 12/18/1997, in the amount of R\$30,093.06, expiring on 4/30/2002; R.36/425, under a 16th degree mortgage, through contract CRPH 98/00303-8 on 9/24/1998, in the amount of R\$ 63,224.50, expiring on

10/30/1998; R.37/425, under a 17th degree mortgage, through contract CRPH 98/00302-X on 9/24/98, in the amount of R\$99,352.82, expiring on 10/30/1999; R.38/425, under an 18th degree mortgage, through contract CRPH 98/00274-0 on 10/14/1998, in the amount of R\$84,192.54, expiring on 10/30/1999; and all Re-ratification addendum duly registered under number 31, 39 and 40, changing the due date and payment method; for which the SELLING PARTIES are responsible for and undertake to cancel the mortgages described above, in parallel with the registry of this deed, exempting this Notary Service from any future responsibilities.

Upon the merger of BERTIN S.A., enrolled under corporate taxpayer's ID (CNPJ) number 09.112.489/0001-68, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$17,219,770.18 (seventeen million, two hundred and nineteen thousand, seven hundred and seventy reais and eighteen cents).

b) Registry 39,641 – 1st Registry Office of the District of Diamantino/MT.

A plot of land with an area of 145.8000 ha (one hundred and forty-five hectares and eighty ares), dismembered from Fazenda Cajú, located in the City of Diamantino, State of Mato Grosso, with the following description: The real estate property described below is referenced in the Brazilian Geodesic System, with its initial M1 mark on the central meridian 57°, on the banks of Córrego Água Fria facing Hariberto Keller (heir to Renato de Tal), in the direction of 17°00'SE, continuing for an extension of 1,040.00 meters until reaching the M2 mark, from there facing Fazenda Cajú Hélio Liber de Oliveira, in the direction of 39°00'SW, continuing for an extension of 3,210.00 meters until reaching the M3 mark, located on the banks of Córrego Cajú, from which it continues facing Córrego Cajú by several directions, continuing for an extension of 1,020.54 meters until reaching the M4 mark on the banks of Córrego Cajú, where it continues, facing Zeferino Correa Liber, in the direction of 30°00'NE, continuing for an extension of 4,800.00 meters until reaching the M1 mark again, the starting point of this description, thus ending this registry with a total perimeter of 10,070.54 meters. (a) Alessandro Pereira da Conceição – agronomist – CREA 1700821725. ART 27F-0326326 duly settled.

OWNERS: HELIO LIBER DE OLIVEIRA, rancher, holder of Identity Card (RG) number 1,229,840 SSP/PR and enrolled under individual taxpayer's ID (CPF) number 214.052.339-72, married to SEBASTIANA NERY LIBER, housewife, holder of Identity Card (RG) number 2.184.967 SSP/PR and enrolled under individual taxpayer's ID (CPF) number 901.293.421-49, married under the Communion of Property regime prior to the enactment of Law 6,515/77, residents and domiciled at BR 364 Km 188, Bairro Novo Diamantino, in this City of Diamantino, State of Mato Grosso. PREVIOUS REGISTRY Registry 13,370, of this Registry Office. Fees R\$39.40. Diamantino, June 10, 2010.

R.02/39.461, on June 10, 2010. PURCHASE AND SALE By the Public Purchase and Sale Deed, drawn up at the 2nd Notary and Registry Office - Capistrano of the City of Diamantino-MT, by the Substitute Notary Public Wilma Mamprini Capistrano de Oliveira, registered in Book 044, on pages 204/207 on 10/01/2008, the owners: HELIO LIBER DE OLIVEIRA and wife SEBASTIANA NERY LIBER, already qualified, sold this registered property to BERTIN S.A. a privately held corporation with headquarters at Avenida Brigadeiro Faria Lima, 2012, 5° andar, conjunto 53, sala 02, Jardim Paulistano, in the City and State of São Paulo, enrolled under

corporate taxpayer's ID (CNPJ) number 09.112.489/0001-68, for the amount of R\$ 1,689,696.00 (one million, six hundred and eighty-nine thousand, six hundred and ninety-six reais); ITBI taxes and certificates are included in the Deed; A Clearance Certificate of Debts relating to the Rural Property Tax was issued via the Internet on 7/06/2010 under control code 9632.6776.F497.0476, in which the property is registered with the Federal Revenue, under number NIRF 3.158.351-2; Total area of 847.0 hectares. CCIR 2006/2007/2008/2009, duly settled, stating: Property Code: 901.040.030.759-6; Total area 847,00; Rural Module 32.4404; Rural Module 23.52; Fiscal Module 100.0; Fiscal Module 8.47; F.M.P. 4.0; PROTOCOL: 183.261 ON 6/08/2010; Fees: R\$2,400.90.

Upon the merger of the current owner BERTIN S.A., enrolled under corporate taxpayer's ID (CNPJ) number 09.112.489/0001-68, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$5,820,202.04 (five million, eight hundred and twenty thousand, two hundred and two reais and four cents).

Due to the closing of Registry 39,461, and the subsequent opening of Registry 44,715, the property of BERTIN S.A. was transferred to AV.01/44.715 – Diamantino-MT, on January 20, 2020, as described below.

c) Registry 44,715 – 1st Registry Office of the District of Diamantino/MT.

