

JBS S.A.

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

Company Registry (NIRE): 35.300.330.587

Publicly Held Company with Authorized Capital

**MINUTES OF THE ANNUAL AND EXTRAORDINARY SHAREHOLDERS'
MEETING HELD ON APRIL 28, 2021**

Date, Time and Venue: April 28, 2021, at 10:00 a.m., at the headquarters of JBS S.A., located at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, Vila Jaguara, CEP 05118-100, in the city and state of São Paulo ("Company" or "JBS").

Call Notice: (i) the call notice was published in the newspapers Diário Oficial do Estado de São Paulo (D.O.E.S.P.) and Valor Econômico, national edition, on May 27, 30 and 31, 2021, pursuant to Article 124 of Law 6,404, of December 15, 1976, as amended ("Law 6,404/76"); and (ii) the documents referred to in Article 133 of Law 6,404/76, regarding the fiscal year ended on December 31, 2020, were published in the newspaper Diário Oficial do Estado de São Paulo (D.O.E.S.P.) and in the newspaper Valor Econômico on March 26, 2021 and the documents dealt with in Articles 9, 10 and 12 of the Brazilian Securities and Exchange Commission ("CVM") Instruction 481/09 ("ICVM 481/09") were submitted to CVM through the Sistema Empresas.Net on March 24, 2021.

Attendance: Shareholders representing 79,04% and 79,63% of the Company's total and voting capital attended the ordinary and the extraordinary meetings, respectively, achieving the required quorum for the shareholders' meeting to be installed, pursuant to Law 6,404/76. The Company informed that pursuant to Article 21-V of ICVM 481/09, shareholders who physically attended or were validly represented and shareholders whose remote voting form has been considered valid by the Company are considered to be present at this meeting. Also present: Mr. **Eliseo Santiago Perez Fernandez**, Chief Administrative and Control Officer of the Company, Mr. **Adrian Lima da Hora**, Chairman of the Company's Fiscal Council, Mr. **Gilberto Meirelles Xandó Baptista**, Statutory Audit Committee Coordinator, and Mr. **Alcides Neto**, member of Grant Thornton Auditores Independentes, in compliance with the provisions of Paragraph 1 of Article 134 of Law 6,404/76.

Presiding Board: The meeting was presided by **Jeremiah O'Callaghan**, as Chairman, and **Maria Cristina Cescon**, appointed as Secretary, pursuant to Article 11 of the Company's Bylaws.

Reading of Documents: The reading of the agenda and related documents 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 e Balcão, in compliance with the provisions of Article 124, Paragraph 6, of Law 6,404/76; and (iv) submitted to the CVM through the Sistema 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 on December 31, 2020; (ii) to resolve on the allocation of net income for the fiscal year ended on December 31, 2020 and the distribution of dividends; (iii) to resolve on the number of members of the Company's Board of Directors for the next term of office; (iv) to elect the members of the Company's Board of Directors; (v) to resolve on the number of members of the Company's Fiscal Council for the next term of office; (vi) to elect the members and their respective alternates for the Company's Fiscal Council; and (vii) to set the overall annual compensation of the members of the Management, Fiscal Council and Statutory Audit Committee of the Company for the fiscal year ending on December 31, 2021. (b) *At the Extraordinary Shareholders' Meeting:* (i) to resolve on amendments to Articles 1, 2, 5, 6, 10, 11, 12, 13, 14, 15, 18, 19, 20, 21, 27, 29, 30, 32 and 54 as well as the exclusion of Article 25 of the Company's Bylaws as proposed by the Management; and (ii) to resolve on the consolidation of the Company's Bylaws.

Resolutions: the meeting was opened and the attending shareholders unanimously resolved: (i) to waive the reading of the Call Notice and the Management Proposal; (ii) to draft and publish 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 shareholder's signatures, pursuant to Article 130, Paragraph 2 of Law 6,404/76.

The Company informed that the remote voting ballot system was adopted, under the terms of ICVM 481/09 and that, pursuant to Article 21-W, Paragraph 5, of ICVM 481/09, remote voting instructions will be disregarded in the following events: (i) if shareholders or representatives of shareholders who, physically attending this meeting, request to exercise the vote in person; and (ii) if shareholders are not eligible to vote at the meeting or in the respective resolution. Then, the reading of the map containing the remote voting instructions was waived and copies were made available to those present for consultation throughout 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 Annual Shareholders' Meeting:

(i) by majority votes, in accordance with Appendix A of these Minutes, the attending shareholders, with the abstentions registered, approved the financial statements and the management accounts for the fiscal year ended on December 31, 2020, accompanied by the opinion of the independent auditors, as well as the opinions of the Fiscal Council and the Statutory Audit Committee of the Company;

(ii) by majority votes, in accordance with Appendix A of these Minutes, the attending shareholders, with the abstentions registered, approved the allocation of the profit for the year ended December 31, 2020, as indicated in the Company's Management Proposal, as follows: of the net profit income for the year, in the total amount of R\$ 4,598,311,243.24 (four billion, five hundred and ninety-eight million, three hundred and eleven thousand, two hundred and forty-three reais, twenty-four cents); (a) R\$ 229,915,562.16 (two hundred and twenty-nine million, nine hundred and fifteen thousand, five hundred and sixty-two reais, sixteen cents), equivalent to 5% (five percent) of the net profit for the year, will be allocated to the constitution of the legal reserve; (b) R\$ 2,511,135,770.00 (two billion, five hundred and eleven million, one hundred and thirty-five thousand, seven hundred and seventy reais) will be distributed to shareholders as dividends, of which R\$ 1,092,098,920.27 (one billion, ninety-two million, ninety-eight thousand, nine hundred and twenty reais, twenty-seven cents), equivalent to 25% of the adjusted net income for the year, as mandatory dividends, and R\$ 1,419,036,849.73 (one billion, four hundred and nineteen million, thirty-six thousand, eight hundred and forty-nine reais, seventy-three cents) as additional dividends; and (c) the remainder, in the amount of R\$ 1,862,210,477.59 (one billion, eight hundred and sixty-two million, two hundred and ten thousand, four hundred and seventy-seven reais, fifty-nine cents) will be allocated to the statutory reserve investment, pursuant to Article 38, Line 'e', of the Company's Bylaws.

