(City)

(State)

(Zip)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

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Section	his box if no lor 16. Form 4 or f ons may continu on 1(b).	Form 5	STA		ed pursu	uant	CHANGE to Section 16(a on 30(h) of the	a) of the	Securit	ies Exchange	Act c	of 1934	_	HIP		Estima	lumber: ted aver per respo	age burden onse:	3235-0287 0.5
1. Name and Address of Reporting Person [*] JBS USA Holdings, Inc.			2. Issuer Name and Ticker or Trading Symbol <u>PILGRIMS PRIDE CORP</u> [PPC]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner								
(Last) (First) (Middle) 1770 PROMONTORY CIRCLE			3. Date of Earliest Transaction (Month/Day/Year) 03/07/2012								Officer (give title Other (specify below) below)								
(Street) GREELEY CO 80634			4. If Amendment, Date of Original Filed (Month/Day/Year)						6.	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person									
(City)	(S	tate)	(Zip)																
			Table I - No			_			l, Dis					y Ov					
1. Title of Security (Instr. 3)				2. Transad Date (Month/Da		Ex if a	. Deemed ecution Date, ny onth/Day/Year)	3. Transa Code (8)		4. Securities Disposed Of ((D) (Instr. 3, 4 and		or 4 and 5)	Beneficiall Following Transactio		y Owned (D) o Reported (I) (In n(s)		nership Direct Indirect .tr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code V		Amount	(0)		Price		(Instr. 3 and 4)		<u> </u>		
Common S	Stock, par v	alue \$0.01 per sl		03/07/2			uniting A an	X	Diam	2,059,907(1		A	·	1.5 Our	176,06	6,229		D ⁽³⁾	
			Table II				urities Acq s, warrants							Owr	iea				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Dat if any (Month/Day/Ye	Code	action (Instr.	De Se Ac Dis	Number of rivative curities quired (A) or sposed of (D) str. 3, 4 and 5)	Expi	ite Exei ration I ith/Day		and 7. Title and Am Securities Und Derivative Sec (Instr. 3 and 4)		Underlyi Security	erlying Derivative		9. Number of derivative Securities Beneficially Owned Following		10. Ownersh Form: Direct (D) or Indirec (I) (Instr.	Beneficial Ownership t (Instr. 4)
				Code	v	(A)	(D)	Date Exer	cisable	Expiration Date	Title	- II	Amoun Number Shares			Reporte Transac (Instr. 4	tion(s)		
Subscription Rights (right to buy)	\$4.5	03/07/2012		x			2,059,907 ⁽¹⁾⁽³	2) 01/1	7/2012	03/07/2012	Sto par \$0.0	nmon ock, value 1 per are	2,059,	907	\$ 0	0		D	
1	d Address of F A Holdin	Reporting Person [*] g <u>s, Inc.</u>													·				
(Last) 1770 PRC	OMONTOR	(First) Y CIRCLE	(Middle	e)		-													
(Street) GREELE	Y	СО	80634	1		-													
(City)		(State)	(Zip)			_													
		Reporting Person [*] coes LTDA.																	
		(First) RO FERIA LIM		e)															
2 ANDAI	R CONJUN	TO 22, SALA 2				_													
(Street) SAO PAU	ЛО	D5	01452	2-000		_													
(City)		(State)	(Zip)																
		Reporting Person [*] coes LTDA.				_													
		(First) RO FERIA LIM TO 22, SALA 2		e)															
(Street) SAO PAU	ЛО	D5	01452	2-000															

