## UNITED STATES

## SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

| FORM 8-K |
| :--- | :--- |

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
Date of report (Date of earliest event reported): April 27, 2022

## PILGRIM'S PRIDE CORPORATION

(Exact Name of registrant as specified in its charter) 1-9273

Commission File Number)
1770 Promontory Circle
Greeley CO
Address of principal executive offices)

| $1-9273$ | $\mathbf{7 5 - 1 2 8 5 0 7 1}$ |
| :---: | :---: |
| (Commission File Number) | (IRS Employer Identification No.) |
|  | $\mathbf{8 0 6 3 4 - 9 0 3 8}$ |
| (Zip Code) |  |

(970) 506-8000

Securities registered pursuant to Section 12(b) of the Act:
Title of each class
Common Stock, Par Value \$0.01

Name of Exchange on Which Registered
The Nasdaq Stock Market LLC

Not Applicable
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:
$\square$ Written communications pursuant to Rule 425 under the Securities Act ( 17 CFR 230.425)
$\square$ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
$\square$ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
$\square$ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
 1934 (§240.12b-2 of this chapter).
 of the Exchange Act.

## Item 7.01. Regulation FD Disclosure.

Attached hereto as Exhibit 99.1 is an overview of Pilgrim's Pride Corporation to be referenced during the Company's earnings conference call of April $28,2022$.
 Pilgrim's Pride Corporation's filings under the Securities Act of 1933, as amended, or the Exchange Act.

Item 9.01 Financial Statements and Exhibits.
Exhibit 99.1 Supplemental Historical Financial Information
Exhibit 104 Cover Page Interactive Data File formatted in iXBRL
/s/ Matthew Galvanoni


Pilgrim's Pride Corporation (NASDAQ: PPC)

## Cautionary Notes and Forward-Looking Statements

- Statements contained in this press release that state the intentions, plans, hopes, beliefs, anticipations, expectations or predictions of the future of Pilgrim's Pride Corporation and its management are considered forward-looking statements. Without limiting the foregoing, words such as "anticipates," "believes," "estimates," "expects," "intends," "may," "plans," "projects," "should," "targets," "will" and the negative thereof and similar words and expressions are intended to identify "expects," "intends," "may," "plans," "projects," "should," "targets," "will" and the negative thereof and similar words and expressions are intended to identify
forward-looking statements. It is important to note that actual results could differ materially from those projected in such forward-looking statements. Factors that could cause actual results to differ materially from those projected in such forward-looking statements include: the impact of the COVID-19 pandemic, efforts to contain the pandemic and resulting economic downturn on our operations and financial condition, including the risk that our health and safety measures at Pilgrim's Pride production facilities will not be effective, the risk that we may be unable to prevent the infection of our employees at these facilities, and the risk that we may need to temporarily close one or more of our production facilities; the risk that we may experience decreased production and sales due to the changing demand for food products; the risk that we may face a significant increase in delayed payments from our customers; and additional risks related to COVID-19 set forth in our most recent Form 10-K and Form 10-Q iled with the SEC, matters affecting the poutry industry generaly, the ability to execute the Company's business plan to achieve desired cost savings and profitability; future pricing for feed ingredients and the Company's products; outbreaks of avian influenza or other diseases, either in Pilgrim's Pride's flocks or elsewhere, affecting its ability to conduct its operations and/or demand for its poultry products contamination of Pilgrim's Pride's products, which has previously and can in the future lead to product liability claims and product recalls; exposure to risks related to product liability, product recalls, property damage and injuries to persons, for which insurance coverage is expensive, limited and potentially inadequate; management of cash resources; restrictions imposed by, and as a result of, Pilgrim's Pride's leverage; changes in laws or regulations affecting Pilgrim's Pride's operations or the application thereof, new immigration legislation or increased enforcement efforts in connection with existing immigration gisations; operaits, echange cols ncluding, but not limited to the impacts of the Russia-Ukraine conflict the risk of cyber-attacks, natural disasters, power losses, unauthorized access, elecommunication failures, and other problems on our information systems; and the impact of uncertainties of litigation and other legal matters described elecommunication failures, and other problems on our information systems; and the impact of uncertainties of litigation and other legal matters described in our Company's Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and subsequent filings with the Securities and Exchange Commission. The formar looking statements in this release speak, only as of the date hereof, and the Company undertakes no obligation to update any such statement after the date of this release, whether as a result of new information, future developments or otherwise, except as may be required by applicable law.
- Actual results could differ materially from those projected in these forward-looking statements as a result of these factors, among others, many of which are beyond our control. In making these statements, we are not undertaking, and specifically decline to undertake, any obligation to address or update each or any changes to information contained in previous filings or communications. Although we have attempted to list comprehensively these important cautionary risk factors, we must caution investors and others that other factors may in the future prove to be important and affecting our business or results of operations.
- This presentation may include information that may be considered non-GAAP financial information as contemplated by SEC Regulation G, Rule 100 , including EBITDA, Adjusted EBITDA, LTM EBITDA, Net Debt, Free Cash Flow, Adjusted EBITDA Margin and others. Accordingly, we have provided tables in the accompanying appendix and in our previous filings with the SEC hat reconcile tide measures to heir corresponding GAAP-based measures and explain why method of computation may or may not be comparable to other similarly titled measures used in filings with the SEC by other companies. See the consolidated statements of income and consolidated statements of cash flows included in our financial statements..