The shareholding position to be considered for the distribution of dividends is the position observed at the close of B3's trading session, on the present date, being relative to 2,511,135,770 (two billion, five hundred and eleven million, one hundred and thirty-five thousand, seven hundred and seventy) common shares, with the exception of 41,197,800 (forty-one million, one hundred and ninety-seven thousand and eight hundred) common shares that are held in treasury, according to the base date of April 23, 2021, resulting in a distribution of R\$ 1.01667969 per common share issued by the Company as dividends. Dividends shall be paid without correction or monetary restatement on May 5, 2020, through Banco Bradesco S.A., the depositary institution for book-entry shares, at the bank domicile provided by each shareholder;

(iii) by majority votes, in accordance with Appendix A of these Minutes, the attending shareholders, with the abstentions registered, approved the Company's Board of Directors to be formed by 9 (nine) members for the next term;

(iv) by majority votes, in accordance with Appendix A of these Minutes, the attending shareholders, with the abstentions registered, approved the election of the following members of the Company's Board of Directors: **(a) Jeremiah Alphonsus O'Callaghan**, irish, married, engineer, bearer of RNE No. W675005W, Taxpayer Identification Number (CPF/MF) 012.266.188-55, resident and domiciled in the City of São Paulo, State of São Paulo, with business address in the same city, at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, Vila Jaguara, CEP 05118-100, elected as a member of the Company's Board of Directors; **(b) José Batista Sobrinho**, Brazilian, married, businessman, bearer of the Identity Card (RG) No. 172.026 SSP/DF, Taxpayer Identification Number (CPF/ME) 052.970.871-04, resident and domiciled in the City of São Paulo, State of São Paulo, with business address in the same city, at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, Vila Jaguara, CEP 05118-100, elected as a member of the Company's Board of Directors; **(c) Wesley Mendonça Batista Filho**, Brazilian, married, businessman, Taxpayer Identification Number (CPF/ME) 389.569.918-71, bearer of the Identity Card (RG) No. 40.462.364-5 SSP/SP, resident and domiciled in the City of São Paulo, State of São Paulo, with business address in the same city, at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, Vila Jaguara, CEP 05118-100, elected as a member of the Company's Board of Directors; **(d) Aguinaldo Gomes Ramos Filho**, Brazilian, married, businessman, Taxpayer Identification Number (CPF/ME) 394.840.458-55, bearer of the Identity Card (RG) No. 38.258.278-0 SSP/SP, resident and domiciled in the City of São Paulo, State of São Paulo, with business address in the same city, at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, Vila Jaguara, CEP 05118-100, elected as a member of the Company's Board of Directors; **(e) Alba Pettengill**, Paraguayan, married, psychologist, passport holder n° M370173, with business address at Torre 2 de Las Galerías, 12º andar, City of Assunção, Paraguai, elected as an independet member of the Company's Board of Directors; **(f) Gelson Luiz Merisio**, Brazilian, married, business manager, bearer of the Identity Card (RG) No. 1.384.828 Cart. 1º Distrito – Xanxerê/SC, Taxpayer Identification Number (CPF/ME) 464.643.529-20, resident and domiciled in the City of Florianópolis, State of Santa Catarina, with business address in the same city, at Rua Jerônimo Coelho, n° 383, conjunto 906, CEP 88010-030, elected as an independet member of the Company's Board of Directors; **(g) Gilberto Meirelles Xandó Baptista**, Brazilian, married, business manager, Taxpayer Identification Number (CPF/ME) 090.973.728-28, bearer of the Identity Card (RG) No. 9.980.310-0 SSP/SP, resident and domiciled in the City of São Paulo, State of São Paulo, with business address in the same city, at Rua Dr. Guilherme Bannitz, 126, 2º andar, Vila Nova Conceição, CEP 04532-060, elected as an independet member of the Company's Board of Directors; **(h) Leila Abraham Loria**, Brazilian, married, business manager, bearer of the Identity Card (RG) No. 003.164.539-3 SSP-RJ, Taxpayer Identification Number (CPF/ME) 375.862.707-91, resident and domiciled in the City of São Paulo, State of São Paulo, at Rua Peixoto Gomide, 1,418, ap. 141, Cerqueira Cesar, CEP 01409-002, elected as an independet member of the Company's Board of Directors; e **(i) Márcio Guedes Pereira Júnior**, Brazilian, married, business manager, Taxpayer Identification Number (CPF/ME) 050.958.-58-04, bearer of the Identity Card (RG) No. 10.152.474 SSP/SP, resident and domiciled in the City of São Paulo, State of São Paulo, with business address in the same city, at Rua Gomes de Carvalho, 1069, conjunto 74, Vila Olímpia, CEP 04547-005, elected as an independent member

of the Company's Board of Directors. The term of office of all elected members of the Company's Board of Directors will be unified, with a term of 2 (two) years, ending at the general meeting that resolves on the financial statements related to the fiscal year ended on December 31, 2022.

By majority votes, in accordance with Appendix A of these Minutes, the attending shareholders, with the abstentions registered, also approved that the classification of candidates Alba Pettengill, Gelson Luiz Merisio, Gilberto Meirelles Xandó Baptista, Leila Abraham Loria and Márcio Guedes Pereira Júnior in the independence criteria established in the Novo Mercado Regulation, in view of the statements submitted by such candidates attesting to the referred framework, and the adherence of each candidate to the position of member of the Company's Board of Directors to the Policy for the Nomination and Training of Members of the Board of Directors, the Executive Board and the Committees.

The members of the Company's Board of Directors hereby elected shall take up their respective positions, in compliance with the provisions of Article 149 of Law No. 6,404/76 and Article 40 of the Novo Mercado Listing Rules of B3 S.A. - Brasil, Bolsa, Balcão, presenting the respective clearance statements referring to your position, under the terms of Article 147 of Law No. 6,404/76.

As a result, the Company's Board of Directors shall comprise the following members: **Jeremiah O'Callaghan, José Batista Sobrinho, Wesley Mendonça Batista Filho, Aguinaldo Gomes Ramos Filho, Alba Pettengill, Gelson Luiz Merisio, Gilberto Meirelles Xandó Baptista, Leila Abraham Loria e Márcio Guedes Pereira Júnior.**

(v) by majority votes, in accordance with Appendix A of these Minutes, the attending shareholders, with the abstentions registered, approved the Company's Fiscal Council to be formed by 4 (four) members and their respective alternates for the next term;

