SEC Form 4

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Sandri Fabio	PILGRIMS PRIDE CORP [PPC]	Director / 10% Owner / X Officer (give title below) / Other (specify below)

(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2016	Chief Financial Officer

1770 PROMONTORY CIRCLE

(Street)

GREELEY CO 80634

(City) (State) (Zip)

4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
	X Form filed by One Reporting Person / 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, par value $0.01 per share	12/31/2016		M		45,345	A	(1)	111,975(2)	D	
Common Stock, par value $0.01 per share	12/31/2016		M		9,317	A	(1)	121,292	D	
Common Stock, par value $0.01 per share	12/31/2016		M		6,073	A	(1)	127,365	D	

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units ("RSU")	$0.0	12/31/2016		M			45,345	12/31/2016	12/31/2016	Common Stock, par value $0.01 per share	45,345	$0	0	D	
Restricted Stock Units ("RSU")	$0.0	12/31/2016		M			9,317	12/31/2016	12/31/2016	Common Stock, par value $0.01 per share	9,317	$0	0	D	
Restricted Stock Units ("RSU")	$0.0	12/31/2016		M			6,073	12/31/2016	12/31/2016	Common Stock, par value $0.01 per share	6,073	$0	0	D	

Explanation of Responses:

1. RSUs convert into common stock on a one-for-one basis, par value $0.01 per share.

2. Number has been reduced by 2,000 shares to correct total beneficial ownership previously reported in error.

Remarks:

/s/Fabio Sandri   02/21/2017

** 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.