## Intended Pullet Placements



- Trailing 8-Month placements up $5.2 \%$ vs. year ago.
- No major capacity changes expected in 2022.

Steady Broiler Flock Growth in Q1;


Broiler Type Hatching Layers

Eggs/100

- Broiler layer flock up 0.6\% YoY in Q1-22.
- Eggs/100 up 4.0\% YoY in Q1-22.
- Egg production available to set in Q1-22 increased relative to Q1-21.

Hatchery Utilization
$100.0 \%$



Chicken Hatchability by Week - USDA



Head Processed by Size


Industry Cold Storage Supplies Remain Low Relative to Historical Norms


- Inventories ended March 6.6\% below the 5-year March average.
- Breast meat inventories almost 18\% below March 2021.
- Wings inventories have returned to historical norms.
- Drums, Legs, and Thigh Meat inventory all down YoY, while LQ inventories climbed in Q1.
- LQ inventories impacted by logistical challenges that have inhibited industry inventory flow.




## EMI WOG 2.5-4.0 LBS



Corn Stocks Set to Increase



- US corn stocks are set to increase from 1.2B bushels last year to 1.44B bushels this year on higher production. Conflict in Ukraine raises risks for higher US corn exports in second half of crop year, potentially lower stocks
- High fertilizer prices lower expected corn plantings for 2022/23 crop year

Soybean Stocks Remain Steady


- US soybean stocks expected to be flat YoY with smaller South American crops bringing export demand to US in last half of crop year
- 2022/23 soybean stocks should build in US and globally with big US soybean acres and rebound in South American soybean yields


## First Quarter 2022 Financial Review

| Main Indicators (\$M) | Q1 2022 | Q1 2021 |
| :--- | :---: | :---: |
| Net Revenue | $4,240.4$ | $3,273.4$ |
| Gross Profit | 542.0 | 261.2 |
| SG\&A | 140.0 | 102.8 |
| Operating Income | 402.0 | 158.5 |
| Net Interest | 35.0 | 28.0 |
| Net Income | 280.4 | 100.2 |
| Earnings Per Share <br> (EPS) | 1.15 | 0.41 |
| Adjusted EBITDA* | 501.8 | 253.8 |
| Adjusted EBITDA <br> Margin* | $11.8 \%$ | $7.8 \%$ |
| This is a non-GAAP measurement considered by management to be <br> useful in understanding our results. Please see the appendix and most <br> recent SEC financial filings for definition of this measurement and <br> reconciliation to GAAP. |  |  |

Fiscal Year 2022 Capital Spending


- Strong Free Cash Flow generation has enabled us to direct more capital spending towards identified projects with rapid payback and structural improvements.
- New strategic and automation projects will support Key Customers' growth and emphasize our focus on achieving a balanced portfolio.