(vi) by majority votes, in accordance with Appendix A of these Minutes, the attending shareholders, with the abstentions registered, approved the election of the following members of the Company's Fiscal Council: (a) **Adrian Lima da Hora**, Brazilian, married, business manager, bearer of the Identity Card (RG) No. 3789 CRA/PE e Taxpayer Identification Number (CPF/ME) 372.365.394-49, resident and domiciled in the City of São Paulo, State of São Paulo, at Rua dos Pinheiros, 801, ap. 241, Pinheiros, CEP 05422-011, whose alternate is **André Alcantara Ocampos**, Brazilian, married, accountant, bearer of the Identity Card (RG) No. 30883622-4 SSP/SP, Taxpayer Identification Number (CPF/ME) 273.340.808-90, resident and domiciled in the City of São Paulo, State of São Paulo, with business address in the same city, at Av. Marginal Direita do Tietê, 500, Vila Jaguara, CEP 05118-000; (b) **Demetrius Nichele Macei**, Brazilian, married, lawyer, bearer of the Identity Card (RG) No. 19.526.517 SESP/SP, Taxpayer Identification Number (CPF/ME) 787.870.509-78, resident and domiciled in the City of Curitiba, State of Paraná, at Av. República Argentina, 1336, conj. 1107, CEP 80620-010, whose alternate is **Marcos Godoy Brogiato**, Brazilian, married, accountant, bearer of the Identity Card (RG) No. 7.469.921-0 SSP/SP, Taxpayer Identification Number (CPF/ME) 949.583.438-49, resident and

domiciled in the City of São Paulo, State of São Paulo, at Rua Isette Caiubi Ariane, nº 54, CEP 02914-100; (c) **José Paulo da Silva Filho**, Brazilian, married, accountant, bearer of the Identity Card (RG) No. 55.837.704-X SSP/SP, Taxpayer Identification Number (CPF/ME) 386.730.294-49, resident and domiciled in the City of Santana de Parnaíba, State of São Paulo, at Alameda Dourado, nº 206, Residencial 11, Alphaville, whose alternate is **Sandro Domingues Raffai**, Brazilian, single, adult, accountant, bearer of the Identity Card (RG) No. 13.541.060 SSP/SP, Taxpayer Identification Number (CPF/ME) 064.677.908-71, resident and domiciled in the City of São Paulo, State of São Paulo, at Rua Santa Francisca, nº 155, Vila Jaguara; e (d) **Roberto Lamb**, Brazilian, married, physicist, bearer of the Identity Card (RG) No., Taxpayer Identification Number (CPF/ME) 009.352.630-04, resident and domiciled in the City of Porto Alegre, State of Rio Grande do Sul, with business address in the same city, at Avenida Carlos Gomes 777 sala 402, 90480 003, whose alternate is **Orlando Octávio de Freitas Júnior**, Brazilian, divorced, accounting auditor, bearer of the Identity Card (RG) No., Taxpayer Identification Number (CPF/ME) 084.911.368-78, resident and domiciled in the City of São Paulo, State of São Paulo, at Rua Caiowaa, 1575, apto. 162, CEP 01258-011. The term of office of all elected fiscal councilors will be unified, with a duration of 1 (one) year, ending at the general meeting that resolves on the financial statements for the fiscal year that will end on December 31, 2021.

The members of the Company's Fiscal Council hereby elected shall take office in their respective positions, observing the provisions set forth in Article 149 of Law No. 6,404/76 and Article 40 of the B3 SA's Novo Mercado Listing Rules, and must submit the clearance statements regarding their respective position, under the terms of Article 147 of Law No. 6,404/76.

As a result, the Company's Fiscal Council shall comprise the following members: **Adrian Lima da Hora, Demetrius Nichele Macei, José Paulo da Silva Filho e Roberto Lamb**.

(vii) by majority votes, in accordance with Appendix A of these Minutes, the attending shareholders, with the abstentions registered, approved the overall annual compensation of the managers and members of the Company's Fiscal Council in the amount of up R\$ 131,842,325.74 (one hundred and thirty-one million, eight hundred and forty-two thousand, three hundred and twenty-five reais and seventy-four cents) comprising actual disbursements or future payment commitments (deferred remuneration) to be made during the fiscal year 2021.

By majority votes, in accordance with Appendix A of these Minutes, the attending shareholders, with the abstentions registered, also approved the establishment of the Fiscal Council's annual compensation, referring to the fiscal year of 2021, pursuant to Paragraph 3 of Article 162 of Law 6,404/76. It is stated that the alternate members of the Fiscal Council members will be entitled to remuneration only in the absence of the respective effective member.

(b) At the Extraordinary Shareholders' Meeting:

(i) by majority votes, in accordance with Appendix A of these Minutes, the attending shareholders, with the abstentions registered, approved the amendments to Articles 1, 2, 5, 6, 10, 11, 12, 13, 14, 15, 18, 19, 20, 21, 27, 29, 30, 32 and 54 as well as the exclusion of Article 25 of the Company's Bylaws; and

(ii) by majority votes, in accordance with Appendix A of these Minutes, the attending shareholders, with the abstentions registered, approved the consolidation of the Company's Bylaws.

Presences: Eliseo Santiago Perez Fernandez, Chief Administrative and Control Officer; Adrian Lima da Hora, Chairman of the Company's Fiscal Council; Gilberto Meirelles Xandó Baptista, Statutory Audit Committee Coordinator; Alcides Neto, Representative of Grant Thornton Auditores Independentes. **Attending Shareholders (Ordinary Shareholders' Meeting):** Amundi Funds, Amundi Index Solutions, Candriam Quant Equities Multi-factor Global, Fidelity Funds - Latin America Fund, Lcl Actions Emergents and Moneda Luxembourg Sicav- Latin America Equities Fund, p.p. Christiano Marques de Godoy; Eduardo Maciel, Ivan Fernandes Siqueira and Maria Cristina de Almeida Manzano, p.p. Ana Paula Alves Carneiro Hajnal; Banco Original do Agronegocio S/A and Banco Original S/A, p.p. Gabriela Kinikel de Andrade Bim; Felipe Zancoper Bianchi; Fundo de Investimento em Participações Multiestratégia Formosa, p.p. Silvano Gersztel; J&F Investimentos S.A., p.p. João Gabriel Vieira de Medeiros and Lucio Batista Martins; Milena Hitomi Yanagisawa; Rafael Kyi Harada. **By remote voting ballot system:** 1199 Health Care Employees Pension Fund; 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 Emerging Marketsmanaged Volatility e FL; Acadian Global Market Neutral Fund, LLC; Acadian International Extension Plus Equity Fund; Advanced Series Trust - Ast Prudential Growth Allocation Por; Advisors Inner Circle Fund-acadian e.M.Portf; Alameda County Employees Retirement Assoc.; Alaska Common Trust Fund; Alliancebernstein Collective Investment Trust Series; Allianz GL Investors Gmbh ON Behalf of Allianzgi-fonds Dspt; Allianz Global Investors Fund - Allianz Best Styles e M e; Amergen Clinton Nuclear Power Plant Nonqualified Fund; American Funds Insurance Series Internat Fund; American Heart Association, Inc.; Aqr Emerging Equities Fund LP; Aqr Funds - Aqr TM Emerging Multi-style Fund; Aqr Lux Funds II - Aqr Style Premia: All Country Equity Fund; Arizona Psprs Trust; Arrowstreet (canada) Global All-country Fund I; Arrowstreet Capital Global All Country Alpha

