

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>JBS USA Holdings, Inc.</u>  (Last) (First) (Middle) <u>1770 PROMONTORY CIRCLE</u>  (Street) <u>GREELEY CO 80634</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PILGRIMS PRIDE CORP [ PPC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/12/2012</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/12/2012		P		18,924,438	A	\$5.69	194,990,667	D <sup>(1)</sup>	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

1. Name and Address of Reporting Person\*  
JBS USA Holdings, Inc.  
 (Last) (First) (Middle)  
1770 PROMONTORY CIRCLE  
 (Street)  
GREELEY CO 80634  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
VNBM Participacoes LTDA.  
 (Last) (First) (Middle)  
C/O AV. BRIGADEIRO FERIA LIMA, 2391  
2 ANDAR CONJUNTO 22, SALA 2  
 (Street)  
SAO PAULO D5 01452-000  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
VVMB Participacoes LTDA.  
 (Last) (First) (Middle)  
C/O AV. BRIGADEIRO FERIA LIMA, 2391  
2 ANDAR CONJUNTO 22, SALA 2  
 (Street)  
 (City) (State) (Zip)

(Street)  
SAO PAULO D5 01452-000

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[WWMB Participacoes LTDA.](#)

(Last) (First) (Middle)

C/O AV. BRIGADEIRO FERIA LIMA, 2391

2 ANDAR CONJUNTO 22, SALA 2

(Street)  
SAO PAULO D5 01452-000

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[ZMF Participacoes LTDA.](#)

(Last) (First) (Middle)

C/O AV. BRIGADEIRO FERIA LIMA, 2391

2 ANDAR CONJUNTO 22, SALA 2

(Street)  
SAO PAULO D5 01452-000

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[J&F Participacoes S.A.](#)

(Last) (First) (Middle)

C/O AV. BRIGADEIRO FERIA LIMA, 2391

2 ANDAR CONJUNTO 22, SALA 2

(Street)  
SAO PAULO D5 01452-000

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[ZMF Fundo de Investimento em Participacoes](#)

(Last) (First) (Middle)

C/O AV. BRIGADEIRO FERIA LIMA, 2391

2 ANDAR CONJUNTO 22, SALA 2

(Street)  
SAO PAULO D5 01452-000

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[JBS S.A.](#)

(Last) (First) (Middle)

AV. BRIGADEIRO FERIA LIMA, 2391

2 ANDAR CONJUNTO 22, SALA 2

(Street)  
SAO PAULO D5 01452-000

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[JBS Global A/S](#)

(Last) (First) (Middle)

DAMPFAERGEVEJ 3

(Street)

G7

(City)

(State)

(Zip)

## 1. Name and Address of Reporting Person\*

JBS Hungary Holdings KFT

(Last)

(First)

(Middle)

VARKONYI UTCA 15

(Street)

SZOMBATHELY K5

H-9700

(City)

(State)

(Zip)

**Explanation of Responses:**

1. As more particularly described in the Schedule 13D filed by JBS USA Holdings, Inc. ("JBS USA") and the other reporting persons identified therein (including the Reporting Owners listed above) (the "13D Reporting Persons") with the United States Securities and Exchange Commission on March 14, 2012, the Reporting Owners listed above, together with the other 13D Reporting Persons, share beneficial ownership of the 194,990,667 shares of common stock of Pilgrim's Pride Corporation directly owned by JBS USA. The ownership of all of the Reporting Owners listed above, other than JBS USA, is indirect.

**Remarks:**

The Form is the second of two being filed by JBS USA. Two Forms are being filed as there are more than ten joint filers. Filers on the first of the two Forms are: Jose Batista Sobrinho, Flora Mendonca Batista, Jose Batista Junior, Valeria Batista Mendonca, Vanessa Mendonca Batista, Vivianne Mendonca Batista, JJB Participacoes LTDA., JMB Participacoes LTDA., VLBM Participacoes LTDA., and JBS USA.

<a href="#"><u>/s/ Christopher Gaddis, by power of attorney (Signature on behalf of JBS USA Holdings, Inc.)</u></a>	<a href="#"><u>03/14/2012</u></a>
<a href="#"><u>/s/ Christopher Gaddis, by power of attorney (Signature on behalf of VNBM Participacoes LTDA.)</u></a>	<a href="#"><u>03/14/2012</u></a>
<a href="#"><u>/s/ Christopher Gaddis, by power of attorney (Signature on behalf of VVMB Participacoes LTDA.)</u></a>	<a href="#"><u>03/14/2012</u></a>
<a href="#"><u>/s/ Christopher Gaddis, by power of attorney (Signature on behalf of WWMB Participacoes LTDA.)</u></a>	<a href="#"><u>03/14/2012</u></a>
<a href="#"><u>/s/ Christopher Gaddis, by power of attorney (Signature on behalf of ZMF Participacoes LTDA.)</u></a>	<a href="#"><u>03/14/2012</u></a>
<a href="#"><u>/s/ Christopher Gaddis, by power of attorney (Signature on behalf of J&amp;F Participacoes S.A.)</u></a>	<a href="#"><u>03/14/2012</u></a>
<a href="#"><u>/s/ Christopher Gaddis, by power of attorney (Signature on behalf of ZMF Fundo de Investimento em Participacoes)</u></a>	<a href="#"><u>03/14/2012</u></a>
<a href="#"><u>/s/ Christopher Gaddis, by power of attorney (Signature on behalf of JBS S.A.)</u></a>	<a href="#"><u>03/14/2012</u></a>
<a href="#"><u>/s/ Christopher Gaddis, by power of attorney (Signature on behalf of JBS Global A/S)</u></a>	<a href="#"><u>03/14/2012</u></a>
<a href="#"><u>/s/ Christopher Gaddis, by power of attorney (Signature on behalf of JBS Hungary Holdings KFT)</u></a>	<a href="#"><u>03/14/2012</u></a>

\*\* Signature of Reporting Person      Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.