## APPENDIX

## Appendix: Reconciliation of Adjusted EBITDA

EBITDA" is defined as the sum of net income plus interest, taxes, depreciation and amortization. "Adjusted EBITDA" is calculated by adding to EBITDA certain items of expense and deducting from EBITDA certain items of income that we believe are not indicative of our ongoing operating performance consisting of: (1) foreign currency transaction losses, (2) transaction costs related to busines acquisitions, (3) costs related to the DOJ agreement and litigation settlements, (4) initial insurance recoveries for Mayfield, Kentucky tornado property damage losses, (5) deconsolidation of subsidiary and (6) net income attributable to noncontrolling interests. EBITDA is presented because it is used by management and we believe it is frequently used by securities analysts, investors and other interested parties, in addition to and not in lieu of results prepared in conformity with accounting principles generally accepted in the U.S. (U.S. GAAP", to compare the performance of companies. We believe ant and facilitates a more direct comparison of its performance with its competitors. EBITDA and Adjusted EBITDA are not measurements of financial performance under U.S. GAAP. EBITDA and Adjusted EBITDA have limitations as analytical tools and should not be considered in isolation or as substitutes for an analysis of our results as reported under U.S. GAAP. In addition, other companies in our industry may calculate these measures differently limiting their usefulness as a comparative measure. Because of these limitations, EBITDA and Adjusted EBITDA should not be considered as an alternative to net income as indicators of our operating performance or any other measures of performance derived in accordance with U.S. GAAP. These limitations should be compensated for by relying primarily on our U.S. GAAP results and using EBITDA and Adjusted EBITDA only on a supplemental basis.

## Appendix: Reconciliation of Adjusted EBITDA

|  | PILGRIM'S PRIDE CORPORATION <br> Reconciliation of Adjusted EBITDA <br> (Unaudited) |  |
| :--- | :--- | ---: | :--- |
|  |  |  |

(a) Interest expense, net, consists of interest expense less interest income
(b) The Company measures the financial statements of its Mexico reportable segment as if the U.S. dollar were the functional currency. Accordingly, we remeasure assets and liabilities, other than nonmonetary assets, of the Mexico reportable segment at currentexchange rates. We remeasure nonmonetary assets using the historical exchange rate in effect on the date of each asset's acquisition. Currency exchange gains or losses resulting from these remeasurements, as well as, from our U.K. and Europe reportable segment are included in the line item Foreign currency transaction losses in the Condensed Consolidated Statements of Income.
(c) Transaction costs related to acquisitions includes those charges that are incurred in conjunction with business acquisitions.
(d) On October 13, 2020, Pilgrims announced that we entered into a plea agreement (the "Plea Agreement") with the DOJ. As a result of the Plea Agreement, w recognized a fine of $\$ 110.5$ million. On February 23,2021 , the Colorado Court approved the Plea Agreement and assessed a fine of $\$ 107.9$ million. The difference between the original accrual and the payment is recorded in DOJ agreement and litigation settlements in the three months ended March 28, 2021.
(e) This represents initial insurance recoveres for the property damage losses incurred as a result of the tornado in Mayfield, KY in December 2021
(f) This represents a gain recognized as a result of deconsolidation of a subsidiary.

## Appendix: Reconciliation of LTM Adjusted EBITDA

The summary unaudited consolidated income statement data for the twelve months ended March 27, 2022 (the LTM Period) have been calculated by subtracting the applicable unaudited consolidated income statement data for the three months ended March 28, 2021 from the sum of (1) the applicable audited consolidated income statement data for the year ended December 26, 2021 and (2) the applicable unaudited consolidated income statement data for the three months ended March 27, 2022.

PILGRIM'S PRIDE CORPORATION
Reconciliation of LTM Adjusted EBITDA
(Unaudited)