Extension Fund; Arrowstreet Capital Global Equity Alpha Extension Fund L; Arrowstreet Collective Investment Trust; Arrowstreet Emk Alpha Extension Fund L.P.; Arrowstreet International Equity Acwi EX US Alpha Ext T Fund; Arrowstreet International Equity Acwi EX US Trust Fund; Arrowstreet US Group Trust; Ascension Alpha Fund, LLC; Aviva I Investment Funds Icv - Aviva I International I T F; Aviva Investors; Aviva Life Pensions UK Limited; Axa Investment Managers Schweiz AG ON Behalf of AX; Banco Btg Pactual S/A; Baptist Health South Florida, Inc.; Bellsouth Corporation Rfa Veba Trust; 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 Investment Funds (uk) Icv III - Bmo Universal; Bmo Msci Emerging Markets Index ETF; BNDES Participações S/A Bndespar; 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 Columbia Investment Management Corporation; California Physicians Service D/B/A Blue Shield O; California Public Employees Retirement System; Canada Post Corporation Registered Pension Plan; Capital Group Employee Benefit Investment Trust; Catholic United Investment Trust; Causeway Emerging Markets Fund; Causeway Emerging Markets Group Trust; Causeway Funds Plc; Causeway International Opportunities Fund; Causeway International Opportunities Group Trust; Causeway Multi-fund LLC - Emerging Markets Equity Series A; Cbis Global Funds Plc; Ccbpam Global Emerging Market Equity Fund; Ccl Q Emerging Markets Equity Fund; Ccl Q Emerging Markets Equity Fund LP; Ccl Q Global Equity Fund; Ccl Q Group Global Equity Fund; Ccl Q International Equity Fund; Celos Claritas Valor Fundo de Investimento de Ações; 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; CIBC Emerging Markets Index Fund; Cititrust Lim as TR of Black Premier Fds- Ish Wor Equ Ind FD; City of Fresno Retirement System; City of Los Angeles Fire and Police Pension Plan; City of New York Group Trust; City of Philadelphia Pub Employees Ret System; Claritas Brasilprev Fife Fundo de Investimento Multimercado; Claritas Institucional Fundo de Investimento Multimercado; Claritas Long Bias Fundo de Investimento Multimercado; Claritas Long Short Master Fundo Investimento Multimercado; Claritas Valor FIA; College Retirement Equities Fund; Colonial First State Investment Fund 50; Commonwealth Bank Group Super; Commonwealth Global Share Fund 17; Commonwealth Specialist Fund 10; Connecticut General Life Insurance Company; Consulting Group Capital Mkts Funds Emer Markets Equity Fund; Cornerstone Advisors Global Public Equity Fund; County Employees Annuity and Benefit FD of the Cook County; Cox Enterprises Inc Master Trust; Custody Bank of Japan, Ltd. Re: Emerg Equity Passive Mothr F; Custody Bank of Japan, Ltd. Stb Brazil Stock M. F.; Desjardins Emerging Markets Multifactor - Controlled Volatil; 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 Mkts Value Fund; Diversified Markets (2010) Pooled Fund Trust; Dws Advisors Emerging Markets Equities-passive; Dws I. Gmbh for Deam-fonds Kg-pensionen; Eastspring Investments; Eaton Vance Collective Investment Tfe Ben Plans em MQ Equ FD; Eaton Vance TR CO CO TR FD - PA Str em Mkts EQ Com TR FD; Educational Employees Supplementary R Stm of Fairfax C; Emer Mkts Core EQ Port Dfa Invest Dimens Grou; Emerging Markets Equity Fund S of M P F World Funds, LLC; Emerging Markets Equity Index Master Fund; Emerging Markets Index Non-lendable Fund; Emerging Markets Index Non-lendable Fund B; Employees Retirement System of Georgia; Employees Retirement Fund of the City of Dallas; Employees Retirement System of Texas; Europacific Growth Fund; Evtc Cit Fof Ebp-evtc Parametric Sem Core Equity Fund TR; Exelon Generation Comp, LLC Tax Qualified Nuclear Decomm Par; 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; FIM CP LS Investimento no Exterior; FIM Previdenciario Ihara II; 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 Ucuts ET; First Trust Latin America Alphadex Fund; Flexshares Morningstar Emerging Markets Factor Tilt Index F; Ford Motor Company of Canada, L Pension Trust; Forsta Ap-fonden; Franklin Emerging Markets Core Equity Fund; Franklin Fund Allocator Series - Franklin Emerging; Franklin Templeton ETF Trust - Franklin Ftse Brazi; Franklin Templeton ETF Trust - Franklin Ftse Latin; Fundo de Investimento Multimercao Coliseu; Future Fund Board of Guardians; Global Trust Comp Fbo Aqr Collec Inv Trust-aqr e e C I Fund; Gmam Investment Funds Trust; Goldman Sachs ETF Icav 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 Trust - Goldman Sachs Emerging Markets e I F; Government Employees Superannuation Board; Guidemark Emerging Markets Fund; Guidestone Funds Emerging Markets Equity Fund; H.e.S.T. Australia Limited; Halliburton CO Employee Benefit Master Trust; Harbor Overseas Fund; HC Capital Trust the Emerging Markets Portfolio; Ibbotson International Bonds Core (hedged) Trust; Ibm 401 (k) Plus Plan; Iharaprev Fundo de Investimento Multimercao Previdenciario; IN BK for Rec and Dev,as TR FT ST Ret Plan and TR/Rsbp AN TR; Intech Global All Country Enhanced Index Fund LLC; International Expatriate Benefit Master Trust; International Monetary 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 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 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/Franklin Templeton Growth Allocation Fund; John Hancock Funds II Emerging Markets Fund; John Hancock Funds II International Strategic Equity Allocat; John Hancock Funds II Strategic Equity Allocation Fund; 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 Pensam Invest, Psi 3 Globale Aktier 3; Laborers and Retirement Board Employees Annuity Benefit; Lacm Emerging Markets Fund L.P.; Lacm Emii, L.P.; Lacm Global Equity Fund L.P.; Legal General Ccf; Legal General Collective Investment Trust; Legal General Global Emerging Markets Index Fund; Legal General Global Equity Index Fund; Legal General Icaiv; Legal General International Index Trust; Legal General Scientific Beta Emerging Markets Fund, LLC; Legal and General Assurance Pensions Mng Ltd; Lgiasuper Trustee; Lgps Central Global Multi Factor Equity Index Fund; Lincoln Vip T - L Ssga Emerging Markets 100 Fund; Lockheed Martin Corp Master Retirement Trust; Los Angeles Capital Global Funds Plc; Los Angeles County Employees Ret Association; Lousiana State Employees Retir System; Lvip Ssga Emerging Markets Equity Index Fund; Macquarie Multi-factor Fund; Managed Pension Funds Limited; Maryland State Retirement and Pension System; Mercer Private Wealth International Focused Equity Pool; Mercer Qif Fund Plc; Mercer Ucits Common Contractual Fund; Mfs Blended Research International Equity Fund; Mfs Heritage Trust Company Collective Investment Trust; Mfs International New Discovery Fund; Mfs Meridian Funds - Latin American Equity Fund; Mgi Funds Plc; Middletown Works Hourly and Salaried Union Retiree; Mineworkers Pension Scheme; Ministry of Economy and Finance; Mobius Life Limited; Momentum Investment Funds Sicav-sif; 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; New South Walles TR Corp as TR for the TC Emer Mkt Shar Fund; New York State Teachers Retirement System; New Zealand Superannuation Fund; Northern Emerging Markets Equity Index Fund; Northern Trust Collective All Country World I (acwi) E-u F-I; Northern Trust Collective Emerging Markets Index Fund-lend; 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; Ohio Police and Fire Pension Fund; Onepath Global Emerging Markets Shares(unhedged) Index Pool; Otg Latin America Fund; 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; 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 Latin America Fund; Pioneer Emerging Markets Equity Fund; Pool Reinsurance Company Limited; Pramerica Sicav; Principal Financial Services, Inc; 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 Retirement Association of New Mex; Public Employees Retirement System of Ohio; Public Employes Ret System of Mississippi; Public Sector Pension Investment Board; Qic International Equities Fund; QS Investors Dbi Global Emerging Markets Equity Fund LP; Queensland Investment Trust no.2; Railways Pension Trustee Company Limited; Rbc Quant Emerging Markets Equity Leaders ETF; Robeco Capital Growth Funds; Sas Trustee Corporation Pooled Fund; Sbc Master Pension Trust; Schlumberger Group Trust Agreement; Schlumberger International Staff Retirement Fund, Fcp - Sif; Schwab Emerging Markets Equity ETF; Schwab Fundamental Emerg0ing Markets Large Company Index ETF; Scottish Widows Investment Solutions Funds Icv- Fundamental; Scri Robeco QI Inst Emerg Mkts Enhanced Ind Equities Fund; Segall Bryant Hamill Emerging Markets Fund; Six Circles International Unconstrained Equity Fun; Sparta Fundo de Investimento em Ações - BDR Nível I; 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; Standard Life Investment Company III - Enhanced-d G Fund; Standard Life Investments Global Sicav; Standard Life Investments Global Sicav II; State of Alaska Retirement and Benefits Plans; State of Minnesota State Employees Ret Plan; State of New Jersey Common Pension Fund D; 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 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 Ireland Unit Trust; State Street R. F. e. M. I. Non-lending Common T. Fund; State Street Variable Insurance Series Funds, Inc; Stichting Depositary App

