SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

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1. Name and Address of Reporting Person* JBS USA Holdings, Inc.			2. Date of Event Requiring Statement (Month/Day/Year) 12/28/2009				3. Issuer Name and Ticker or Trading Symbol <u>PILGRIMS PRIDE CORP</u> [PPC]							
(Last) (First) (Middle) 1770 PROMONTORY CIRCLE				- 12/20/2007			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner					5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person		
(Street)							Officer (give title Other (specify below) below)							
GREELEY CO 80634										x				
(City)	(State)	(Zip)												
			Та	able I - Nor	ם-ר	Derivativ	ve Securities B	eneficial	ly Owned					
1. Title of Security (Instr. 4)				2. Amount of Securities Beneficially Owned (Instr. 4) 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		ct(D)	4. Nature of Indirect Beneficial Ownership (Instr. 5)							
Common Stoc	k						134,397,62)	D ⁽¹⁾					
			(e.g				Securities Ben its, options, co			s)				
1. Title of Derivative Security (Instr. 4)				2. Date Exercisable an Expiration Date (Month/Day/Year)		•	d 3. Title and Amount of Secur Underlying Derivative Securi		ity (Instr. 4) Conv or Ex		ersion C ercise F	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
									Amount or Number	Price of Deriva Securi	tive	Direct (D) or Indirect (I) (Instr. 5)		
				Date Exercisable		Expiration Date	Title		of Shares					
1. Name and Add					Ī		•					•	*	
JBS USA H	<u>Ioldings, Inc</u>	<u>.</u>												
(Last) 1770 PROMC	(First)		(Middle)											
(Street) GREELEY														
(City)	(State)	((Zip)											
1. Name and Add	Iress of Reporting ticipacoes L													
(Last)	(First)	((Middle)											
	EIRO FERIA I ONJUNTO 22,													
		5/1L/1 2												
(Street) SAO PAULO	D5 01452-000													
(City)	(State)	((Zip)											
1. Name and Add <u>ZMF Partic</u>	lress of Reporting													
(Last) AV. MARGIN 500 VILA JA	(First) AL DIREITA GUARA		(Middle)											
(Street) SAO PAULO	D5	(05118-1	.00										
(City)	(State)	((Zip)											

