

INTERNAL REGULATIONS OF THE BOARD OF DIRECTORS OF JBS S.A.

CHAPTER I GENERAL PURPOSE

Article 1. The purpose of these Internal Regulations (“Regulations”) is to establish the general rules regarding the functioning, structure, organization and attributions of the Board of Directors of JBS S.A. (“Company”), for the purpose of performing its duties as established in Law No. 6,404/76 (“Brazilian Corporate Law”), in the regulations set forth by the Securities and Exchange Commission (“CVM”) and B3 – Brasil, Bolsa, Balcão (“B3”), and in the Company's Bylaws.

CHAPTER II STRUCTURE AND OPERATION

Article 2. The Company's Board of Directors shall be composed of a minimum of 5 (five) and a maximum of 11 (eleven) members, all elected and subject to removal by the Shareholders' Meeting.

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

Article 3. The members of the Board of Directors shall have a joint term of office of 2 (two) years, considering each year as the period between 2 (two) Annual Shareholders' Meetings, with reelection permitted.

Paragraph 1. 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 2. The members of the Board of Directors shall take office on the Board of Directors by signing the instrument of investiture recorded in the Book of Minutes of the Board of Directors.

Paragraph 3. Whenever vacancies in the position of Board member shall occur, the respective alternate, if any, will fill the vacancy; if there is no alternate, the alternate shall be appointed by the remaining members, and shall serve until the first shareholders' meeting. In the event of simultaneous vacancy of a majority of the Board of Directors seats, a shareholders' meeting will be called to hold a new election.

Article 4. At least 2 (two) or 20% (twenty percent), whichever is higher, of the members of the Board of Directors shall be independent board members, pursuant to B3's Novo Mercado Regulations. The compliance of those appointed to the Board of Directors as independent members must be resolved at the Shareholders' Meeting that elects them. Whenever the calculation of the percentage

referred to in the above paragraph results in a fractional number, the Company shall round it up to the next whole number.

Paragraph 1. For the purposes of this article, “Independent Board Member” means a board member who:

- (a) is not a direct or indirect controlling shareholder of the Company;
- (b) does not exercise voting rights at Board of Directors’ Meetings bound by a shareholders’ agreement concerning matters related to the Company;
- (c) is not a spouse, partner or relative, in a direct or collateral line up to the second degree, of the controlling shareholder, of a Company manager or of a manager of the controlling shareholder; and
- (d) has not been, in the last three (3) years, employee or officer of the Company or of its controlling shareholder.

Paragraph 2. Moreover, an Independent Board Member is considered to be one elected under the terms of article 141, paragraphs 4 and 5, of the Brazilian Corporate Law. Qualification as an Independent Board Member must be expressly stated in the minutes of the shareholders’ meeting that elects said member.

Paragraph 3. The Company's Board of Directors shall include in the management proposal referring to the shareholders’ meeting for the election of managers, its opinion on:

- (i) the adherence of each Board of Directors candidate to the Nomination and Training Policy for Members of the Board of Directors, Executive Board and Committees;
- (ii) the statement sent by the independent board member nominee to the board of directors attesting to their status in relation to the independence criteria set forth by the Novo Mercado Regulations, including the respective justification, if any of the situations provided for in paragraph 2 of Article 16 of the Novo Mercado Regulations are verified.

Paragraph 4. Whenever vacancies in the position of board member shall occur during the term of office, as provided for in article 150 of the Brazilian Corporate Law, the classification of the elected alternate as an “Independent Board Member” shall be resolved by the Board of Directors and ratified at the first shareholders’ meeting.

Article 5. To better perform its duties, the Board of Directors may create advisory committees or working groups with defined purposes, which shall act as ancillary bodies, always aiming at advising the Board of Directors, and such bodies shall have as members persons appointed by the members of Board of Directors.

Article 6. The Board of Directors will have 1 (one) Chair and 1 (one) Vice-Chair who shall be elected by the majority of votes of those present at the first meeting of the Board of Directors held immediately after the inauguration of such members, or whenever there is any resignation from or vacancy in said positions.

Paragraph 1. It is the responsibility of the Chair to organize and coordinate the Board of Directors' activities, including, among others:

- (a) to propose, by the beginning of each year, the schedule of activities for the corresponding year, including the annual calendar of ordinary meetings;
- (b) to set the agenda, convene, install and preside over Board of Directors' meetings, with the support of the Executive Secretary pursuant to article 7 of these Rules;
- (c) to represent the Board of Directors in its relationship with the Board of Directors' advisory committees, with the Company's Executive Board and its internal and external audits, bodies and other internal committees, signing, when necessary, correspondence, invitations and reports addressed to them;
- (d) to propose to the Board of Directors the appointment of an Executive Secretary; and
- (e) to comply and ensure compliance with these Regulations.

Paragraph 2. The Vice-Chair shall perform the duties of the Chair in his/her absences and temporary impediments, 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 3. The positions of Chair of the Board of Directors and Chief Executive Officer or main executive of the Company cannot be held by the same person, except for the cases provided for in the Novo Mercado Regulations.

Article 7. The Board of Directors shall have an Executive Secretary elected by the majority of members of the Board of Directors present. Among other matters that may be defined by the Board of Directors once the Executive Secretary is elected, the following items will be the responsibility of the Executive Secretary, under the Chair's supervision and always in compliance with the rules of this Regulation:

- (i) to organize requests from Board members or from the Company's Executive Board regarding the agenda to be dealt with at Board of Directors' meetings and submit them to the Chair, or, in the event of absence or impediment of the Chair, to the member of the Board of Directors who is temporarily exercising the functions of the Chair;

- (ii) upon request of the Chair, to arrange for the sending of call notices for Board of Directors' meetings, informing the Board members and any other participants of the place, date, time and agenda;
- (iii) to coordinate the filing of the minutes and resolutions taken by the Board of Directors with the competent bodies and their publication in the official press body and in a widely circulated newspaper, as the case may be; and
- (iv) to issue certificates and summaries and certify before third parties, for all legal purposes, the authenticity of resolutions passed by the Board of Directors.