Emerging Markets Equity Pool; Stichting Pensioenfond Ing; Stichting Philips Pensioenfond; 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 Retirement System of the City of New York; Teachers Retirement Allowances; Teachers Retirement System of Georgia; Teachers Retirement System of the State of Illinois; Texas Municipal Retirement System; 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 Barings e. M. U. Fund, Sub-fund, the Barings L. A. Fund; the Board of the Pension Protection Fund; the Board of A.C.e.R.S.Los Angeles,california; the Boeing Company Employee Savings Plans Master Trust; the Chase Man BK as TR of Delta Master FD; 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 General Motors Canadian Hourly-rate Employees Pension PL; the Goldman Sachs Trust Company na Collective Trust; 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 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. Trustee Mutb400045794; 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 Manag.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; 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; Total International EX U.S. I Master Port of Master Inv Port; Two Roads Shared Trust: Redwood Alphafactor Tactic; Ups Group Trust; 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 Value Fund; 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; Variable Insurance Products FD V:strategic Inc Portfolio; Variable Insurance Products Fund Ii: International; Verger Capital Fund LLC; Vgv Poolfonds Eme II; Victoryshares Usaa Msci e. M. Value M. ETF; Vident International Equity Fund - WI; Virginia Retirement System; Voya Emerging Markets High Dividend Equity Fund; Voya Emerging Markets Index Portfolio; Washington State Investment Board; Wells Fargo