A plot of land with an area of 145.0616 ha (one hundred and forty-five hectares, six ares and sixteen centiares), with a perimeter of 7,290.30 meters, called BERTIN S.A, located in the City of Diamantino, State of Mato Grosso, with the following description of the perimeter: The description of this property begins at vertex GCH-M-0246, Longitude: -56°21'20.376", Latitude: -14°20'08.427" and Altitude: 415.340 meters, from which it continues facing Fazenda Bertin (registry number 425) at azimuth angle 201°48', continuing for an extension of 3,330.48 meters until reaching vertex GCH-M-0243, Longitude: -56°22'01.678", Latitude: -14°21'49.025" and Altitude: 395.960 meters, from which it continues facing the left bank of Córrego Cajú at azimuth angle 315°05', continuing for an extension of 78.18 meters until reaching vertex GCH-P-0951, Longitude: -56°22'04.990", Latitude: -14°21'47.790" and Altitude: 397.840 meters, from where it follows azimuth angle 308°15', continuing for an extension of 78.18 meters until reaching vertex GCH-P-396.730 meters, from where it follows azimuth angle 285°44', continuing for an extension of 101.42 meters until reaching vertex GCH-P-0952, Longitude: -56°22'04.990", Latitude: -14°21'47.790" and Altitude: 397.840 meters, from where it follows azimuth angle 308°15', continuing for an extension of 78.18 meters until reaching vertex GCH-P-0951, Longitude: -56°22'04.990", Latitude: -14°21'46.215" and Altitude: 396.730 meters, from where it follows azimuth angle 285°44', continuing for an extension of 101.42 meters until reaching vertex GCH-P-0953, Longitude: -56°22'08.248", Latitude: -14°21'45.320" and Altitude: 397.400 meters, from where it follows azimuth angle 286°41', continuing for an extension of 80.92 meters until reaching vertex GCH-P-0953, Longitude: -56°22'10.835", Latitude: -14°21'44.564" and Altitude: 398.570 meters, from where it follows azimuth angle 271°41', continuing for an extension of 89.63 meters until reaching vertex GCH-P-0957, Longitude: -56°22'13.825", Latitude: -14°21'44.478" and Altitude: 399.320 meters, from where it follows azimuth angle 282°02', continuing for an extension of 59.41 meters until reaching vertex GCH-M-0236, Longitude: -56°22'15.764",

Latitude: -14°21'44.075" and Altitude: 400.250 meters and continues facing the MT240 State Highway Domain Range at azimuth angle 18°54', continuing for an extension of 2,299.81 meters until reaching vertex GCH-P-0236, Longitude: -56°21'50.899", Latitude: -14°21'44.075" and Altitude: 400.250 meters, from where it follows azimuth angle 32°50', continuing for an extension of 83.84 meters until reaching vertex GCH-P-0956, Longitude: -56°21'49.382", Latitude: -14°20'30.994" and Altitude: 423.560 meters, from where it follows azimuth angle 49°38', continuing for an extension of 91.70 meters until reaching vertex GCH-P-0957, Longitude: -56°21'47.050", Latitude: -14°20'29.062" and Altitude: 423.410 meters, from where it follows azimuth angle 53°10', continuing for an extension of 710.45 meters until reaching vertex GCH-P-0958, Longitude: -56°21'28.074", Latitude: -14°20'15.206" and Altitude: 415.270 meters, from where it follows azimuth angle 47°54', continuing for an extension of 310.85 meters until reaching vertex GCH-M-0246, Longitude: -56°21'20.376", Latitude: -14°20'08.427" and Altitude: 415.340 meters, which is the starting point of this description. All coordinates described herein are georeferenced to the Brazilian Geodetic System with reference to SIRGAS2000. The area was obtained by the local Cartesian coordinates referenced to the Local Geodetic System (SGL-SIGEF). All azimuth angles were calculated using the Inverse Geodetic Problem (Puissant) formula. Perimeter and Distances were calculated using geocentric Cartesian coordinates. The property was georeferenced and certified by INCRA, the National Institute of Colonization and Agrarian Reform, according to certification B0986FEA-EF46-4A6A-93C3-B4C3A9D560DC on 8/12/2017. Agronomist (a) Rogério Cocco Rubin, CREA: 12006208-6/MT; Accreditation Code: GCH, ART: 2801388-MT. CCIR 2019, duly settled, stating: Property Code: 901.040.030.759-6; Total area: 847.0000 ha; Rural Module (ha): 32.4404; Rural Module: 23.52; Fiscal Module (ha): nothing contained Fiscal Module: 8.4700; F.M.P.: 4.00 ha; A Clearance Certificate of Debts relating to Federal Taxes and an Active Debt for Rural Property with the Federal Government, where the Property number appears at the Federal Revenue Service - NIRF: 3.158.351-2, Total area: 335.7 ha, issued on 1/20/2020 and valid until 7/18/2020. Registry in CAR No. MT-5103502-B898.853A.090F.4035.941D.3F44.8C23.8F18, dated 7/11/2016, with the Environment State Secretary.