Article 8. The Board of Directors shall annually approve a schedule of activities for the corresponding fiscal year by an initiative of the Chair of the Board of Directors, which may be revised over the year by resolution of the Board of Directors.

CHAPTER III POWERS

Article 9. The Board of Directors is responsible for the attributions assigned to it by law or by the Company's Bylaws.

CHAPTER IV MEETINGS

Article 10. The Board of Directors shall convene (i) at least once a quarter; and (ii) in extraordinary meetings whenever called by its Chair.

Article 11. Board of Directors' meetings shall be called in writing and via email and sent to each of the members of the Board of Directors at least 7 (seven) days before the day of the respective meeting, specifying the date, time, place, detailed agenda and documents to be considered at that Meeting, if any. The call notice shall be waived in case of attendance of all Board of Directors' members, or in case of a previous written agreement of the absent members.

Paragraph 1. Any proposal and all necessary documentation related to the agenda shall be made available to the Board of Directors' members preferably upon sending the call notice.

Paragraph 2. For matters requiring urgent analysis, at the discretion of the Chair, the Chair may call a meeting with a term shorter than that described in the main section of Article 11, but not less than 48 (forty-eight) hours, and the meeting shall be considered valid

and effective for all purposes, provided that the installation quorum provided for in article 13 below is met.

Article 12. Provided that the advance notice provided for in article 11 above is observed, any sitting member of the Board of Directors may, through a written request to the Chair with a copy to the Executive Secretary, include items on the agenda of the next Board of Directors' meeting. The Chair shall be responsible for calling the meeting, according to Article 11 above.

Paragraph 1. The Board of Directors may unanimously resolve on the inclusion of any other matter not included in the agenda of the meeting.

Article 13. Each Board of Directors' member shall have the right to 1 (one) vote, and the Chair, in addition to his/her vote, shall be responsible for casting a vote in the case of a tie. The Board of Directors' resolutions shall be made by a majority vote, and the meeting shall be deemed as validly installed with the presence of at least half of the Board of Directors' elected members.

Sole Paragraph. In the absence of a minimum quorum, as defined in the main section of article 13, if the matter to be addressed requires urgent analysis, the Chair may call a new meeting, which shall be installed with any quorum.

Article 14. The meetings of the Board of Directors will be held at the Company's headquarters, and may be held in a different location if all the members deem it convenient and agree in advance to that effect, and the Chair shall be informed about it.

Article 15. Attendance at Board of Directors' meetings shall preferably be in person. However, the participation in the Board of Directors' ordinary and extraordinary meetings shall be permitted via conference call, video-conferencing, or any other means of communication that allows the identification of the Board of Directors' member and the simultaneous communication with all other persons present at the meeting. In such a case, the members of the Board of Directors shall be considered present at the meeting and must subsequently sign the corresponding minutes or sign the minutes electronically.

Article 16. The Board of Directors may invite members of committees, Officers, internal and external employees of the Company, as well as any other people who hold relevant information or whose area of expertise is relevant to the subjects on the agenda, to participate in its meetings.

Paragraph 1. Such guests shall attend the Board of Directors' meeting only during the period in which the matter that originated their invitation is being analyzed, and they shall not be entitled to vote on the Board of Directors' resolutions.

Paragraph 2. The participation of any guest at Board of Directors' meetings shall be approved by the Chair before such meeting is held.

Article 17. All resolutions of the Board of Directors will be recorded in the minutes drawn up in the Book of Minutes of the Board of Directors' Meetings, which must be signed by all members present at the respective meeting immediately after they are made available by the Secretary or the Chair. Members who participate remotely under the terms of article 15 above must receive the minutes electronically and immediately consent to their content by written statement which will also be sent electronically, committing to sign the minutes at the earliest opportunity.

Paragraph 1. A copy of said minutes will be given to each member after the meeting.

Paragraph 2. The documents supporting the meetings shall be filed at the Company's headquarters.

Article 18. The members of the Board of Directors may request the Chair to provide information or clarifications regarding the matters discussed on the agenda of a specific Board of Directors' meeting, and the Chair shall be responsible for appropriately submitting such requests.

CHAPTER V FINAL AND TEMPORARY PROVISIONS

Article 19. Unless otherwise provided for in these Regulations, communications between the members of the Board of Directors shall preferably be carried out via e-mail at the addresses registered with the Secretary.

Article 20. These Regulations will become effective as of their date of approval by the Board of Directors, and revoke the previous regulations and any opposing rules and procedures.

Article 21. As of its approval, the Regulations must be immediately observed and complied with by the Company, its officers, employees, members of the advisory committees of the Board of Directors and sitting and alternate members of the Board of Directors.

Article 22. Any cases not covered by or conflicting with these Regulations will be settled by the Board of Directors itself, in accordance with the law and the Bylaws, and the Board of Directors shall be responsible for collectively resolving any existing doubts.

Article 23. Unless defined otherwise in these Regulations, the terms and expressions used herein shall have the same meanings defined in the Bylaws.

Article 24. In case of conflict between these Regulations and the Bylaws, the Bylaws shall prevail.

Article 25. These Internal Regulations may be changed at any time by resolution of a majority of the Board of Directors' members.

Article 26. Once approved and duly formalized, these Regulations shall be disclosed to the Company's shareholders, investors, and the market in general, through the Company's Investor Relations website, and all Board of Directors' resolutions made before the approval of these Regulations shall be ratified.