BK D of T Establishing Inv F for e Benefit TR; Wells Fargo Factor Enhanced Emerging Markets Portfolio; West Yorkshire Pension Fund; Wilshire Mutual Funds, Inc. - Wilshire International Equity; WM Pool - Equities Trust no. 76; WM Pool - Global Equities Trust N 6; Xtrackers; e Xtrackers (ie) Public Limited Company; Gilberto Tomazoni; and Jeremiah Alphonsus O Callaghan. **Attending Shareholders (Extraordinary Shareholders' Meeting):** Amundi Funds, Amundi Index Solutions, Candriam Quant Equities Multi-factor Global, Fidelity Funds - Latin America Fund, Lcl Actions Emergents and Moneda Luxembourg Sicav- Latin America Equities Fund, p.p. Christiano Marques de Godoy; Eduardo Maciel, Ivan Fernandes Siqueira and Maria Cristina de Almeida Manzano, p.p. Ana Paula Alves Carneiro Hajnal; Banco Original do Agronegocio S/A and Banco Original S/A, p.p. Gabriela Kinikel de Andrade Bim; Felipe Zancoper Bianchi; Fundo de Investimentos em Participações Multiestratégia, p.p. Silvano Gersztel; J&F Investimentos S.A., p.p. João Gabriel Vieira de Medeiros and Lucio Batista Martins; Milena Hitomi Yanagisawa; Rafael Kyi Harada. **By remote voting ballot system:** 1199 Health Care Employees Pension Fund; 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 Emerging Marketsmanaged Volatility e F L; Acadian Global Market Neutral Fund, LLC; Acadian International Extension Plus Equity Fund; Advanced Series Trust - Ast Prudential Growth Allocation Por; Advisors Inner Circle Fund-acadian e.M.Portf; Alameda County Employees Retirement Assoc.; Alaska Common Trust Fund; Alliancebernstein Collective Investment Trust Series; Allianz GL Investors Gmbh ON Behalf of Allianzgi-fonds Dspt; Allianz Global Investors Fund - Allianz Best Styles e M e; Amergen Clinton Nuclear Power Plant Nonqualified Fund; American Bar Association Members/Mtc Collective Trust; American Century ETF Trust - Avantis Emerging Mark; American Century ETF Trust - Avantis Emerging Mark; American Funds Insurance Series Internat Fund; American Heart Association, Inc.; Aqr Emerging Equities Fund LP; Aqr Funds - Aqr TM Emerging Multi-style Fund; Aqr Lux Funds II - Aqr Style Premia: All Country Equity Fund; Arga Emerging Markets Equity Fund A Sub-fund of A. Funds Tru; Arga Emerging Markets EX China Fund, A Series of A; Arga Global Concentrated Fund, LP; Arga Global Fund, A Sub Fund of Arga Funds Trust; Arga International Fund, A Sub Fund of Arga Funds Trust; Arizona Psprs Trust; Arrowstreet (canada) Global All-country Fund I; Arrowstreet Capital Global All Country Alpha Extension Fund; Arrowstreet Capital Global Equity Alpha Extension Fund L; Arrowstreet Collective Investment Trust; Arrowstreet Emk Alpha Extension Fund L.P.; Arrowstreet International Equity Acwi EX US Alpha Ext T Fund; Arrowstreet International Equity Acwi EX US Trust Fund; Arrowstreet US Group Trust; Ascension Alpha Fund, LLC; 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; Axa Investment Managers Schweiz AG ON Behalf of AX; Baptist Health South Florida, Inc.; Bellsouth Corporation Rfa Veba Trust; 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 Investment Funds (uk) Icv III - Bmo Universal; Bmo Msci Emerging Markets Index ETF; BNDES Participações S/A Bndespar; 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 Columbia Investment Management Corporation; 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; Capital Group Employee Benefit Investment Trust; Catholic United Investment Trust; Causeway Emerging Markets Fund; Causeway Emerging Markets Group Trust; Causeway Funds Plc; Causeway International Opportunities Fund; Causeway International Opportunities Group Trust; Causeway Multi-fund LLC - Emerging Markets Equity Series A; Cbis Global Funds Plc; Ccbpam Global Emerging Market Equity Fund; Ccl Q Emerging Markets Equity Fund; Ccl Q Emerging Markets Equity Fund LP; Ccl Q Global Equity Fund; Ccl Q Group Global Equity Fund; Ccl Q International Equity Fund; Celos Claritas Valor Fundo de Investimento de Ações; Central Provident Fund Board; Challenge Funds; 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; Cibe Emerging Markets Index Fund; Cititrust Lim as TR of Black Premier Fds- Ish Wor Equ Ind FD; City of Fresno Retirement System; City of Los Angeles Fire and Police Pension Plan; City of New York Group Trust; City of Philadelphia Pub Employees Ret System; Claritas Brasilprev Fife Fundo de Investimento Multimercado; Claritas Long Bias Fundo de Investimento Multimercado; Claritas Long Short Master Fundo Investimento Multimercado; Claritas Total Return Master FIM; Claritas Valor FIA; Cmla International Share Fund; College Retirement Equities Fund; Colonial First State Investment Fund 10; Colonial First State Investment Fund 50; Colorado Public Employees Ret. Association; Commonfund em Quantitative Focus Fund, LLC; Commonfund Screened Global Equity, LLC; Commonwealth Bank Group Super; Commonwealth Emerging Markets Fund 6; Commonwealth Global Share Fund 17; 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; Cornerstone Advisors Global Public Equity Fund; 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. Re: Emerg Equity Passive Mothr F; Custody Bank of Japan, Ltd. Stb Brazil Stock M. F.; Desjardins Emerging