OWNER: BERTIN S.A., a private corporation with headquarters at Avenida Brigadeiro Faria Lima, 2012, 5º andar, conjunto 53, sala 02, Jardim Paulistano, in the city and state of São Paulo, enrolled under corporate taxpayer's ID (CNPJ) number 09.112.489/0001-68. PREVIOUS REGISTRY Registry 39,461, of this Registry Office. Diamantino-MT, January 20, 2020. FILE NUMBER: 217.688 of January 20, 2020. Digital Seal: BIR 93795. Fees: R\$70.90, AV.01/44.715 – Diamantino-MT, on January 20, 2020. TRANSFER OF PROPERTY Pursuant to R.02/39.461, on 6/10/2010, BERTIN S.A. acquired the property listed in this registry from Helio Liber de Oliveira and his wife Sebastiana Nery Liber, through the Public Purchase and Sale Deed, drawn up at the 2nd Notary and Registry Office - Capistrano of the city of Diamantino, state of Mato Grosso, by the Substitute Notary Public Wilma Mamprini Capistrano de Oliveira, registered in Book 044, on pages 204/207 on October 1, 2008. FILE NUMBER: 217.688 of January 20, 2020. Digital Seal: BIR 93785. Fees: R\$13.80.

d) *Registry 5,727 – Registration of Real Estate, titles and documents for legal entities and natural persons under guardianship of the District of São Luis de Montes Belos/GO.*

A plot of rural land, intended for agricultural activities, with an area of 12 bushels and 45.5 geometric liters, or equivalent to the Goiás second-rate culture measurement, located in a property called "CÓRREGO 03 DE MAIO", in this municipality, with its integrated improvements and the following boundaries and territorial limits: "Starting from a mark on the left bank of Córrego 03 de Maio, facing João Martins da Costa and heading in the direction of 86°57' SE, continuing for an extension of 580.00 meters, until reaching another mark, continuing to the left and facing Teodora Maria José and heirs, in the direction of 1°45'NE, continuing for an extension of 945.00 meters to another mark, continuing to the left and facing Fazenda Cedro, in the direction of 84°50'NW to the Ribeirão Santana brook, following the brook downwards back to the bank of Córrego 03 de Maio, to the initial mark of this description. The directions are magnetic. This property is duly registered with INCRA under No. 930.512.007.579-7. Total Area: 66.3; Minimum Fraction: 2.0; Fiscal Module: 30.0; Fiscal Module: 2.21; BELONGING TO Mr. JAQUES RODRIGUES DA SILVA – CI No. 496.751-SSP-GO, farmer, and his wife, Mrs. MARIA LUZIA DA SILVA, housewife, both Brazilians, married under the communion of property regime, resident and domiciled in this municipality and holders of individual taxpayer's ID (CPF) number 036.762.181-91. ORIGINAL REGISTRY: number "3.432", page 218, book 3-B, of the Real Estate Registry Office of this District.

Upon the merger of the current owner BERTIN S.A., enrolled under corporate taxpayer's ID (CNPJ) number 09.112.489/0001-68, and its subsidiaries, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$2,282,284.06 (two million, two hundred and eighty-two thousand, two hundred and eighty-four reais and six cents).

e) *Registry 6,789 – Registration of Real Estate, titles and documents for legal entities and natural persons under guardianship of the District of São Luis de Montes Belos/GO.*

A plot of rural land, intended for agricultural activities, with an area of 60 geometric liters, or equivalent to the Goiás second-rate culture measurement, located in a property called "DESCOERTO", in this municipality, with its integrated improvements and the following territorial limits: facing lands that were or are from: "To the East, facing Córrego Santana; To the West, facing the Estate of Geraldo Landó; To the North, facing the Estate of Geraldo Landó; To the South, facing the Estate of Geraldo Landó". This property is duly registered with INCRA under No. 930.512.007.579-7, with the following characteristics: Total Area: 66.3; Fiscal Module: 30.0; Fiscal Module: 2.21; Minimum Fraction: 2.0; BELONGING TO Mr. JAQUES RODRIGUES DA SILVA – CI No. 496.751-SSP-GO, farmer, and his wife, Mrs. MARIA LUZIA DA SILVA, housewife, both Brazilians, married under the communion of property regime, resident and domiciled at Fazenda Córrego 03 de Maio, in this municipality and holders of individual taxpayer's ID (CPF) number 036.762.181-91. PREVIOUS REGISTRY: number 5,763, page 51, book 3-D, of the Real Estate Registry Office of this District.

Upon the merger of the current owner BERTIN S.A., enrolled under corporate taxpayer's ID (CNPJ) number 09.112.489/0001-68, and its subsidiaries, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$2,076,452.81 (two million, seventy-six thousand, four hundred and fifty-two reais and eighty-one cents).