1. Name and Address of Reporting Person [*] <u>WWMB Participacoes LTDA.</u>								
(Last) AV. BRIGADEIRO 2 ANDAR CONJU	(First) FERIA LIMA, 2391 NTO 22, SALA 2	(Middle)						
(Street) SAO PAULO	D5	01452-000						
(City)	(State)	(Zip)						
1. Name and Address o <u>ZMF Fundo de</u>	f Reporting Person [*] Investimento em	Participaoes						
(Last) (First) (Middle) AV. MARGINAL DIREITA DO TIETE 500 VILA JAGUARA								
(Street) SAO PAULO	D5	05118-100						
(City)	(State)	(Zip)						
1. Name and Address o J&F Participaco								
(Last) AV. BRIGADEIRO 2 ANDAR CONJU	(First) FERIA LIMA, 2391 NTO 22, SALA 2	(Middle)						
(Street) SAO PAULO	D5	01452-000						
(City)	(State)	(Zip)						
1. Name and Address o	f Reporting Person*							
JBS S.A.								
JBS S.A. (Last)	(First) FERIA LIMA, 2391	(Middle)						
JBS S.A. (Last) AV. BRIGADEIRO	(First) FERIA LIMA, 2391	(Middle) 01452-000						
JBS S.A. (Last) AV. BRIGADEIRO 2 ANDAR CONJU (Street)	(First) FERIA LIMA, 2391 NTO 22, SALA 2							
JBS S.A. (Last) AV. BRIGADEIRO 2 ANDAR CONJU (Street) SAO PAULO	(First) FERIA LIMA, 2391 NTO 22, SALA 2 D5 (State) f Reporting Person*	01452-000						
JBS S.A. (Last) AV. BRIGADEIRO 2 ANDAR CONJU (Street) SAO PAULO (City) 1. Name and Address o	(First) FERIA LIMA, 2391 NTO 22, SALA 2 D5 (State) f Reporting Person*	01452-000						
JBS S.A. (Last) AV. BRIGADEIRO 2 ANDAR CONJU (Street) SAO PAULO (City) 1. Name and Address o JBS Global A/S (Last) DAMPFAERGEVE	(First) FERIA LIMA, 2391 NTO 22, SALA 2 D5 (State) f Reporting Person*	01452-000 (Zip)						
JBS S.A. (Last) AV. BRIGADEIRO 2 ANDAR CONJU (Street) SAO PAULO (City) 1. Name and Address of JBS Global A/S (Last) DAMPFAERGEVE 2 2100 KBF O	(First) FERIA LIMA, 2391 NTO 22, SALA 2 D5 (State) f Reporting Person* (First) EJ 3	01452-000 (Zip)						
JBS S.A. (Last) AV. BRIGADEIRO 2 ANDAR CONJU (Street) SAO PAULO (City) 1. Name and Address of JBS Global A/S (Last) DAMPFAERGEVE 2 2100 KBF O (Street)	(First) FERIA LIMA, 2391 NTO 22, SALA 2 D5 (State) f Reporting Person* (First) EJ 3 G7 (State) f Reporting Person*	01452-000 (Zip) (Middle)						
JBS S.A. (Last) AV. BRIGADEIRO 2 ANDAR CONJU (Street) SAO PAULO (City) 1. Name and Address o JBS Global A/S (Last) DAMPFAERGEVE 2 2100 KBF O (Street) (City) 1. Name and Address o	(First) FERIA LIMA, 2391 NTO 22, SALA 2 D5 (State) f Reporting Person* (First) EJ 3 G7 (State) f Reporting Person* oldings KFT (First)	01452-000 (Zip) (Middle)						

(City)	(State)	(Zip)		
1. Name and Address of <u>Sobrinho Jose F</u>	1 0			
(Last) AV. BRIGADEIRO 2 ANDAR CONJU	(Middle)			
(Street) SAO PAULO	D5	01452-000		
(City)	(State)	(Zip)		

Explanation of Responses:

1. As more particularly described in the Statement on Schedule 13D (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 January 7, 2010, the Reporting Owners listed above, together with the other 13D Reporting Persons, share beneficial ownership of the 134,397,620 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: Flora Mendonca Batista, Valeria Batista Mendonca, Vanessa Mendonca Batista, Vivianne Mendonca Batista, JJBJ Participacoes LTDA., JJMB Participacoes LTDA., VLBM Participacoes LTDA., VNBM Participacoes LTDA., and JBS USA.

/s/ Christopher Gaddis, by		
power of attorney (Signature	01/07/2010	
on behalf of VVMB	01/07/2010	
Participacoes LTDA.)		
/s/ Christopher Gaddis, by		
power of attorney (Signature	01/07/2010	
on behalf of WWMB	01/07/2010	
Participacoes LTDA.)		
/s/ Christopher Gaddis, by		
power of attorney (Signature	01/07/2010	
on behalf of ZMF	01/07/2010	
Participacoes LTDA.)		
/s/ Christopher Gaddis, by		
power of attorney (Signature		
on behalf of J&F Participacoes	01/07/2010	
<u>S.A.)</u>		
/s/ Christopher Gaddis, by		
power of attorney (Signature		
on behalf of ZMF Fundo De	01/07/2010	
Investimento em Participacoes)		
/s/ Christopher Gaddis, by		
power of attorney (Signature	01/07/2010	
on behalf of JBS S.A.)	01/07/2010	
/s/ Christopher Gaddis, by		
power of attorney (Signature	01/07/2010	
on behalf of JBS Global A/S)	01/07/2010	
/s/ Christopher Gaddis, by		
power of attorney (Signature	01/07/2010	
on behalf of JBS Hungary		
Holdings KFT.)		
/s/ Christopher Gaddis, by		
power of attorney (Signature	01/07/2010	
on behalf of Jose Batista		
<u>Sobrinho)</u>		
<u>/s/ Christopher Gaddis, by</u>		
power of attorney (Signature	01/07/2010	
on behalf of JBS USA	01/07/2010	
<u>Holdings, Inc.)</u>		
** Signature of Reporting Person	Date	

