

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

EDMUND MURPHY III, individually and on behalf
of all others similarly situated,

Plaintiff,

v.

JBS S.A.,

Defendant.

Case No.: 1:17-cv-03084-ILG-RER

Hon. Judge I. Leo Glasser

Hon. Magistrate Judge Ramon E. Reyes, Jr.

PROOF OF CLAIM AND RELEASE FORM

THIS FORM MUST BE RECEIVED OR POSTMARKED BY JULY 8, 2019

IF YOU PURCHASED OR OTHERWISE ACQUIRED AMERICAN DEPOSITARY RECEIPTS ISSUED FOR JBS S.A. SHARES DURING THE PERIOD FROM JUNE 1, 2013 THROUGH JULY 5, 2017, INCLUSIVE (THE “CLASS PERIOD”) YOU MAY BE A MEMBER OF THE CLASS ENTITLED TO RECOVERY. YOU MUST COMPLETE THIS FORM TO RECEIVE PAYMENT AS PART OF THE CLASS ACTION SETTLEMENT.

I. GENERAL INSTRUCTIONS

A. To recover as a member of the Class based on your claims in the action entitled *Murphy III v. JBS S.A. et al*, 1:17-cv-03084-ILG-RER (E.D.N.Y.) (the “Litigation”), you must complete and, on page 6, sign this Proof of Claim and Release. If you fail to file a properly addressed Proof of Claim and Release (as set forth in paragraph C below), your claim may be rejected, and you may be precluded from any recovery from the Settlement Fund created in connection with the proposed Settlement of the Litigation.

B. Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of Settlement in the Litigation.

C. YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE **POSTMARKED ON OR BEFORE, OR RECEIVED BY, JULY 8, 2019**, ADDRESSED TO THE CLAIMS ADMINISTRATOR AS FOLLOWS:

JBS SA Settlement

Claims Administrator

c/o A.B. Data, Ltd.

P.O. Box 173067

Milwaukee, WI 53217

Tel.: 1-800-949-1484

www.JBSADRSettlement.com

info@JBSADRSettlement.com

You will bear all risks of delay or non-delivery of your claim. If you are NOT a member of the Class (as defined in the “Notice of Pendency and Proposed Settlement of Class Action”), DO NOT submit a Proof of Claim and Release form.

D. If you are a member of the Class, you will be bound by the terms of any decisions or judgment entered in the litigation, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE.

II. CLAIMANT IDENTIFICATION INSTRUCTIONS

A. The “Class” is defined as all persons and entities (including legal beneficiaries or participants in such entities) who, during the Class Period, purchased or otherwise acquired American Depositary Receipts issue for JBS shares (the “Relevant Securities”). Excluded from the Class are: (a) such persons or entities who submit valid and timely requests for exclusion from the Class; (b) such persons or entities who, while represented by counsel, settled an actual or threatened lawsuit or other proceeding against one or more of the Releasees and released all of the Releasees Released Class Claims; and (c) JBS and all of its (i) current and former officers, directors and employees, (ii) parents (including J&F Investimentos S.A.), Affiliates, subsidiaries, successors and predecessors, (iii) any entity in which JBS or any of its current and former officers, directors or employees has, or had during the Class Period, a Controlling Interest and (iv) for the individuals identified in (i), (ii) and/or (iii), their Family Members, legal representatives, heirs, successors or assigns. Also excluded from the Class are those Persons who timely and validly request exclusion from the Class pursuant to the Notice of Proposed Class Action Settlement. If you fall within the definition of the Class and are not otherwise excluded, follow the instructions below.

B. If you purchased Relevant Securities and held the certificate(s) in your name, you are the beneficial owner as well as the record owner. If, however, the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial owner and the third party is the record owner.

C. Use Section IV of this form, titled “Claimant Identification,” to identify each owner of record (“nominee”), if different from the beneficial owner of the Relevant Securities that form the basis of this claim.

D. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL OWNERS, OR THE LEGAL REPRESENTATIVE OF SUCH OWNERS, OF THE RELEVANT SECURITIES UPON WHICH THIS CLAIM IS BASED.

E. A separate claim must be filed for each type of account or ownership (for example, each individual account, IRA account, joint account, custodial account, etc.). Joint tenants or Uniform Gift to Minors Act custodians should file a single claim.

F. All joint owners must sign this claim. Executors, administrators, guardians, conservators and trustees must complete and sign this claim on behalf of persons represented by them. Documentation establishing any such representative’s authority must accompany this claim and the representative’s titles or capacities must be stated.