EXHIBIT D

PROTOCOL AND JUSTIFICATION OF THE MERGER OF MIDTOWN PARTICIPAÇÕES LTDA. BY JBS S.A., SIGNED BETWEEN THE MANAGEMENT OF MIDTOWN PARTICIPAÇÕES LTDA. AND JBS S.A. ON APRIL 30, 2018

EXHIBIT III

Transfer of Real Estate Properties

1.1. Considering that the administrations of **MIDTOW PARTICIPAÇÕES LTDA.**, a limited liability company, with headquarters in the city and state of São Paulo, at Avenida Marginal Direita do Tietê, 500, Bloco II, subsolo, sala 06, Vila Jaguara, CEP 05118-100, enrolled under corporate taxpayer's ID (CNPJ) number 15.425.899/0001-61 and Corporate Registration (NIRE) number 35.226.506.788 ("Midtown"), and **JBS S.A.**, a publicly traded company, with headquarters in the city and state of São Paulo, at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º andar, enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60 and Corporate Registration (NIRE) number 35.300.330.587 ("JBS") and, jointly with Midtown, the "Parties") signed, on April 30, 2018, the Protocol and Justification of Merger of Midtown Participações Ltda. by JBS S.A. ("Protocol and Justification"), establishing the terms and conditions of the merger of Midtown by JBS, approved at the Midtown Partners' Meeting and the JBS Extraordinary General Meeting held on April 30, 2018, with acts registered at the Board of Trade of the State of São Paulo - JUCESP under file numbers 304,774/18 -2 and 304.772/18-5 in a session held on June 29, 2018 ("Merger"), the Parties, as a result of the Merger, require and authorize the Real Estate Registry Offices to record all necessary annotations in light of this Protocol and Justification and the documents that are an integral part of it. The Parties also declare that the registry of each real estate property is independent of the registry of other properties, requesting the separation of the title.

1.2. As required by the applicable municipal legislation, JBS will collect applicable real estate transfer taxes (ITBI), or present the respective certificate of exemption, as applicable, to the competent Offices of Real Estate Registries.

1.3. The Parties list below the registries of the properties transferred to JBS as a result of the Merger:

a) REGISTRY 129

Land Lot 01, Gleba 11, of the Integrated Colonization Project "GY-PARANÁ" Setor Rolim de Moura, located in the Municipality and District of Rolim de Moura, State of Rondônia; area 97.2787 ha (ninety-seven hectares, twenty-seven ares and eighty-seven centiares) with following boundaries and territorial limits: NORTH: Land Lot 102 of Gleba 11; EAST: Land Lot 08 of Gleba 09, which is separated from Land Lot 08 by the side road of Linha K-192; SOUTH: Land

Lot 08 of Gleba 12, which is separated from Land Lot 08 by the side road of Linha L-25; WEST: Land Lot 02 of Gleba 11, PROPERTY registered with INCRA under number 001.155.015.130-0, with a total area of 100.0 ha, with a Fiscal Module 0.78, and a minimum fraction of 30.00 ha, paid in 1984. OWNER: INSTITUTO NACIONAL DE COLONIZAÇÃO E REFORMA AGRÁRIA - INCRA: PREVIOUS REGISTRY: AV-2/1.062 on page 173 of book 02-D, in the Real Estate Registry Office of the District of Porto Velho, State of Rondônia. In witness whereof. Official (A.A) Bel. ALGMAR JOSÉ DE MESQUITA – OFFICIAL.

Upon the merger of the current owner Midtown Participações Ltda., enrolled under corporate taxpayer's ID (CNPJ) number 15.425.899/0001-61, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$1,472,766.13 (one million, four hundred and seventy-two thousand, seven hundred and sixty-six reais and thirteen cents).

b) REGISTRY 409

Land Lot 03, Gleba 11, of the Integrated Colonization Project Gy-Paraná Setor Rolim de Moura, located in the Municipality and District of Rolim de Moura, State of Rondônia; area 99.3941 ha (ninety-nine hectares, thirty-nine ares and forty-one centiares) with following boundaries and territorial limits: NORTH: With Land Lot 102 of Gleba 11, along Linha C-23; EAST: With Land Lot 02 of Gleba 11; SOUTH: With Land Lot 06 of Gleba 12, which is separated from Land Lot 06 by the side road of Linha C-25; WEST: With Land Lot 04 of Gleba 11. OWNER: JOSÉ CLAUDIO DA CRUZ, Brazilian, married, farmer, enrolled under individual taxpayer's ID (CPF) number 079.934.201-72, resident and domiciled in this Municipality and District of Rolim de Moura - RO. PREVIOUS REGISTRY: R-1-7.722, on page 102 of book 2-AC, in the Real Estate Registry Office of the District of Porto Velho, State of Rondônia. In witness whereof. Official (A.A) Bel. ALGMAR JOSÉ DE MESQUITA – OFFICIAL.