|  | Three Months Ended |  |  |  |  |  |  |  | $\begin{gathered} \text { LTM Ended } \\ \hline \text { March } 27, \\ 2022 \\ \hline \end{gathered}$ |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | June 27, 2021 |  | $\begin{gathered} \hline \text { September 26, } \\ 2021 \\ \hline \end{gathered}$ |  | $\begin{gathered} \hline \text { December 26, } \\ 2021 \\ \hline \end{gathered}$ |  | $\begin{gathered} \hline \text { March 27, } \\ 2022 \\ \hline \end{gathered}$ |  |  |  |
|  |  |  |  |  | (In thousands) |  |  |  |  |  |
| Net income (loss) | \$ | $(166,503)$ | \$ | 60,835 | \$ | 36,468 | \$ | 280,560 | \$ | 211,360 |
| Add: |  |  |  |  |  |  |  |  |  |  |
| Interest expense, net |  | 49,809 |  | 28,589 |  | 33,370 |  | 35,022 |  | 146,790 |
| Income tax expense (benefit) |  | $(9,812)$ |  | 30,385 |  | 5,191 |  | 75,219 |  | 100,983 |
| Depreciation and amortization |  | 95,728 |  | 92,076 |  | 106,488 |  | 102,142 |  | 396,434 |
| EBITDA |  | $(30,778)$ |  | 211,885 |  | 181,517 |  | 492,943 |  | 855,567 |
| Add: |  |  |  |  |  |  |  |  |  |  |
| Foreign currency transaction losses (gains) |  | 4,145 |  | 2,359 |  | $(18,400)$ |  | 11,536 |  | (360) |
| Transaction costs related to acquisitions |  | 2,545 |  | 6,773 |  | 9,540 |  | 717 |  | 19,575 |
| DOJ agreement and litigation settlements |  | 395,886 |  | 126,000 |  | 131,940 |  | 500 |  | 654,326 |
| Restructuring activities |  | - |  | - |  | 5,802 |  | - |  | 5,802 |
| Hometown Strong commitment |  | - |  | - |  | 1,000 |  | - |  | 1,000 |
| Charge for fair value markup of acquired inventory |  | - |  | - |  | 4,974 |  | - |  | 4,974 |
| Minus: |  |  |  |  |  |  |  |  |  |  |
| Insurance recoveries for Mayfield tornado losses |  | - |  | - |  | - |  | 3,815 |  | 3,815 |
| Net income (loss) attributable to noncontrolling interest |  | 184 |  | 110 |  | (286) |  | 122 |  | 130 |
| Adjusted EBITDA | \$ | 371,614 | \$ | 346,907 | \$ | 316,659 | \$ | 501,759 | \$ | 1,536,939 |

## Appendix: Reconciliation of EBITDA Margin

EBITDA margins have been calculated by taking the relevant unaudited EBITDA figures, then dividing by net sales for the applicable period. EBITDA margins are presented because they are used by management and we believe it is frequently used by securities analysts, investors and other interested parties, as a supplement to our results prepared in accordance with U.S. GAAP, to compare the performance of companies.

|  | Three Months Ended |  | Three Months Ended |  |
| :---: | :---: | :---: | :---: | :---: |
|  | (In thousands) |  |  |  |
| Net income | \$ 280,560 | \$ 100,468 | 6.62 \% | 3.07 \% |
| Add: |  |  |  |  |
| Interest expense, net | 35,022 | 27,968 | 0.83 \% | 0.85 \% |
| Income tax expense | 75,219 | 35,358 | 1.77 \% | 1.08 \% |
| Depreciation and amortization | 102,142 | 86,532 | 2.40 \% | 2.64 \% |
| EBITDA | 492,943 | 250,326 | 11.62 \% | 7.64 \% |
| Add: |  |  |  |  |
| Foreign currency transaction losses | 11,536 | 2,514 | 0.27 \% | 0.07 \% |
| Transaction costs related to business acquisitions | 717 | - | 0.02 \% | - \% |
| DOJ agreement and litigation settlements | 500 | 2,399 | 0.01 \% | 0.07 \% |
| Minus: |  |  |  |  |
| Insurance recoveries for Mayfield tornado losses | 3,815 | - | 0.09 \% | - \% |
| Deconsolidation of subsidiary | - | 1,131 | - \% | 0.03 \% |
| Net income attributable to noncontrolling interest | 122 | 260 | - \% | 0.01 \% |
| Adjusted EBITDA | \$ 501,759 | \$ 253,848 | 11.83 \% | 7.74 \% |
| Net sales | \$4,240,395 | \$3,273,425 | \$4,240,395 | \$3,273,425 |

## Appendix: Reconciliation of Adjusted EBITDA by Segment



## Appendix: Reconciliation of GAAP EPS to Adjusted EPS

Adjusted EPS is calculated by dividing the adjusted net income attributable to Pilgrim's stockholders by the weighted average number of diluted shares. Management believes that Adjusted EPS provides useful supplemental information about our operating performance and enables comparison of our performance between periods because certain costs shown below are not indicative of our current operating performance. A reconciliation of U.S. GAAP to non-U.S. GAAP financial measures is as follows:

PILGRIM'S PRIDE CORPORATION
Reconciliation of Adjusted Net Income
(Unaudited)

|  | Three Months Ended |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | March 27, 2022 |  | March 28, 2021 |  |
|  | (In thousands, except per share data) |  |  |  |
| Net income attributable to Pilgrim's | \$ | 280,438 | \$ | 100,208 |
| Add: |  |  |  |  |
| Foreign currency transaction losses |  | 11,536 |  | 2,514 |
| Transaction costs related to acquisitions |  | 717 |  | - |
| DOJ agreement and litigation settlements |  | 500 |  | 2,399 |
| Minus: |  |  |  |  |
| Insurance recoveries for Mayfield tornado losses |  | 3,815 |  | - |
| Deconsolidation of subsidiary |  | - |  | 1,131 |
| Adjusted net income attributable to Pilgrim's before tax impact of adjustments |  | 289,376 |  | 103,990 |
| Net tax impact of adjustments ${ }^{\left({ }^{(2)}\right.}$ |  | $(2,226)$ |  | (942) |
| Adjusted net income attributable to Pilgrim's | \$ | 287,150 | \$ | 103,048 |
| Weighted average diluted shares of common stock outstanding |  | 244,300 |  | 243,858 |
| Adjusted net income attributable to Pilgrim's per common diluted share | \$ | 1.18 | \$ | 0.42 |

(a) Net tax impact of adjustments represents the tax impact of all adjustments shown above

## Appendix: Reconciliation of GAAP EPS to Adjusted EPS

Adjusted EPS is calculated by dividing the adjusted net income attributable to Pilgrim's stockholders by the weighted average number of diluted shares. Management believes that Adjusted EPS provides useful supplemental information about our operating performance and enables comparison of our performance between periods because certain costs shown below are not indicative of our current operating performance. A reconciliation of U.S. GAAP to non-U.S. GAAP financial measures is as follows:

## PILGRIM'S PRIDE CORPORATION

Reconciliation of GAAP EPS to Adjusted EPS (Unaudited)

|  | Three Months Ended |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | March 27, 2022 |  | March 28, 2021 |  |
|  | (In thousands, except per share data) |  |  |  |
| GAAP EPS | \$ | 1.15 | \$ | 0.41 |
| Add: |  |  |  |  |
| Foreign currency transaction losses |  | 0.06 |  | 0.01 |
| Transaction costs related to acquisitions |  | - |  | - |
| DOJ agreement and litigation settlements |  | - |  | - |
| Minus: |  |  |  |  |
| Insurance recoveries for Mayfield tornado losses |  | 0.02 |  | - |
| Adjusted EPS before tax impact of adjustments |  | 1.19 |  | 0.42 |
| Net tax impact of adjustments ${ }^{(a)}$ |  | (0.01) |  | - |
| Adjusted EPS | \$ | 1.18 | \$ | 0.42 |
| Weighted average diluted shares of common stock outstanding |  | 4,300 |  | 3,858 |

(a) Net tax impact of adjustments represents the tax impact of all adjustments shown above

## Appendix: Supplementary Selected Segment and

PILGRIM'S PRIDE CORPORATION
Supplementary Selected Segment and Geographic Data (Unaudited)

|  | Three Months Ended |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | March 27, 2022 |  | March 28, 2021 |  |
|  | (In thousands) |  |  |  |
| Sources of net sales by geographic region of origin: |  |  |  |  |
| U.S. | \$ | 2,581,208 | \$ | 1,999,559 |
| U.K. and Europe |  | 1,191,982 |  | 854,734 |
| Mexico |  | 467,205 |  | 419,132 |
| Total net sales | \$ | 4,240,395 | \$ | 3,273,425 |
|  |  |  |  |  |
| Sources of cost of sales by geographic region of origin: |  |  |  |  |
| U.S. | \$ | 2,159,204 | \$ | 1,866,700 |
| U.K. and Europe |  | 1,152,903 |  | 816,926 |
| Mexico |  | 386,322 |  | 328,570 |
| Elimination |  | (14) |  | (14) |
| Total cost of sales | \$ | 3,698,415 | \$ | 3,012,182 |
|  |  |  |  |  |
| Sources of gross profit by geographic region of origin: |  |  |  |  |
| U.S. | \$ | 422,004 | \$ | 132,859 |
| U.K. and Europe |  | 39,079 |  | 37,808 |
| Mexico |  | 80,883 |  | 90,562 |
| Elimination |  | 14 |  | 14 |
| Total gross profit | \$ | 541,980 | \$ | 261,243 |
|  |  |  |  |  |
| Sources of operating income (loss) by geographic region of origin: |  |  |  |  |
| U.S. | \$ | 355,075 | \$ | 68,125 |
| U.K. and Europe |  | $(21,640)$ |  | 10,495 |
| Mexico |  | 68,564 |  | 79,830 |
| Elimination |  | 14 |  | 14 |
| Total operating income | \$ | 402,013 | \$ | 158,464 |