** Signature of Reporting Person

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 5 (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.

KNOW ALL MEN BY THESE PRESENTS, that the undersigned does hereby constitute and appoint Christopher Gaddis the undersigned's true and lawful attorney-in-fact to, as applicable:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or ten-percent owner of Pilgrim's Pride Corporation (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 (the "<u>Exchange Act</u>") and the rules thereunder, Schedule 13D in accordance with Section 13(d) of the Exchange Act and the rules thereunder, a joint filing agreement in accordance with Rule 13d-1(k)(1) under the Exchange Act, and any amendments to the foregoing;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Forms 3, 4 or 5, Schedule 13D or joint filing agreement, complete and execute any amendment or amendments thereto, and timely file such form, schedule or agreement with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve to such attorney-in-fact's discretion.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 5th day of January, 2010.

/s/ Vivianne Mendonca Batista Vivianne Mendonca Batista On behalf of VVMB Participacoes LTDA

KNOW ALL MEN BY THESE PRESENTS, that the undersigned does hereby constitute and appoint Christopher Gaddis the undersigned's true and lawful attorney-in-fact to, as applicable:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or ten-percent owner of Pilgrim's Pride Corporation (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 (the "<u>Exchange Act</u>") and the rules thereunder, Schedule 13D in accordance with Section 13(d) of the Exchange Act and the rules thereunder, a joint filing agreement in accordance with Rule 13d-1(k)(1) under the Exchange Act, and any amendments to the foregoing;
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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 5th day of January, 2010.

/s/ Wesley Mendonca Batista Wesley Mendonca Batista On behalf of WWMB Participacoes LTDA

KNOW ALL MEN BY THESE PRESENTS, that the undersigned does hereby constitute and appoint Christopher Gaddis the undersigned's true and lawful attorney-in-fact to, as applicable:

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 5th day of January, 2010.

J&F Participacoes S.A.

By /s/ Joesley Mendonca Batista

Its

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 5th day of January, 2010.

/s/ Director

On behalf of ZMF Fundo De Investimento Em Participacoes

KNOW ALL MEN BY THESE PRESENTS, that the undersigned does hereby constitute and appoint Christopher Gaddis the undersigned's true and lawful attorney-in-fact to, as applicable:

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 5th day of January, 2010.

JBS SA

Its

By /s/ Joesley Mendonca Batista

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 5th day of January, 2010.

JBS Global A/S

By /s/ Joesley Mendonca Batista

Its

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 5th day of January, 2010.

JBS Hungary Holdings KFT

By /s/ Joesley Mendonca Batista

Its

KNOW ALL MEN BY THESE PRESENTS, that the undersigned does hereby constitute and appoint Christopher Gaddis the undersigned's true and lawful attorney-in-fact to, as applicable:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or ten-percent owner of Pilgrim's Pride Corporation (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 (the "<u>Exchange Act</u>") and the rules thereunder, Schedule 13D in accordance with Section 13(d) of the Exchange Act and the rules thereunder, a joint filing agreement in accordance with Rule 13d-1(k)(1) under the Exchange Act, and any amendments to the foregoing;
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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 5th day of January, 2010.

/s/ Jose Batista Sobrinho

Jose Batista Sobrinho

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the 5th day of January, 2010.

JBS USA Holdings, Inc

By /s/ Wesley Mendonca Batista Its