Upon the merger of the current owner Midtown Participações Ltda., enrolled under corporate taxpayer's ID (CNPJ) number 15.425.899/0001-61, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$1,472,766.13 (one million, four hundred and seventy-two thousand, seven hundred and sixty-six reais and thirteen cents).

c) REGISTRY 984

Land Lot 02, Gleba 11, of the Integrated Colonization Project Gy-Paraná Setor Rolim de Moura, located in the Municipality and District of Rolim de Moura, State of Rondônia; area 98.4758 ha (ninety-eight hectares, forty-seven ares and fifty-eight centiares) with following boundaries and territorial limits: NORTH: With Land Lot 102 of Gleba 11; EAST: With Land Lot 1 of Gleba 11; SOUTH: With Land Lot 07 of Gleba 12, which is separated from Land Lot 07 by the side road of Linha 25; WEST: With Land Lot 03 of Gleba 11. PROPERTY registered with INCRA under number 001.155.015.121-0, with a total area of 100.0 ha, with a Fiscal Module 0.80, and a minimum fraction of 30.00 ha. Paid in 1986. OWNER: ADEMILSON DE ALMEIDA, Brazilian, married, farmer, holder of Identity Card (RG) number 196.097-SSP/ES and enrolled under

individual taxpayer's ID (CPF) number 215.604.717-00, resident and domiciled in this Municipality and District of Rolim de Moura, State of Rondônia. PREVIOUS REGISTRY: R-1-7.722, on page 168 of book 2-AD, in the Real Estate Registry Office of the District of Porto Velho, State of Rondônia. In witness whereof. Official (A.A) Bel. ALGMAR JOSÉ DE MESQUITA – OFFICIAL.

Upon the merger of the current owner Midtown Participações Ltda., enrolled under corporate taxpayer's ID (CNPJ) number 15.425.899/0001-61, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$1,472,766.13 (one million, four hundred and seventy-two thousand, seven hundred and sixty-six reais and thirteen cents).

d) REGISTRY 6299

Land Lot 5-A, Gleba 11, of the Integrated Colonization Project Gy-Paraná Setor Rolim de Moura, located in the Municipality and District of Rolim de Moura, State of Rondônia; area 24.6134 ha (twenty-four hectares, sixty-one ares and thirty-four centiares) with following boundaries and territorial limits: NORTH: With Land Lot 09 of Gleba 11, continuing for an extension of 122.60 meters, from mark M-110 to M-110-A; EAST: With Land Lot 05-remnant of Gleba 11, continuing for an extension of 1,971.16 meters, from mark M-110-A to M-40-A; SOUTH: With Land Lot 04 of Gleba 12, continuing for an extension of 127.20 meters, from mark M-40-A to M-41; EAST: With Land Lot 06 of Gleba 11, continuing for an extension of 1,9720.26 meters, from mark M-41 to M-110. PROPERTY registered with INCRA under number 001.155.010.421-2 and with the Federal Revenue Service, under number 0007481-0. OWNER: MARIA DE LOURDES BRÓGIO, Brazilian, widow, housewife, holder of Identity Card (RG) number 1.321.471-SSP/PR and enrolled under individual taxpayer's ID (CPF) number 307.673.262-53, resident and domiciled at Linha 25, Km 06, exit to Pimenta Bueno, in the City of Rolim de Moura, State of Rondônia. PREVIOUS REGISTRY: R-2-1.107, sheet 1 of Book 2, of this Registry Office. In witness whereof. Official (A.A) Bel. ALGMAR JOSÉ DE MESQUITA – OFFICIAL. Upon the merger of the current owner Midtown Participações Ltda., enrolled under corporate taxpayer's ID (CNPJ) number 15.425.899/0001-61, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$1,472,766.13 (one million, four hundred and seventy-two thousand, seven hundred and sixty-six reais and thirteen cents).

e) REGISTRY 8906

Land Lot 6-A-1, Gleba 11, of the Integrated Colonization Project Gy-Paraná Setor Rolim de Moura, located in the Municipality and District of Rolim de Moura, State of Rondônia; area 4.4417 ha (four hectares, forty-four ares and seventeen centiares) with following boundaries and territorial limits: NORTH: With Land Lot 6-A Remnant of Gleba 11, continuing for an extension of 122.87 meters, from mark M-41-B1 to M-41-A-1; EAST: With Land Lot 5-A of Gleba 11, continuing for an extension of 354.99 meters, from mark M-41-A-1 to M-41-A; SOUTH: With Land Lot 6-A Remnant of Gleba 11, continuing for an extension of 128.10 meters, from mark M-

41-A to M-41-B; WEST: With Land Lot 6-A Remnant of Gleba 11, continuing for an extension of 353.09 meters, from mark M-41-B to M-41-B-1. PROPERTY registered with INCRA under number 001.155.028.762-7. OWNER: ANTONIO MICHELS PIVA, Brazilian, married under the Partial Community of Property Regime with Mrs. Sueli Marcon Piva, industrialist, holder of Identity Card (RG) number 000.524.407-SSP/RO and enrolled under individual taxpayer's ID (CPF) number 079.604.842-87, resident and domiciled at Avenida Porto Velho, 4218, Bairro Centro, in the City of Rolim de Moura, State of Rondônia. PREVIOUS REGISTRY: R-1-6.298, sheet 1 of Book 2-AI of this Registry Office. In witness whereof. Official (A.A) Bel. ALGMAR JOSÉ DE MESQUITA – OFFICIAL.

