PILGRIMS PRIDE CORP Form SC 13D/A March 01, 2012

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 3)*

PILGRIM'S PRIDE CORPORATION

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

72147K 108

(CUSIP Number)

JBS USA Holdings, Inc. 1770 Promontory Circle Greeley, Colorado 80634 (970) 506-8000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

February 29, 2012

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of § 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g) check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7(b) for other parties to whom copies are to be sent.

^{*}The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of
Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act
but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 72147K 108

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
	JOSÉ BATI	STA SOB	RINHO					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o							
3	SEC USE ONLY							
4	SOURCE O	F FUNDS	(See Instructions)					
•	OO							
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)							
6	CITIZENSH	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Brazil							
			SOLE VOTING POWER					
NILIME	ED OF	7						
NUMBI SHARE			0					
	ICIALLY	LLY 8	SHARED VOTING POWER					
OWNEI	O BY	o	174,006,322 (See Item 5)					
EACH REPOR'	TINC		SOLE DISPOSITIVE POWER					
PERSO		9						
WITH	•		0					
			SHARED DISPOSITIVE POWER					
		10	174,006,322 (See Item 5)					
	A CODEC A	TE AMO						
11	AGGREGA	TE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	174,006,322	(See Item	n 5)					
12	CHECK BO SHARES (S		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN tions)	0				

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

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CUSIP No. 72147K 108

	NAME OF RE		PERSONS NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
1	I.K.S. IDENTI	TICATION	NOS. OF ABOVE PERSONS (ENTITIES ONE I)	
	FLORA MENI	OONÇA BA	TISTA	
		APPROPRIA	ATE BOX IF A MEMBER OF A GROUP (See Instructions)	
2	(a) x (b) o			
	SEC USE ONI	V		
3	SEC USE ONI	<i>4</i> I		
	SOURCE OF I	FUNDS (See	e Instructions)	
4	00			
		IE DIGGLO		
	TO ITEMS 2(d		SURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT	О
5	10 112 2(0) or = (c)		
6	CITIZENSHIP	OR PLACE	E OF ORGANIZATION	
U	Brazil			
			SOLE VOTING POWER	
		7		
NUMI SHAR	BER OF		0	
	ES FICIALLY	0	SHARED VOTING POWER	
	ED BY	8	174,006,322 (See Item 5)	
EACH	I RTING		SOLE DISPOSITIVE POWER	
PERSO		9		
WITH			0	
		10	SHARED DISPOSITIVE POWER	
		10	174,006,322 (See Item 5)	
	AGGREGATE	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	11001220112	7111100111	DELYETTER EET OWY, EE ET EMONT MET ONT IN VOTENOON	
	174,006,322 (S	ee Item 5)		
			GREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	o
12	SHARES (See	Instructions)	

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14

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CUSIP No. 72147K 108

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
	JOSÉ BATIS	STA JÚN	IOR					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o							
3	SEC USE ONLY							
4	SOURCE OF	F FUNDS	(See Instructions)					
·	OO							
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED OPURSUANT TO ITEMS 2(d) or 2(e)							
6	CITIZENSHIP OR PLACE OF ORGANIZATION							
	Brazil							
			SOLE VOTING POWER					
NU MOE	ID OF	7						
NUMBE SHARE			0					
	CIALLY	ALLY 8	SHARED VOTING POWER					
OWNED) BY	0	174,006,322 (See Item 5)					
EACH REPOR	FING		SOLE DISPOSITIVE POWER					
PERSON	-	9						
WITH			0					
		10	SHARED DISPOSITIVE POWER					
		10	174,006,322 (See Item 5)					
	AGGREGAT	ΓΕ ΑΜΟΙ	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	TIOOTEDIT	2711110						
	174,006,322	(See Item	15)					
12	CHECK BOS SHARES (Se		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN tions)	O				