WWMB Partic	of Reporting Person [®] cipacoes LTDA.	
	(First) DEIRO FERIA LIMA, 2 UNTO 22, SALA 2	(Middle) 391
	01110 22, 511211 2	
(Street) SAO PAULO	D5	01452-000
(City)	(State)	(Zip)
1. Name and Address ZMF Participa	of Reporting Person [*]	
	(First) DEIRO FERIA LIMA, 2 UNTO 22, SALA 2	(Middle) 391
(Street) SAO PAULO	D5	01452-000
(City)	(State)	(Zip)
1. Name and Address	of Reporting Person*	
J&F Participac	coes S.A.	
(Last)	(First)	(Middle)
	DEIRO FERIA LIMA, 2	391
2 ANDAR CONJ	UNTO 22, SALA 2	
(Street) SAO PAULO	D5	01452-000
(City)	(State)	(Zip)
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1. Name and Address	of Reporting Person*	Participacoes
1. Name and Address ZMF Fundo do (Last) C/O AV. BRIGAI	of Reporting Person*	(Middle)
1. Name and Address ZMF Fundo do (Last) C/O AV. BRIGAI	of Reporting Person [*] e Investimento em I (First) DEIRO FERIA LIMA, 2	(Middle)
1. Name and Address ZMF Fundo de (Last) C/O AV. BRIGAE 2 ANDAR CONJ (Street)	(First) DEIRO FERIA LIMA, 2 UNTO 22, SALA 2	(Middle) (391
1. Name and Address ZMF Fundo de (Last) C/O AV. BRIGAL 2 ANDAR CONJ (Street) SAO PAULO	of Reporting Person <u>e Investimento em I</u> (First) DEIRO FERIA LIMA, 2 UNTO 22, SALA 2 D5 (State)	(Middle) (391 01452-000
1. Name and Address ZMF Fundo de (Last) C/O AV. BRIGAI 2 ANDAR CONJ (Street) SAO PAULO (City) 1. Name and Address	of Reporting Person <u>e Investimento em I</u> (First) DEIRO FERIA LIMA, 2 UNTO 22, SALA 2 D5 (State)	(Middle) (391 01452-000
1. Name and Address ZMF Fundo de (Last) C/O AV. BRIGAI 2 ANDAR CONJ (Street) SAO PAULO (City) 1. Name and Address JBS S.A. (Last) AV. BRIGADEIR	i of Reporting Person [*] <u>e Investimento em I</u> (First) DEIRO FERIA LIMA, 2 UNTO 22, SALA 2 D5 (State) i of Reporting Person [*] (First) O FERIA LIMA, 2391	(Middle) (391 01452-000 (Zip)
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(Last) VARKONYI UTCA	(First)	(Middle)
(Street) SZOMBATHELY	К5	H-9700
(City)	(State)	(Zip)

Explanation of Responses:

1. As more particularly described in the Form 4 filed by JBS USA Holdings, Inc. ("JBS USA") and the other reporting persons identified therein with the United States Securities and Exchange Commission on March 2, 2012, the reporting persons exercised in full their basic subscription rights in the rights offering entitling them to purchase shares of Pilgrim's Pride Corporation ("PPC") common stock.

Pursuant to the rights offering, the reporting persons also exercised their over-subscription privilege in full to acquire additional shares of PPC's common stock on a pro rata basis based on the number of shares each over-subscription getscholder purchased under the basic subscription privilege to the extent any shares offered in the rights offering were not purchased by PPC's stockholders as part of the basic subscription as of the expiration of the rights offering on February 29, 2012. The reporting persons will acquire 2,059,907 shares of common stock, as determined by the transfer agent on March 7, 2012, when issued by PPC at the closing.
 As more particularly described in the Schedule 13D filed by JBS USA and the other reporting persons identified therein (the "13D Reporting Persons") with the United States Securities and Exchange Commission on

3. As more particularly described in the Schedule 13D filed by JBS USA and the other reporting persons identified interent (the 13D Reporting Persons) with the United states Securities and Exchange Commission on March 7, 2012, the 13D Reporting Persons share beneficial ownership of the shares of common stock of PPC directly owned by JBS USA. The ownership of all of the reporting persons 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, JJBJ Participacoes LTDA., JJMB Participacoes LTDA., vLBM Participacoes LTDA., and JBS USA.

/s/ Christopher Gaddis, by power of attorney (Signature on behalf of JBS USA Holdings, Inc.)	03/07/2012
<u>/s/ Christopher Gaddis, by power</u> of attorney (Signature on behalf of VNBM Participacoes LTDA.)	<u>03/07/2012</u>
/s/ Christopher Gaddis, by power of attorney (Signature on behalf of VVMB Participacoes LTDA.)	<u>03/07/2012</u>
/s/ Christopher Gaddis, by power of attorney (Signature on behalf of WWMB Participacoes LTDA.)	<u>03/07/2012</u>
/s/ Christopher Gaddis, by power of attorney (Signature on behalf of ZMF Participacoes LTDA.)	03/07/2012
/s/ Christopher Gaddis, by power of attorney (Signature on behalf of J&F Participacoes S.A.)	<u>03/07/2012</u>
/s/ Christopher Gaddis, by power of attorney (Signature on behalf of ZMF Fundo de Investimento em Participacoes)	<u>03/07/2012</u>
<u>/s/ Christopher Gaddis, by power</u> of attorney (Signature on behalf of JBS S.A.)	<u>03/07/2012</u>
<u>/s/ Christopher Gaddis, by power</u> of attorney (Signature on behalf of JBS Global A/S)	03/07/2012
/s/ Christopher Gaddis, by power of attorney (Signature on behalf of JBS Hungary Holdings KFT)	<u>03/07/2012</u>
** 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.