Upon the merger of the current owner Midtown Participações Ltda., enrolled under corporate taxpayer's ID (CNPJ) number 15.425.899/0001-61, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$1,472,766.13 (one million, four hundred and seventy-two thousand, seven hundred and sixty-six reais and thirteen cents).

f) REGISTRY 9043

Land Lot 6-A-1, Gleba 11, of the Integrated Colonization Project Gy-Paraná Setor Rolim de Moura, located in the Municipality and District of Rolim de Moura, State of Rondônia; area 4.4417 ha (four hectares, forty-four ares and seventeen centiares) with following boundaries and territorial limits: NORTH: With Land Lot 6-A Remnant of Gleba 11, continuing for an extension of 122.87 meters, from mark M-41-B1 to M-41-A-1; EAST: With Land Lot 5-A of Gleba 11, continuing for an extension of 354.99 meters, from mark M-41-A-1 to M-41-A; SOUTH: With Land Lot 6-A Remnant of Gleba 11, continuing for an extension of 128.10 meters, from mark M-41-A to M-41-B; WEST: With Land Lot 6-A Remnant of Gleba 11, continuing for an extension of 353.09 meters, from mark M-41-B to M-41-B-1. PROPERTY registered with INCRA under number 001.155.028.762-7. OWNER: ANTONIO MICHELS PIVA, Brazilian, married under the Partial Community of Property Regime with Mrs. Sueli Marcon Piva, industrialist, holder of Identity Card (RG) number 000.524.407-SSP/RO and enrolled under individual taxpayer's ID (CPF) number 079.604.842-87, resident and domiciled at Avenida Porto Velho, 4218, Bairro Centro, in the City of Rolim de Moura, State of Rondônia. PREVIOUS REGISTRY: R-1-6.298, sheet 1 of Book 2-AI of this Registry Office. In witness whereof. Official (A.A) Bel. ALGMAR JOSÉ DE MESQUITA – OFFICIAL.

Upon the merger of the current owner Midtown Participações Ltda., enrolled under corporate taxpayer's ID (CNPJ) number 15.425.899/0001-61, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$1,472,766.13 (one million, four hundred and seventy-two thousand, seven hundred and sixty-six reais and thirteen cents).

g) REGISTRY 9400

Land Lot 8-B of Gleba 10, of the Integrated Colonization Project Gy-Paraná Setor Rolim de Moura, located in the Municipality and District of Rolim de Moura, State of Rondônia; area 4.00

ha (four hectares) with following boundaries and territorial limits: To the north, at mark M-08, facing Land Lot 10, which is separated by the domain lane of Linha 27 to mark M-08-A, in the direction of Azv 89°31'19", continuing for an extension of 15.00 meters; continuing and facing Gleba 8C, a remnant from registry 9,392 of the Real Estate Registry Office of the District of Rolim de Moura, in the following Azv directions and extensions: up to mark M-08-B, in the direction of Azv 180°41'15", continuing for an extension of 736.61 meters, reaching mark M-08-C, in the direction of Azv 90°41'15", continuing for an extension of 84.21 meters, reaching mark M-91-B, in the direction of Azv 180°41'15", continuing for an extension of 290.86 meters, reaching and facing Lot 8-A of Gleba 10, separated by the Rio Bambu river until reaching mark M-91-A, continuing for an extension of 100.00 meters, reaching and facing Land Lot 7 of Gleba 10 and mark M-08, in the direction of Azv 0°41'15", continuing for an extension of 1,062.69 meters until reaching the starting point of this description, totaling an area of 40,000.00 m² or 4.0000 acres. Property registered with INCRA under number 0000518296175, minimum faction of 4.00 ha, rural module 0.53, fiscal module 0.55, total area of 33.4000 ha. OWNERS: JOSÉ COLITO, Brazilian, farmer, holder of Identity Card (RG) number 3.393.5-84-SSP/SP and enrolled under individual taxpayer's ID (CPF) number 136.932.559-20, married under the Community of Property Regime with Mrs. NOÊMIA CAVALCANTE COLITO, residents and domiciled at Avenida Boa Vista, 4950, in the City of Rolim de Moura, State of Rondônia. JOSÉ COLITO, Brazilian, farmer, holder of Identity Card (RG) number 3.393.5-84-SSP/SP and enrolled under individual taxpayer's ID (CPF) number 136.932.559-20, married under the Community of Property Regime with Mrs. NOÊMIA CAVALCANTE COLITO, residents and domiciled at Avenida Boa Vista, 4950, in the City of Rolim de Moura, State of Rondônia. PREVIOUS REGISTRY: 9,392, sheet 1 of Book 2-BA, of this Registry Office. In witness whereof. Official (A.A) Bel. ALGMAR JOSÉ DE MESQUITA – OFFICIAL.