G. The Social Security or Taxpayer Identification Number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

III. TRANSACTION SCHEDULE INSTRUCTIONS

A. Use Section V of this form, titled “Schedule of Transactions in JBS ADRs,” to supply all required details of your transaction(s) in Relevant Securities. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name and Social Security or Taxpayer Identification Number on each additional sheet.

B. List each transaction in the Class Period separately and in chronological order, by trade date (not the “settlement” date), beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list.

C. The price per Relevant Security, paid or received, should be exclusive of all commissions, taxes, fees, and other charges.

D. **Copies of broker confirmation slips or monthly statements of your transactions in JBS ADRs must be attached to your claim.** If you do not have such documents, please obtain equivalent contemporaneous documents from your broker or financial advisor. A complete list of acceptable supporting documentation can be found at the Claims Administrator’s website: www.JBSADRSettlement.com. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

E. If your trading activity during the Class Period exceeds 50 transactions, you must provide, *in electronic file*, all purchase and sale information required in the Schedule of Transactions. For a copy of instructions and parameters concerning such a submission, contact the Claims Administrator by toll-free phone at 1-800-949-1484, or via the website at www.JBSADRSettlement.com.

IV. CLAIMANT IDENTIFICATION

Please Type or Print

Beneficial Owner's Name *(as it appears on your brokerage statement)*

Joint Beneficial Owner's name *(as it appears on your brokerage statement)*

Street Address

City

State

Zip Code

Foreign Province

Foreign Country

Social Security Number

OR

Tax Payer Identification Number

Specify one of the following:

- Individual/Sole Proprietor Joint Ownership Corporation UGMA Custodian IRA Partnership Pension Plan
 Estate Trust IRA Other: _____

Area Code & Telephone Number (day)

Area Code & Telephone Number (evening)

Email Address

Record Owner's Name and Address (if different from beneficial owner listed above)

V. SCHEDULE OF TRANSACTIONS IN JBS ADRs

A. State the total number of Relevant Securities owned at the opening of trading on June 1, 2013 (*if none, enter "0"; if other than zero, must be documented*); _____

B. Separately list each and **every purchase** of JBS ADRs during the period June 1, 2013 **through** July 5, 2017, and provide the following information (*must be documented*):

Trade Date (list chronologically) Month/Day/Year	Number of ADRs Purchased	Price per ADR (excluding commissions, taxes and fees)

C. Separately list each and **every sale** of JBS ADRs during the period June 1, 2013 **through** July 5, 2017, and provide the following information (*must be documented*):

Trade Date (list chronologically) Month/Day/Year	Number of ADRs Sold	Price per ADR (excluding commissions, taxes, and fees)

D. State the total number of Relevant Securities owned at the close of trading on July 5, 2017 (*if none, enter "0"; if other than zero, must be documented*): _____

E. Please check applicable box:

I/We certify that the submitting party is **not** an ERISA plan.

I/We certify that the submitting party is an ERISA plan and has complied with the applicable ERISA exemption.

If you need additional space, attach the required information on separate, numbered sheets in the same format as above and print your name and Social Security or Taxpayer Identification Number at the top of each additional sheet.

YOU MUST READ THE RELEASE AND SIGN ON PAGE 6

VI. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I/We submit this Proof of Claim and Release under the terms of the Stipulation of Settlement described in the Notice. I/We hereby acknowledge that I/we submit to the jurisdiction of the United States District Court for the Eastern District of New York with respect to my/our claim as a Class Member(s) (as defined in the Notice) and for purposes of enforcing the release set forth in any judgments or orders which may be entered in the Litigation. I/We agree to furnish additional information to Class Counsel to support this claim if required to do so. I/We have not submitted any other claim covering the same purchases or sales of Relevant Securities during the Class Period and know of no other persons having done so on my/our behalf.

VII. RELEASE

A. I/We hereby warrant and represent that I/we have read the Notice, Proof of Claim, and the Stipulation of Settlement (the “Stipulation”) and understand that, pursuant to Section IX of the Stipulation and through operation of the final judgment to be entered by the Court, I/we shall have fully and finally relinquished all Released Class Claims against the Released Parties as set forth in Section IX of the Stipulation and the defined terms set forth therein. I/We further acknowledge and agree that I am/we are bound by and subject to the terms of any judgment that may be entered in the Action, including without limitation, the release of claims against the Released Parties as set forth in Section IX of the Stipulation and the defined terms set forth therein.

