



FATO RELEVANTE CONJUNTO

ATUALIZAÇÃO SOBRE A DUPLA LISTAGEM

NOVA DATA PREVISTA PARA INÍCIO DE NEGOCIAÇÃO NA NYSE E PARA O PAGAMENTO DE DIVIDENDOS

JBS S.A. (“**JBS S.A.**” ou “**Companhia**”) e **JBS N.V.** (“**JBS N.V.**”) – B3: JBSS32, nos termos do artigo 157, parágrafo 4º da Lei nº 6.404/76, conforme alterada (“**Lei das Sociedades por Ações**”), e nos termos da regulamentação da Comissão de Valores Mobiliários (“**CVM**”), especialmente a Resolução nº 44/2021 (“**Resolução CVM 44**”) e a Resolução CVM n.º 78/2022 (“**Resolução CVM 78**”), em complementação aos fatos relevantes divulgados pela JBS S.A. em 12 de julho de 2023, 04 de setembro de 2023, em 17 de março de 2025, em 22 de abril de 2025, em 23 de maio de 2025, em 30 de maio de 2025 e 6 de junho de 2025, segundo os quais foram divulgadas informações sobre a Dupla Listagem, comunica aos seus acionistas e ao mercado que, em razão da impossibilidade de conclusão de determinados procedimentos operacionais necessários que estavam previstos para ocorrer na presente data, que envolvem uma série de diferentes prestadores de serviços, no Brasil e no exterior, o início de negociação das Class A Shares da JBS N.V. na New York Stock Exchange (“**NYSE**”), que estava previsto para ocorrer amanhã, 12 de junho de 2025, agora está previsto para ocorrer na 6ª feira, 13 de junho de 2025. Adicionalmente, a data prevista para o pagamento dos Dividendos, que era 16 de junho de 2025, será postergada para 17 de junho de 2025 (e será confirmada mediante a divulgação de aviso aos acionistas da JBS S.A. 2 (dois) dias úteis antes da data do pagamento).

Os termos utilizados em maiúsculas neste Fato Relevante e não aqui definidos terão o significado a eles atribuídos no fato relevante divulgado pela Companhia em 23 de maio de 2025.

Segue abaixo o cronograma tentativo e estimativo atualizado da Dupla Listagem, a partir da presente data:

Etapas	Data	Ato
1	13/06/2025	Data estimada do início das negociações das Class A Shares na NYSE
2	17/06/2025	Data estimada do pagamento dos Dividendos
3	A partir de 17/06/2025	Leilão das frações de Ações

A JBS S.A. e a JBS N.V. manterão os acionistas e o mercado informados sobre a Dupla Listagem, nos termos da regulamentação aplicável.

Informações adicionais poderão ser obtidas no Departamento de Relações com Investidores da JBS S.A., pelo e-mail ri@jbs.com.br, telefone +55 (11) 3144-4146, na Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, CEP 05118-100, São Paulo - SP ou no site da JBS S.A. (<https://ri.jbs.com.br/>).

Sem Oferta ou Solicitação

Este Fato Relevante é para fins informativos e não constitui uma oferta de venda ou a solicitação de uma oferta de compra ou venda de quaisquer valores mobiliários ou uma solicitação de qualquer voto ou aprovação, nem deverá haver qualquer venda de valores mobiliários em qualquer jurisdição na qual tal oferta, solicitação ou venda seria ilegal na ausência de registro ou qualificação de acordo com as leis de valores mobiliários de tal jurisdição.

São Paulo, 11 de junho de 2025.

Guilherme Perboyre Cavalcanti

CFO Global e Diretor de Relações com Investidores

As declarações contidas neste Fato Relevante (ou nos documentos que ele incorpora por referência) que não são fatos ou informações históricas podem ser declarações prospectivas. Estas declarações prospectivas podem, dentre outras coisas, incluir declarações sobre a operação proposta envolvendo a JBS N.V. e a JBS S.A.; convicções relacionadas à criação de valor como resultado da operação proposta envolvendo a JBS N.V. e a JBS S.A.; o cronograma pretendido para a conclusão da operação; benefícios e sinergias da operação; e quaisquer outras declarações relativas às futuras convicções, expectativas, planos, intenções, condição financeira ou de desempenho da JBS N.V. e da JBS S.A. Em alguns casos, termos como “estimam”, “projetam”, “preveem”, “planejam”, “acreditam”, “pode”, “expectativa”, “antecipam”, “pretende”, “planejado”, “potencial”, “poderiam”, “irão” e termos semelhantes, ou o negativo dessas expressões, podem identificar declarações prospectivas. Estas declarações prospectivas são baseadas nas expectativas e convicções da JBS N.V. e da JBS S.A. sobre eventos futuros e envolvem riscos e incertezas que podem fazer com que os resultados reais sejam materialmente diferentes das atuais.