Upon the merger of the current owner Midtown Participações Ltda., enrolled under corporate taxpayer's ID (CNPJ) number 15.425.899/0001-61, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$1,472,766.13 (one million, four hundred and seventy-two thousand, seven hundred and sixty-six reais and thirteen cents).

h) REGISTRY 459 – SENADOR CANEDO/GO

PROPERTY: A RURAL LAND at FAZENDA VARGEM BONITA, in this municipality, with an area of 136.1540 hectares, with the following boundaries and limitations: "Begins on mark 01, on the boundaries of Companhia de Distritos Industriais de Goiás (GOIAS INDUSTRIAL) at the southeastern end of the area, in the direction of 7°10'NW, continuing for an extension of 1,528.60 meters, facing Goiás hortigranjeiro until mark 01-A of the dam that supplies the central pivot of Goiás hortigranjeiro, continuing downstream to mark 06 and in the SE direction to 54°42'11"NW, continuing for an extension of 205 meters, facing Curtume Centro-Oeste S/A until mark 05 located on the right-of-way of the Railway network, where it follows the fence, in the direction of 39°09'SW, continuing for an extension of 114.40 meters, then in the direction of 46°02'SW, continuing for an extension of 100 meters, then in the direction of 66°00'SW, continuing for an extension of 118 meters, then in the direction of 87°45'SW, continuing for an extension of 117

meters, then in the direction of 89°37'SW, continuing for an extension of 56.5 meters until reaching mark 03, from where it heads in the direction of 39°49'SW, continuing for an extension of 598.2 meters, reaching mark 04, located on the left bank of the Rio Meia Ponte river, heading downstream to the bridge of Rodovia GO-020, Goiânia – Bela Vista de Goiás and follows along this highway in the direction of 59°44'SE, continuing for an extension of 365.6 meters and then in the direction of 49°41'SE, continuing for an extension of 196 meters, reaching mark 05, which faces a subdivision of several farms, in the direction of 87°19'ME, continuing for an extension of 420.5 meters, reaching mark 6 in the direction of 78°36'SE, continuing for an extension of 653 meters and reaching mark 02 where the description was initiated. The property has also undergone improvements.

ACQUISITION TITLE: - R.01-3,150 and Registry number “9,035” of Book 2 of the General Registry of the 4th Real Estate District of Goiânia – Goiás.

Upon the merger of the current owner Midtown Participações Ltda., enrolled under corporate taxpayer's ID (CNPJ) number 15.425.899/0001-61, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$13,289,988.54 (thirteen million, two hundred and eighty-nine thousand, nine hundred and eighty-eight reais and fifty-four cents).

i) *REGISTRY 17,468 - 1ST REAL ESTATE REGISTRY OFFICE OF NOVA ANDRADINA/MS.*

PROPERTY: A RURAL AREA WITH 41.52053 HECTARES, called “ESTÂNCIA SÃO JOSÉ”, located in the City and District of Nova Andradina, state of Mato Grosso do Sul, and with the following magnetic azimuths, distances and boundaries: NORTH – Estancia Santa Clara; SOUTH – Manoel Rodrigues Gomes; EAST – Highway BR-376; WEST – Córrego do Baile and bordering Estância Santa Clara de Independência Indústria e Comércio de Carnes Ltda and following the boundary, in the direction of azimuth 145°08'20”, continuing for an extension of 130.57 meters to mark M2, following the same boundary in the direction of azimuth 151°39'11”, continuing for an extension of 1,494.63 meters to mark M3, located on the border with the Santa Clara Estancia de Independência Indústria e Comércio de Carnes Ltda and along Highway BR-376 and following the highway boundary, in the direction of azimuth 242°13'23”, continuing for an extension of 253.50 meters to mark M4, located along highway BR-376 and bordering the Manoel Rodrigues Gomes area, following the boundary in the direction of azimuth 331°32'55”, continuing for an extension of 1,594.03 meters until reaching mark M5 located on the border with the Manoel Rodrigues Gomes area and the left bank of the Baile stream, continuing upstream of the referred stream, on its left bank, for an extension of 249.77 meters until reaching mark M1 and ending the measurement of the property's total area. Descriptive memorandum dated December 14, 1999, signed by Engineer Agrimensor Ademilson Ap. de Freitas – CREA MS 2976/D. INCRA = CCIR 1996/1997 on behalf of Vicente Ribeiro Garcia – name of the property (Sítio Maria Julia) – Property code 913.146.004.669-6 – total area (ha) 40.3 – fiscal module 40 ha – tax module 1.00 – minimum fraction of 3.0 ha.

ACQUISITION TITLE = Registered under number 13 of Registry 11723 on page 02 on 8/12/98; and as number 02 of Registry 17467 on page 01 on 3/27/2000 in Book 2 of this Registry Office. Nova Andradina-MS, March 27, 2000. Fees: R\$15.91.

CONSTRUCTION

AV.01 = 17468 = Nova Andradina-MS, March 27, 2000. – I certify that in addition to registry 11723, in Book 2 of this Registry Office, a CIVIL CONSTRUCTION is recorded under number 16, with an area of 15,125.32 m² (fifteen thousand, one hundred and twenty-five point thirty-two square meters). - The following documents were presented: Projects and ART (Technical Responsibility Note) 692601 and 692710, signed by Architect Eduardo Augusto Lagarrigue – CREA 7550-D-SC – 7832-V-MS; Debt Clearance Certificate 038071999-21629001 issued by the Collection and Inspection Division of the INSS on 7/15/1999; Construction Permit number 093/98, dated 8/26/1999, and number 079/99, dated 8/18/1999; Certificate of Occupancy numbers 044/99 and 045/99 dated 9/03/1999; and Certificate 046/99, dated 9/03/1999 issued by the Public Works Department of the local City Hall.