B. “Released Class Claims” means each and every Claim that Lead Plaintiff or any other Class Member (*i*) asserted against any of the Releasees in the Action (including all Claims alleged in the Original Complaints and in the Complaint) or (*ii*) could have asserted or could assert against any of the Releasees in connection with any of the Operative Facts, whether arising under any federal, state, or other statutory or common law rule or under any foreign law (including Brazilian law), in any court, tribunal, agency or other forum, that both (A) arises out of or relates to the purchase or other acquisition of Relevant Securities, or to any other Investment Decision during the Class Period, and (B) relates directly or indirectly to any of the Operative Facts and/or any alleged statements about or characterizations of – or alleged failures to disclose information about – any of the Operative Facts, including with respect to both subsections (*i*) and (*ii*) above of this paragraph; *provided however*, that the term “Released Class Claims” does not include any claims to enforce this Settlement Agreement.

C. “Unknown Claims” means any and all Released Class Claims that Lead Plaintiff or any other Class Member does not know or suspect to exist in his, her or its favor at the time of the release of the Releasees, and any Released Releasees’ Claims that any Releasee does not know or suspect to exist in his, her or its favor at the time of the release of the Releasers, which, if known by Lead Plaintiff, a Class Member or a Releasee, might have affected his, her or its decision concerning the Settlement. As to any and all Released Class Claims and Released Releasees’ Claims, the Settling Parties stipulate and agree that, upon the Final Settlement Date, Lead Plaintiff and Defendant shall expressly waive, and each other Class Member, Releaser and Releasee shall be deemed to have waived, and by operation of the Approval Order and the Judgment shall have expressly waived, any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States or of any other country (including Brazil), or any principle of common law, that is similar, comparable, or equivalent to Cal. Civ. Code § 1542, which provides:

A general release does not extend to claims which the creditor does not know or suspect to exist in his or her favor at the time of executing the release, which if known by him or her must have materially affected his or her settlement with the debtor.

Lead Plaintiff and Defendant acknowledge, and the other Class Members and Releasees by operation of law shall be deemed to have acknowledged, that the inclusion of “Unknown Claims” in the definition of Released Class Claims and Released Releasees’ Claims was separately bargained for and was a key element of the Settlement.

D. This release shall be of no force or effect unless and until the Court approves the Stipulation of Settlement and the Stipulation becomes effective on the Effective Date (as defined in the Stipulation).

E. I/We hereby warrant and represent that I/we have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.

F. I/We hereby warrant and represent that I/we have included information about all of my/our transactions in Relevant Securities that occurred during the Class Period.

VIII. CERTIFICATION

UNDER THE PENALTY OF PERJURY, I/WE CERTIFY THAT:

- A. The number shown on this form is my correct Social Security or Taxpayer Identification Number.
- B. I/We certify that I am/we are NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(C) of the Internal Revenue Code.

NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, you must cross out the word "NOT" in the sentence above.

- C. I/We declare under penalty of perjury under the laws of the United States of America that the foregoing information supplied by the undersigned and any supporting documents attached hereto are true, correct and complete to the best of my/our knowledge, information and belief, and that this Proof of Claim and Release was executed this _____ day of

_____, in _____, _____
(Month/Year) (City) (State/Country)

Signature of Claimant

Signature of Joint Claimant, if any

(Print your name here)

(Print your name here)

Signature of person signing on behalf of Claimant, if any

(Print your name here)

Capacity of person signing on behalf of Claimant,
if other than an individual, (e.g., Executor, President,
Custodian, etc.)

Reminder Checklist:

1. Remember to sign the above release and declaration.
2. Remember to attach only **copies** of acceptable supporting documentation, a complete list of which can be found on the Claims Administrator's website. Keep the original documentation in your files.
3. Do not send originals of securities certificates.
4. Keep copies of the completed Claim Form and documentation for your own records.
5. If you desire an acknowledgment of receipt of your Claim Form, please send Claim Form by Certified Mail, Return Receipt Requested, or its equivalent. **You will bear all risks of delay or non-delivery of your claim.**
6. If your address changes in the future, or if these documents were sent to an old or incorrect address, please send us **written** notification of your new address.
7. If you have any questions or concerns regarding your claim, please contact the Claims Administrator at: www.JBSADRSettlement.com.

**JBS SA SECURITIES LITIGATION
CLAIMS ADMINISTRATOR
P.O. BOX 173067
MILWAUKEE, WI 53217**

PRESORTED
FIRST-CLASS
MAIL
U.S. POSTAGE
PAID
MILWAUKEE, WI
PERMIT NO. 3780

**COURT-APPROVED NOTICE REGARDING
IN RE JBS SA SECURITIES LITIGATION**

DATED MATERIAL – OPEN IMMEDIATELY

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**