ADDITIONAL INFORMATION FOR US INVESTORS: This document is being released in connection with the proposed corporate restructuring and dual listing pursuant to which JBS N.V. will be the ultimate holding company of JBS S.A. and its subsidiaries (collectively, the “JBS Group”), JBS N.V.’s Class A common shares will be listed and trade on the New York Stock Exchange and Brazilian Depositary Receipts representing JBS N.V.’s Class A common shares will be listed and trade on the São Paulo Stock Exchange (B3 S.A. – Brasil, Bolsa, Balcão) (collectively, the “Proposed Transaction”). In connection with the Proposed Transaction, JBS B.V. (to be renamed “JBS N.V.” upon its conversion into a public limited liability company (*naamloze vennootschap*) under Dutch law, at a future date) has filed a registration statement on Form F-4 (“Form F-4”) containing a prospectus with the Securities and Exchange Commission (the “SEC”). The Form F-4 has been declared effective by the SEC. Additionally, JBS B.V. (or JBS N.V., as the case may be) may file other relevant materials in connection with the Proposed Transaction with the SEC. **Security holders of JBS S.A. are urged to read the Form F-4 and the prospectus regarding the Proposed Transaction and any other relevant materials carefully and in their entirety as they become available because they contain important information about the Proposed Transaction and related matters.** Security holders of JBS S.A. and investors may obtain a copy of the prospectus, the filings with the SEC that are incorporated by reference into the prospectus as well as other filings containing information about the Proposed Transaction free of charge at the SEC’s website (www.sec.gov) or JBS S.A.’s website (<https://ri.jbs.com.br/en/>) or by contacting JBS S.A.’s Investor Relations department.



JOINT MATERIAL FACT

UPDATE ON THE DUAL LISTING

**UPDATED DATE OF THE START OF TRADING OF CLASS A SHARES ON THE NYSE AND OF DIVIDENDS
PAYMENT**

JBS S.A. ("**JBS S.A.**" or "**Company**") and **JBS N.V.** ("**JBS N.V.**") – B3: JBSS32, pursuant to the provisions of article 157, paragraph 4 of Law No. 6,404/76, as amended ("**Corporation Law**"), and pursuant to the provisions of the regulations of the Brazilian Securities Commission (*Comissão de Valores Mobiliários – CVM*) ("**CVM**"), especially CVM Resolution No. 44/2001 ("**CVM Resolution 44**") and CVM Resolution No. 78/2002 ("**CVM Resolution 78**"), in addition to the material facts disclosed by JBS S.A. on July 12, 2023, September 4, 2023, on March 17, 2025, on April 22, 2025, on May 23, 2025, on May 30, 2025 and on June 6, 2025, which disclosed information regarding the Dual Listing, communicates to its shareholders and the market that, due to the non-conclusion of certain required operational procedures which were estimated to be concluded as of the date hereof, which involve several different service providers in Brazil and abroad, the trading of JBS N.V.'s Class A on the NYSE, which was estimated to take place tomorrow, June 12, 2025, is now estimated to take place on Friday, June 13, 2025. In addition, the estimated date for the Dividends payment, which was set at June 16, 2025, will be postponed to June 17, 2025 (and will be confirmed by JBS S.A. through the issuance of a notice to the shareholders disclosed two (2) business days before the payment date).

The terms used in capital letters in this Material Fact and not defined herein shall have the meaning attributed to them in the material fact disclosed by the Company on May 23, 2025.

Below is an updated tentative and estimate schedule of the Dual Listing, as of the present date:

Stage	Date	Act
1	06/13/2025	Estimated date of the start of trading of Class A Shares on the NYSE
2	06/17/2025	Estimated date of payment of the Cash Dividend
3	On or after 06/17/2025	Fractions of Shares Auction

JBS S.A. and JBS N.V. will keep its shareholders and the market informed about the Dual Listing, in accordance with the applicable regulations.

Additional information may be obtained from the Investor Relations Department of JBS S.A., by the e-mail ri@jbs.com.br, telephone +55 (11) 3144-4146, at Avenida Marginal Direita do Tietê, 500, Bloco I, 3º Andar, CEP 05118-100, São Paulo - SP or on the website of JBS S.A. (<https://ri.jbs.com.br/>).

No Offer or Solicitation

This Material Fact is for informational purposes and does not constitute an offer to sell or the solicitation of an offer to purchase or sell any securities or a solicitation of any vote or approval, nor will there be any sale of securities in any jurisdiction in which such an offer, solicitation or sale would be illegal in the absence of registration or qualification under the securities laws of such jurisdiction.

São Paulo, June 11, 2025.

Guilherme Perboyre Cavalcanti
Global CFO and Investor Relations Officer

Statements contained in this Material Fact (or in the documents it incorporates by reference) that are not historical facts or information may be forward-looking statements. These forward-looking statements may, among other things, include statements about the proposed transactions involving JBS N.V. and JBS S.A.; beliefs related to the creation of value as a result of the proposed transaction involving JBS N.V. and JBS S.A.; the intended schedule for completion of the operation; benefits and synergies of the operation; and any other statements relating to future convictions, expectations, plans, intentions, financial or performance condition of JBS N.V. and JBS S.A. In some cases, terms such as “estimate”, “project”, “forecast”, “plan”, “believe”, “may”, “expect”, “anticipate”, “intend”, “planned”, “potential”, “could”, “will” and similar terms, or the negative of these expressions, may identify forward-looking statements. These forward-looking statements are based on the expectations and convictions of JBS N.V. and of JBS S.A. on future events and involve risks and uncertainties that may cause the actual results to materially differ from the present ones.

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