Markets Multifactor - Controlled Volatil; 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 Mkts Value Fund; Diversified Markets (2010) Pooled Fund Trust; Dws Advisors Emerging Markets Equities-passive; Dws I. Gmbh for Deam-fonds Kg-pensionen; Eastspring Investments; Eaton Vance Collective Investment Tfe Ben Plans em MQ Equ FD; Eaton Vance TR CO CO TR FD - PA Str em Mkts EQ Com TR FD; Educational Employees Supplementary R Stm of Fairfax C; Emer Mkts Core EQ Port Dfa Invest Dimens Grou; Emerging Markets Equity Fund; Emerging Markets Equity Fund S of M P F World Funds, LLC; Emerging Markets Equity Index Master Fund; 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; Europacific Growth Fund; 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; FIM Previdenciario Ihara II; 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 Ucuts ET; First Trust Latin America Alphadex Fund; Flexshares Morningstar Emerging Markets Factor Tilt Index F; Florida Retirement System Trust Fund; Florida State Board of Administration; Ford Motor CO Defined Benef Master Trust; Ford Motor Company of Canada, L Pension Trust; Forsta Ap-fonden; Franklin Emerging Markets Core Equity Fund; Franklin Fund Allocator Series - Franklin Emerging; Franklin Templeton ETF Trust - Franklin Ftse Brazi; Franklin Templeton ETF Trust - Franklin Ftse Latin; Fulcrum Ucuts Sicav; Fundo de Investimento Multimercado Coliseu; Future Fund Board of Guardians; General Pension and Social Security Authority; Global Trust Comp Fbo Aqr Collec Inv Trust-aqr e e C I Fund; Gmam Investment Funds Trust; Goldman Sachs ETF Icav 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; Government Employees Superannuation Board; Guidemark Emerging Markets Fund; Guidestone Funds Emerging Markets Equity Fund; H.e.S.T. Australia Limited; Halliburton CO Employee Benefit Master Trust; Harbor Overseas Fund; Hartford Emerging Markets Equity Fund; HC Capital Trust the Emerging Markets Portfolio; Ibbotson International Bonds Core (hedged) Trust; Ibm 401 (k) Plus Plan; Iharaprev Fundo de Investimento Multimercado Previdenciario; Illinois Municipal Retirement Fund; IN BK for Rec and Dev,as TR FT ST Ret Plan and TR/Rsbp AN TR; Intech Global All Country Enhanced Index Fund LLC; International Expatriate Benefit Master Trust; International Monetary 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 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 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/Franklin Templeton Growth Allocation Fund; John Deere Pension Trust; John Hancock Funds II Emerging Markets Fund; John Hancock Funds II International Strategic Equity Allocat; John Hancock Funds II Strategic Equity Allocation Fund; 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 Pensam Invest, Psi 3 Globale Aktier 3; Kraneshares Msci Emerging Markets EX China Index e; Laborers and Retirement Board Employees Annuity Benefit; Lacm Emerging Markets Fund L.P.; Lacm Emii, L.P.; Lacm Global Equity Fund L.P.; Legal General Ccf; Legal General Collective Investment Trust; Legal General Global Emerging Markets Index Fund; Legal General Global Equity Index Fund; Legal General Icav; Legal General International Index Trust; Legal General Scientific Beta Emerging Markets Fund, LLC; Legal and General Assurance Pensions Mng Ltd; Lgiasuper Trustee; Lgps Central Global Multi Factor Equity Index Fund; Lincoln Vip T - L Ssga Emerging Markets 100 Fund; Lockheed Martin Corp Master Retirement Trust; Los Angeles Capital Global Funds Plc; 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; Macquarie Multi-factor 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 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 Blended Research International Equity Fund; Mfs Heritage Trust Company Collective Investment Trust; Mfs International New Discovery Fund; Mfs Meridian Funds - Latin American Equity Fund; Mgi Funds Plc; Middletown Works Hourly and Salaried Union Retiree; Mineworkers Pension Scheme; Ministry of Economy and Finance; Missouri Local Government Employees Retirement System; Mobius Life Limited; Momentum Investment Funds Sicav-sif; 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; Neuberger Berman Investment Funds Plc; New South Wales 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 Index Fund-lend; Northern Trust Company Sub-advised Collective Funds Trust; 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; Ohio Police and Fire Pension Fund; Onepath Global Emerging Markets Shares(unhedged) Index Pool; Ontario Teachers Pension Plan Board; Oregon Public Employees Retirement System; Otg Latin America Fund; Pace Int Emerg Mark Equity Investments; Pacer Emerging Markets Cash Cows 100 ETF; 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; 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 Latin America Fund; Pioneer Emerging Markets Equity Fund; Pool Reinsurance Company Limited; Pramerica Sicav; Principal Financial Services, Inc; 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; Qic International Equities Fund; QS Investors Dbi Global Emerging Markets Equity Fund LP; Qsuper; Queensland Investment Trust no.2; Railways Pension Trustee Company Limited; 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, 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 TR Company Commingled e. B. F. T. R. L. D. I. S.; Sas Trustee Corporation Pooled Fund; Sbc Master Pension Trust; Schlumberger Group Trust Agreement; Schlumberger International Staff Retirement Fund, Fcp - Sif; Schwab Emerging Markets Equity ETF; Schwab Fundamental Emerging Markets Large Company Index ETF; Schwab Fundamental Emerging Markets Large Company Index Fund; Scottish Widows Investment Solutions Funds Icvc- Fundamental; 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 Institutional Investments Trust Swe Ex-us Fund; Sei Institutional Investments Trust- Emerging Markets e Fund; Six Circles International Unconstrained Equity Fund; Skyline Umbrella Fund Ica; Sparta Fundo de Investimento em Ações - BDR Nível I; Spartan Group Trust for Employee 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; Standard Life Investment Company III - Enhanced-d G Fund; Standard Life Investments Global Sicav; Standard Life Investments Global Sicav II; Stanislaus County Employees Retirement Association; State of Alaska Retirement and Benefits Plans; 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 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 Ireland Unit Trust; State Street R. F. e. M. I. Non-lending Common T. Fund; State Street Variable Insurance Series Funds, Inc; State University Retirement System; Stichting Depositary Apg Emerging Markets Equity Pool; Stichting Pensioenfond Ing; Stichting Pensioenfond Rail and Openbaar Vervoer; Stichting Pggm Depositary; Stichting Philips Pensioenfond; 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 Retirement System of the City of New York; Teachers Ret. Systems of Louisiana; Teachers Retirement Allowances; Teachers Retirement System of Georgia; Teachers Retirement System of the State of Illinois; Texas Municipal Retirement System; 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 Barings e. M. U. Fund, Sub-fund, the Barings L. A. Fund; the Board of the

Pension Protection Fund; the Board of A.C.e.R.S. Los Angeles, California; the Boeing Company Employee Savings Plans Master Trust; the Chase Manhattan Bank as TR of Delta Master FD; 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 Scientist B Mass; the General Motors Canadian Hourly-rate Employees Pension PL; the Goldman Sachs Trust Company na Collective Trust; the Master Trust Bank of Japan, Ltd. as TR. for Mtbj400045828; the Master Trust Bank of Japan, 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 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. 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 Manag. 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; 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; Two Roads Shared Trust: Redwood Alphafactor Tactic; 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 Value Fund; 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; Variable Insurance Products FD V: strategic Inc Portfolio; Variable Insurance Products Fund II: International; Verger Capital Fund LLC; Vgv Poolfonds Eme II; Victorian Funds Man C A T F V e M T; Victoryshares Usaa Msci e. M. Value M. ETF; Vident International Equity Fund - WI; Virginia Retirement System; Voya Emerging Markets High Dividend Equity Fund; Voya Emerging Markets Index Portfolio; Washington State Investment Board; Water and Power Employees Retirement Plan; Wellington Management Funds (Ireland) Plc; Wellington Trust Company, National Association Mul; Wells Fargo BK D of T Establishing Inv F for e Benefit TR; Wells Fargo Factor Enhanced Emerging Markets Portfolio; West Virginia Investment Management Board; West Yorkshire Pension Fund; Wilshire Mutual Funds, Inc. - Wilshire International Equity; WM Pool - Equities Trust no. 75; WM Pool - Equities Trust no. 76; WM Pool - Global Equities Trust N 6; Xtrackers; e Xtrackers (ie) Public Limited Company; Gilberto Tomazoni; and Jeremiah Alphonsus O Callaghan.

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 English translation of the Minutes of the Annual and Extraordinary Shareholders' Meeting held on April 28, 2021.

São Paulo, April 28, 2021.

