



MATERIAL FACT

CANCELLATION OF SHARES HELD IN TREASURY AND A NEW SHARE BUYBACK PROGRAM

JBS S.A. ("JBS" – B3: JBSS3; OTCQX: JBSAY), informs to its shareholders and the market, in accordance with the terms of article 30, §1º, "b", of the Law nº 6.404/76, the Brazilian Securities and Exchange Commission Resolution CVM no. 44/21, Resolution CVM no. 77/22, and Resolution CVM 80/22, that its Board of Directors, in a meeting held on this date at 10a.m. approved the cancellation of all shares held in treasury on this date in the amount of 26,685,500 (twenty-six million, six hundred and eighty-five thousand, five hundred) common shares issued by JBS, without par value and not reducing JBS' capital stock.

As a result of this decision of the JBS' Board of Directors, the JBS' capital stock is now divided into 2,218,116,370 (two billion, two hundred and eighteen million, one hundred and sixteen thousand, three hundred and seventy) ordinary common shares, all nominative, book-entry and without par value. Therefore, article 5 of the JBS's bylaws regarding the capital stock of JBS will be adjusted in the next Shareholders' Meeting of JBS to be latter convened.

In addition, JBS' Board of Directors also approved in a meeting held on this date at 10a.m. a new Share Buyback Program ("Buyback Program"), in compliance with Annex G of the CVM Resolution 80, of March 29, 2022, according to the following terms and conditions:

- JBS' Buyback Program, as a continuing policy of the JBS, aims to maximize value generation to shareholders by efficiently managing its capital structure.
- Currently there are 1,134,986,473 (one billion, one hundred and thirty-four million, nine hundred and eighty-six thousand, four hundred and seventy-three) Free Float common shares, all nominative, bookentry and without par value ("Free Float").
- There is no shares held in treasury on this date.
- According to the terms of the Buyback Program approved, JBS may acquire up to 113,498,647 (one hundred and thirteen million, four hundred and ninety-eight thousand, six hundred and forty-seven) shares, subject to the limitations set forth in Resolution CVM 77. All purchase and sale transactions of shares issued by JBS will be made on the B3 – Bolsa, Brasil, Balcão, at market prices.
- Shares eventually purchased in connection with the Buyback Program will not alter JBS' controlling shareholder nor its administrative structure.
- In the context of the Buyback Program, JBS may enter into derivative agreements with JBS' shares as underlying assets.
- The expiration date for the settlement of the transactions in connection with the share buyback program is in 18 months from May 11, 2022.



- Brokers that are authorized to intermediate this buyback program are:

o **ATIVA INVESTIMENTOS S.A. CTCV**

Address: AV. DAS AMERICAS , 3500 rooms 314 A 318.

RIO DE JANEIRO / RJ - Zipcode: 22.640-102

o **BGC LIQUIDEZ DTVM**

Address: AV ALM BARROSO, 52 - 23 floor, room 2301.

RIO DE JANEIRO / RJ – Zipcode: 20.031-000

o **BRADESCO S/A CTVM**

Address: PRES JUSCELINO KUBITSCHEK, 1309 11º floor.

SÃO PAULO / SP - Zipcode: 04.543-011

o **BTG PACTUAL CTVM S.A.**

Address: AV FARIA LIMA, 3477 14º floor.

SÃO PAULO / SP - Zipcode: 04.538-133

o **CREDIT SUISSE S.A. CTVM**

Address: R LEOPOLDO COUTO DE MAGALHÃES JR, 700.

SÃO PAULO / SP – Zipcode: 04.542-000

o **C6 CTVM LTDA.**

Address: AV NOVE DE JULHO, 3186.

SÃO PAULO / SP – Zipcode: 01.406-000

o **GENIAL INSTITUCIONAL CCTVM S.A.**

Address: AV FARIA LIMA, 3400 - suit 92.

SÃO PAULO / SP – Zipcode: 04.538-132

o **H.COMMCOR DTVM LTDA.**

Address: R JOAQUIM FLORIANO, 960 – 14º floor, suit 141 E 142.

SÃO PAULO / SP – Zipcode: 04.534-004

o **J.P. MORGAN CCMV S.A.**

Address: AV BRIGADEIRO FARIA LIMA, 3729 – 13º floor.

SÃO PAULO / SP – Zipcode: 04.538-905

o **LECCA DTVM LTDA.**

Address: R SÃO JOSÉ, 20 – suit 201.

RIO DE JANEIRO / RJ – Zipcode: 20.010-020

o **MORGAN STANLEY CTVM S.A.**

Address: AV BRIGADEIRO FARIA LIMA, 3600 – 6º floor.

SÃO PAULO / SP – Zipcode: 04.538-132

o **MERRILL LYNCH S.A. CTCM**

Address: AV BRIGADEIRO FARIA LIMA, 3400 – 11º e 12º floor.

SÃO PAULO / SP – Zipcode: 04.538-132

o **SANTANDER CCVM S.A.**

Address: AV PRES JUSCELINO KUBITSCHEK, 2041, suit 241 BL A.

SÃO PAULO / SP – Zipcode: 04.543-011



o **TULLETT PREBON BRASIL CVC LTDA.**

Address: R SÃO TOME, 86 – suit 211 E 212.

SÃO PAULO / SP – Zipcode: 04.551-080

o **UBS BRASIL CCTVM S.A.**

Address: AV. FARIA LIMA, 4.440 - 7º floor.

SÃO PAULO / SP – Zipcode: 04.538-132

o **XP INVESTIMENTOS CCTVM S/A 3**

Address: AV ATAULFO DE PAIVA, 153 - suit 201.

RIO DE JANEIRO / RJ – Zipcode: 22.440-032

Shares eventually purchased in connection with the Buyback Program shall be paid with income and capital reserves, with the exception of reserves specified in article 8, paragraph 1, of Resolution CVM 77, with results from the current fiscal year with the exception of those to be allocated as future reserves according to article 8, paragraph 1, of Resolution CVM 77.

The Board of Directors understands that the eventual implementation of this Buyback Program will not affect JBS' capacity to fulfill its obligations nor the payment of mandatory minimum dividends, due to the liquidity situation and cash flow generation of JBS.

Finally, JBS reiterates its commitment to maintaining its shareholders and the market informed as to the next steps of the Buyback Program and of any other matter that may be of interest to the market.

São Paulo, May 11, 2022.

Guilherme Perboyre Cavalcanti
Investor Relations Officer