

Batista Flora Mendonca  
Form 4  
January 20, 2010

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(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)  
01/18/2010

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

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

GREELEY, CO 80634

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/18/2010 <sup>(1)(2)</sup>		J <sup>(1)(2)</sup>		2,742,805	A <sup>(3)</sup>	137,140,425 D <sup>(4)</sup>

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

**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 control  
number.**

SEC 1474  
(9-02)

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

## Edgar Filing: Batista Flora Mendonca - Form 4

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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

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

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

X

VNBM Participacoes LTDA.  
AV. BRIGADEIRO FERIA LIMA, 2391  
2 ANDAR CONJUNTO 22, SALA 2  
SAO PAULO, D5 01452-000

X

## Signatures

/s/ Christopher Gaddis, by power of attorney (Signature on behalf of Flora Mendonca Batista)	01/20/2010
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__Signature of Reporting Person	Date
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/s/ Christopher Gaddis, by power of attorney (Signature on behalf of Valeria Batista Mendonca Ramos)	01/20/2010
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__Signature of Reporting Person	Date
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/s/ Christopher Gaddis, by power of attorney (Signature on behalf of Vanessa Mendonca Batista)	01/20/2010
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__Signature of Reporting Person	Date
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/s/ Christopher Gaddis, by power of attorney (Signature on behalf of Vivianne Mendonca Batista)	01/20/2010
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__Signature of Reporting Person	Date
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/s/ Christopher Gaddis, by power of attorney (Signature on behalf of JJBJ Participacoes LTDA.)	01/20/2010
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__Signature of Reporting Person	Date
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/s/ Christopher Gaddis, by power of attorney (Signature on behalf of JJMB Participacoes LTDA.)	01/20/2010
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__Signature of Reporting Person	Date
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/s/ Christopher Gaddis, by power of attorney (Signature on behalf of VLBM Participacoes LTDA.)	01/20/2010
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__Signature of Reporting Person	Date
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/s/ Christopher Gaddis, by power of attorney (Signature on behalf of VNBM Participacoes LTDA.)	01/20/2010
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__Signature of Reporting Person	Date
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/s/ Christopher Gaddis, by power of attorney (Signature on behalf of JBS USA Holdings, Inc.)	01/20/2010
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__Signature of Reporting Person	Date
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## 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).
- (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 (the "SEC") on January 7, 2010, the Amended and Restated Employment

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Agreement, dated as of January 27, 2009, between Pilgrim's Pride Corporation ("PPC") and Don Jackson provides that 1,542,828 shares of Old Common Stock (as defined in the Schedule 13D) will vest, effective as of December 27, 2009, in Don Jackson's favor in the event that certain performance conditions set forth therein are determined to have been satisfied.

On January 18, 2010, PPC determined that such performance conditions had been satisfied. Therefore, in accordance with the terms of the Stock Purchase Agreement, dated as of September 16, 2009, as amended (the "Stock Purchase Agreement"), between PPC and JBS

- (2) USA, the number of shares of common stock of PPC ("Common Stock") acquired by JBS USA on December 28, 2009 (the "Closing Date") was 137,140,425 (in lieu of the 134,397,620 shares of Common Stock previously reported on the Form 3 filed by the Reporting Owners listed above with the SEC on January 7, 2010).
- (3) The shares of Common Stock were acquired for no consideration separate from the \$800 million in cash paid by JBS USA to PPC on the Closing Date pursuant to the Stock Purchase Agreement.
- (4) As more particularly described in the Schedule 13D, the Reporting Owners listed above, together with the other 13D Reporting Persons, share beneficial ownership of the 137,140,425 shares of Common Stock 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, Valeria Batista Mendonca, Vanessa Mendonca Batista, Vivianne Mendonca Batista, JJB Participacoes LTDA., JJMB Participacoes LTDA., VLBM Participacoes LTDA., and JBS USA.

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

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