

Batista Jose JR
Form 4
March 14, 2012

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
JBS USA Holdings, Inc.

2. Issuer Name and Ticker or Trading Symbol
PILGRIMS PRIDE CORP [PPC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1770 PROMONTORY CIRCLE,

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/12/2012

____ Director
____ Officer (give title below)
__X__ 10% Owner
____ Other (specify below)

GREELEY, CO 80634

4. If Amendment, Date 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

(City) (State) (Zip)

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 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 (1) | |

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

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SEC 1474
(9-02)

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

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| 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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| JBS USA Holdings, Inc. 1770 PROMONTORY CIRCLE GREELEY, CO 80634 | | X | | |
| Sobrinho Jose Batista C/O AV. BRIGADEIRO FERIA LIMA, 2391 2 ANDAR CONJUNTO 22, SALA 2 SAO PAULO, D5 01452-000 | | X | | |
| Batista Flora Mendonca C/O AV. BRIGADEIRO FERIA LIMA, 2391 2 ANDAR CONJUNTO 22, SALA 2 SAO PAULO, D5 01452-000 | | X | | |
| Ramos Valeria Batista Mendonca C/O AV. BRIGADEIRO FERIA LIMA, 2391 2 ANDAR CONJUNTO 22, SALA 2 SAO PAULO, D5 01452-000 | | X | | |
| Batista Vanessa Mendonca C/O AV. BRIGADEIRO FERIA LIMA, 2391 2 ANDAR CONJUNTO 22, SALA 2 SAO PAULO, D5 01452-000 | | X | | |
| Batista Vivianne Mendonca C/O AV. BRIGADEIRO FERIA LIMA, 2391 2 ANDAR CONJUNTO 22, SALA 2 SAO PAULO, D5 01452-000 | | X | | |
| JJBJ Participacoes LTDA. C/O AV. BRIGADEIRO FERIA LIMA, 2391 2 ANDAR CONJUNTO 22, SALA 2 SAO PAULO, D5 01452-000 | | X | | |

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JJMB Participacoes LTDA.
C/O AV. BRIGADEIRO FERIA LIMA, 2391 X
2 ANDAR CONJUNTO 22, SALA 2
SAO PAULO, D5 01452-000

VLBM Participacoes LTDA.
C/O AV. BRIGADEIRO FERIA LIMA, 2391 X
2 ANDAR CONJUNTO 22, SALA 2
SAO PAULO, D5 01452-000

Batista Jose JR
C/O AV. BRIGADEIRO FERIA LIMA, 2391 X
2 ANDAR CONJUNTO 22, SALA 2
SAO PAULO, D5 01452-000

Signatures

/s/ Christopher Gaddis, by power of attorney (Signature on behalf of JBS USA Holdings, Inc.) 03/14/2012

__Signature of Reporting Person Date

/s/ Christopher Gaddis, by power of attorney (Signature on behalf of Jose Batista Sobrinho) 03/14/2012

__Signature of Reporting Person Date

/s/ Christopher Gaddis, by power of attorney (Signature on behalf of Flora Mendonca Batista) 03/14/2012

__Signature of Reporting Person Date

/s/ Christopher Gaddis, by power of attorney (Signature on behalf of Valeria Batista Mendonca Ramos) 03/14/2012

__Signature of Reporting Person Date

/s/ Christopher Gaddis, by power of attorney (Signature on behalf of Vanessa Mendonca Batista) 03/14/2012

__Signature of Reporting Person Date

/s/ Christopher Gaddis, by power of attorney (Signature on behalf of Vivianne Mendonca Batista) 03/14/2012

__Signature of Reporting Person Date

/s/ Christopher Gaddis, by power of attorney (Signature on behalf of JBBJ Participacoes LTDA.) 03/14/2012

__Signature of Reporting Person Date

/s/ Christopher Gaddis, by power of attorney (Signature on behalf of JJMB Participacoes LTDA.) 03/14/2012

__Signature of Reporting Person Date

/s/ Christopher Gaddis, by power of attorney (Signature on behalf of VLBM Participacoes LTDA.) 03/14/2012

__Signature of Reporting Person Date

/s/ Christopher Gaddis, by power of attorney (Signature on behalf of Jose Batista JR) 03/14/2012

__Signature of Reporting Person Date

Explanation of Responses:

- * 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).
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 first of two being filed by JBS USA. Two Forms are being filed as there are more than ten joint filers. Filers o

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

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