Upon the merger of the current owner Midtown Participações Ltda., enrolled under corporate taxpayer's ID (CNPJ) number 15.425.899/0001-61, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$428,092.83 (four hundred and twenty-eight thousand and ninety-two reais and eighty-three cents).

j) *REGISTRY 17,267 - 1ST REAL ESTATE REGISTRY OFFICE OF NOVA ANDRADINA/MS.*

PROPERTY: A RURAL AREA WITH 16.2200 HECTARES, dismembered from a larger area of Estância Santo Antonio, originally constituted by LAND LOTS 17, 18 and 19 of Gleba "A" and part of LAND LOT 125 of Gleba Tokyo, located in the City and District of Nova Andradina-MS, with the following magnetic azimuths, distances and boundaries: NORTH – Estância Santo Antonio (remnant of a property owned by Tumiarú Participações e Administração S/C Ltda); SOUTH – Estância São José (property owned by Independência Ind. E Com. de Carnes Ltda); EAST – Highway BR-376; WEST – Córrego do Baile. The property begins at mark M1, located on the border with Estância Santo Antonio (remnant of a property owned by Tumiarú Participações e Administração S/C Ltda) and follows Highway BR-376, in the direction of azimuth 242°20'18", continuing for an extension of 70.00 meters, reaching mark M2, located along Highway BR-376 on the border with Estância São José (property owned by Independência Ind. E Com. de Carnes Ltda), following in the direction of azimuth 331°39'11", continuing for an extension of 1,494.63 meters to mark M3, following the same border in the direction of azimuth of 325°08'21", continuing for an extension of 130.57 meters to mark M4, located on the border with Estância São José (property owned by Independência Ind. e Com. de Carnes Ltda) and on the left bank of Córrego do Baile, following upstream on the left bank for an extension of 122.80 meters until reaching mark M5, located on the left bank of the Córrego Baile and on the border of Estância Santo Antonio (remnant of a property owned by Tumiarú Participações e Administração S/C Ltda), following in the direction of azimuth 151°39'11", continuing for an extension of 1,250.00 meters until reaching mark M6, following the same border in the direction

of azimuth of 242°20'16”, continuing for an extension of 38.00 meters until reaching mark M7, following the same border in the direction of azimuth of 151°39'11”, continuing for an extension of 377.00 meters until reaching mark M1 and ending the measurement of the property's total area. Property code 913.146.004.960-1 = total area 95.7 ha = Fiscal module (ha) 40 = number of fiscal modules 2.39 = Min. Fraction (ha) 3.0.

ACQUISITION TITLE: Registered under number 29 of Registry 8557 on page 04 of Book 2 of this Registry Office, on 11/14/1995. Nova Andradina-MS, September 23, 1999. Fees: R\$15.91.

LEGAL RESERVE

AV.03 = 17267 = Nova Andradina-MS, September 23, 1999. – I certify that the deed referred to in R.01 contains an existing LEGAL RESERVE on 20% (twenty percent) of the property on this registry, which may not be removed or intended for reforestation, pursuant to Law 4,771, of 9/15/1965 and Law 7,803, of 7/18/1989.

CONSTRUCTION

AV. 05 = 17267 – Nova Andradina MS, November 30, 2004. - This registry was prepared pursuant to the requests made to the Official of this Registry Office, signed in this city on 7/10/2004, to include the building structures existing in the property in this registry, with a total area of 4,864.44 (four thousand eight hundred and sixty-four point forty-four) square meters; 2 – PHYSICAL-CHEMICAL AND MICROBIOLOGICAL ANALYSIS LABORATORY, with an area of 150.06 (one hundred and fifty point zero six) square meters; 3 – DINING ROOM AND KITCHEN, with an area of 536.55 (five hundred and thirty-six point fifty-five) square meters; 4 – REST AREA, with an area of 150.06 (one hundred and fifty point zero six) square meters; and 5 – DRESSING ROOM, LAUNDRY ROOM AND AUDITORIUM, measuring 518.33 (five hundred and eighteen point thirty-three) square meters; according to the documents presented: - Debt Clearance Certificate, issued by the INSS on 9/28/2004; - Construction Permit numbers 081/99, of 8/25/1999, and 004/2000, of 1/28/2000, CERTIFICATE OF OCCUPANCY numbers 017/2001 and 018/2001, of 2/28/2001, issued by the Construction Department of the local City Hall; - architectural projects signed by civil engineers Paulo Mokarzel = CREA/SP 0600696871, José Carlos Teixeira = CREA/MS 5525 and Jorge Juscelino Corrêa = CREA/MS 4737. – Fees R\$24.57. FUNJECC R\$0.74. CHART J R\$9.45.

Upon the merger of the current owner Midtown Participações Ltda., enrolled under corporate taxpayer's ID (CNPJ) number 15.425.899/0001-61, by JBS S.A. enrolled under corporate taxpayer's ID (CNPJ) number 02.916.265/0001-60, this referred property had a book value of R\$226,479.61 (two hundred and twenty-six thousand, four hundred and seventy-nine reais and sixty-one cents).