Presiding Board:

Jeremiah Alphonsus O'Callaghan
Chairman of the Board of Directors

Maria Cristina Cescon
Secretary

APPENDIX A
VOTING MAP

Mapa Sintético Final AGO JBS de 28-04-2021 (data base 27-04-2021)

Deliberação	Ativo	Aprovar	Rejeitar	Abstenções, Brancos, Nulos e Vedados
1. Deliberar sobre as demonstrações financeiras e sobre as contas dos administradores relativas ao exercício social encerrado em 31 de dezembro de 2020.	ON	1.428.806.527	655.548	643.975.838
2. Deliberar sobre a proposta de destinação do lucro líquido do exercício social encerrado em 31 de dezembro de 2020 e sobre a distribuição de dividendos.	ON	2.073.260.507	-	177.406
3. Deliberar sobre a composição do Conselho de Administração para o próximo mandato, com 9 (nove) membros efetivos.	ON	2.072.409.307	851.200	177.406
4. Deseja solicitar a eleição em separado de membro do conselho de administração, nos termos do art. 141, §4º, I, da Lei nº 6.404/76?	ON	214.684.484	1.180.073.919	640.972.462
5. Deseja requerer a adoção do processo de voto múltiplo para eleição do Conselho de Administração, nos termos do art. 141 da Lei nº 6.404/76?	ON	46.079.724	1.221.380.190	805.977.999
CA: Jeremiah Alphonsus Ocallaghan	ON	1.846.299.503	224.377.019	2.761.391
CA: José Batista Sobrinho	ON	1.875.747.139	196.245.883	1.444.891
CA: Aguinaldo Gomes Ramos Filho	ON	1.875.747.139	196.245.883	1.444.891
CA: Alba Pettengill (independente)	ON	2.068.895.076	3.097.946	1.444.891
CA: Gelson Luiz Merisio (independente)	ON	1.489.212.796	582.780.226	1.444.891
CA: Gilberto Meirelles Xandó Baptista (independente)	ON	1.872.233.152	199.759.870	1.444.891
CA: Leila Abraham Loria (independente)	ON	2.071.086.175	906.847	1.444.891
CA: Márcio Guedes Pereira Júnior (independente)	ON	2.062.306.514	9.686.508	1.444.891
CA: Wesley Mendonça Batista Filho	ON	1.837.603.557	234.389.465	1.444.891
7. Em caso de adoção do processo de eleição por voto múltiplo, os votos correspondentes às suas ações devem ser distribuídos em percentuais igualitários pelos candidatos que você escolheu? [Caso o acionista opte por "abster-se" e a eleição ocorra pelo processo de voto múltiplo, seu voto deve ser computado como abstenção na respectiva deliberação da assembleia.]	ON	658.195.945	4.204.199	1.411.037.769
Jeremiah Alphonsus Ocallaghan	VOTOS	712.553.374	-	-
José Batista Sobrinho	VOTOS	720.531.982	-	-
Aguinaldo Gomes Ramos Filho	VOTOS	720.258.501	-	-
Alba Pettengill (independente)	VOTOS	755.738.596	-	-
Gelson Luiz Merisio (independente)	VOTOS	101.422.117	-	-

Gilberto Meirelles Xandó Baptista (independente)	VOTOS	719.545.105	-	-
Leila Abraham Loria (independente)	VOTOS	757.427.875	-	-
Márcio Guedes Pereira Júnior (independente)	VOTOS	755.054.891	-	-
Wesley Mendonça Batista Filho	VOTOS	719.027.833	-	-
9. Deliberar sobre a composição do Conselho Fiscal para o próximo mandato, com 4 (quatro) membros efetivos e 4 (quatro) membros suplentes, sendo que tal número poderá ser acrescido por 1 (um) membro, ou seja, 5 (cinco) membros no total, em caso de solicitação de votação em separado.	ON	2.073.423.307	-	14.606
10. Deseja solicitar a eleição em separado de membro do conselho fiscal, nos termos do art. 161, §4º, da Lei nº 6.404/76?	ON	6.406.496	1.201.228.459	865.802.958
CF: Adrian Lima Da Hora / André Alcantara Ocampos	ON	1.814.106.431	252.910.380	14.606
CF: Demetrius Nichele Macei / Marcos Godoy Brogiato	ON	1.788.009.982	277.527.529	1.493.906
CF: José Paulo da Silva Filho / Sandro Domingues Raffai	ON	1.788.009.982	277.527.529	1.493.906
CF: Roberto Lamb / Orlando Octávio de Freitas Júnior	ON	2.067.016.811	-	14.606
12. Deliberar sobre a proposta de fixação do montante global da remuneração anual dos administradores e dos membros do Conselho Fiscal da Companhia.	ON	1.201.778.948	846.001.184	25.657.781

Mapa Sintético Final AGE JBS de 28-04-2021 (data base 27-04-2021)

Deliberação	Ativo	Aprovar	Rejeitar	Abstenções, Brancos, Nulos e Vedados
1. Deliberar sobre a alteração dos artigos 1º, 2º, 5º, 6º, 10, 11, 12, 13, 14, 15, 18, 19, 20, 21, 27, 29, 30, 32 e 54, assim como a exclusão do antigo artigo 25 do Estatuto Social da Companhia, conforme proposta da administração	ON	1.313.101.915	775.993.212	14.606
2. Deliberar sobre a consolidação do Estatuto Social da Companhia.	ON	1.313.361.415	775.570.912	177.406

APPENDIX 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 assembling 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 cogenerating 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, five hundred and eleven million, one hundred and thirty-five thousand, seven hundred and seventy (2,511,135,770) 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 da 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 registration 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 Chairman 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 Corporation Law.

Paragraph 4 At the General Meetings, shareholders must present, at least seventy-two (72) hours in advance, in addition to the identity document and/or relevant corporate acts evidencing legal representation, as the case may be: (i) certificate issued by the bookkeeping institution no later than five (5) days prior to the date of the Shareholders' Meeting; (ii) the proxy instrument with the grantor's signature notarized; and/or (iii) with respect to shareholders participating in the fungible custody of registered shares, the statement containing the respective shareholding, issued by the applicable 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 Chairman of the Board of Directors or, in his/her absence or impediment, by another Board Member, Officer or shareholder designated in writing by the Chairman of the Board of Directors. The Chairman 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 in the Company;
- 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; and
- 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 has to 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) Chairman and one (1) Vice-Chairman, 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 Chairman 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 Chairman 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-Chairman shall perform the duties of the Chairman in the event of his/her absence and temporary impediment, regardless of any formality. In the event of absence or temporary impediment of the Chairman or Vice-Chairman, the duties of the Chairman shall be performed by another Board Member appointed by the majority of members of the Board of Directors.

Paragraph 4 The positions of Chairman 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 Chairman 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, on 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 convening 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, establishes 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) the constitution of *in rem* guarantees and the rendering of sureties, guarantees and assurances for its own obligations and/or those of its controlled companies;
 - (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 provision of surety, by the Company, in lease agreements in favor of its employees and/or employees of companies directly or indirectly controlled by the Company, for the duration of their labor 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 Director of Administration and Control 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 fundraising 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 as certified in 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 Chairman 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 DISTRIBUTION OF PROFITS

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 so 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 letter (c) abovementioned, 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 so 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 as ascertained in 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 as certified 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 as certified 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 Corporation 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, with the exception of 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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