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14

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CUSIP No. 72147K 108

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
	VALÉRIA BATISTA MENDONÇA RAMOS							
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o							
3	SEC USE ONLY							
4	SOURCE OF	F FUNDS	(See Instructions)					
	OO							
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED o PURSUANT TO ITEMS 2(d) or 2(e)							
6		ACE OF ORGANIZATION						
	Brazil							
		7	SOLE VOTING POWER					
NUMBE	R OF	,	0					
SHARES BENEFIC		8	SHARED VOTING POWER					
OWNED	BY	0	174,006,322 (See Item 5)					
EACH REPORT	TING		SOLE DISPOSITIVE POWER					
PERSON		9						
WITH			0					
		10	SHARED DISPOSITIVE POWER					
		10	174,006,322 (See Item 5)					
	AGGREGAT	ГЕ АМО	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	174,006,322	(See Item	15)					
12	174,006,322 (See Item 5) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)							

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

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CUSIP No. 72147K 108

1			NG PERSONS ION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	VANESSA I	MENDON	NÇA BATISTA					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o							
3	SEC USE ONLY							
4	SOURCE O	F FUNDS	S (See Instructions)					
	OO	00						
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED OPURSUANT TO ITEMS 2(d) or 2(e)							
6		IP OR PI	LACE OF ORGANIZATION					
	Brazil							
		7	SOLE VOTING POWER					
NUMBE	ER OF	7	0					
SHARE		8	SHARED VOTING POWER					
OWNEI) BY	0	174,006,322 (See Item 5)					
EACH REPOR	TINC		SOLE DISPOSITIVE POWER					
PERSON WITH		9	0					
WIII			SHARED DISPOSITIVE POWER					
		10						
			174,006,322 (See Item 5)					
11	AGGREGA	ΓΕ AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	174,006,322	(See Item	n 5)					
12		X IF THE	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	0				

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

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CUSIP No. 72147K 108

1			NG PERSONS ION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	WESLEY M	ENDON	ÇA BATISTA					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o							
3	SEC USE ONLY							
4	SOURCE O	F FUNDS	(See Instructions)					
	OO							
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)							
6	CITIZENSH	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Brazil							
			SOLE VOTING POWER					
NHIMDE	ED OF	7	0					
NUMBE SHARES			0					
	CIALLY	8	SHARED VOTING POWER					
OWNED) BY	Ü	174,006,322 (See Item 5)					
EACH REPORT	ΓING		SOLE DISPOSITIVE POWER					
PERSON WITH		9	0					
			SHARED DISPOSITIVE POWER					
		10	174,006,322 (See Item 5)					
	ACCDECAT	re amoi	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	AUUKEUA	LE AIVIO	ON I BENEFICIALLI OWNED DI EACH REFORTING PERSON					
	174,006,322	(See Item	15)					
12	CHECK BOS SHARES (Se		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN tions)	0				

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

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CUSIP No. 72147K 108

1			NG PERSONS ION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	JOESLEY M	IENDON	ÇA BATISTA					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o							
3	SEC USE ONLY							
4	SOURCE O	F FUNDS	(See Instructions)					
	OO							
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED OPURSUANT TO ITEMS 2(d) or 2(e)							
6	CITIZENSH	IIP OR PL	ACE OF ORGANIZATION					
	Brazil							
		7	SOLE VOTING POWER					
NUMBE	ER OF	,	0					
SHARE	S ICIALLY		SHARED VOTING POWER					
OWNEI		8	174,006,322 (See Item 5)					
EACH REPOR	TING		SOLE DISPOSITIVE POWER					
PERSO		9	0					
WITH			SHARED DISPOSITIVE POWER					
		10	SITALE DISTOSITIVE TO WER					
			174,006,322 (See Item 5)					
11	AGGREGA'	TE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	174,006,322	(See Item	15)					
12	CHECK BO SHARES (S		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN tions)	0				

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

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CUSIP No. 72147K 108

1			NG PERSONS ION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	VIVIANNE	MENDO:	NÇA BATISTA					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o							
3	SEC USE ONLY							
4	SOURCE O	F FUNDS	(See Instructions)					
·	OO	00						
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED OPURSUANT TO ITEMS 2(d) or 2(e)							
6		IP OR PI	LACE OF ORGANIZATION					
	Brazil							
		7	SOLE VOTING POWER					
NUMBE	ER OF	7	0					
SHARE		8	SHARED VOTING POWER					
OWNEL		8	174,006,322 (See Item 5)					
EACH DEDOR	TINC		SOLE DISPOSITIVE POWER					
REPOR' PERSON		9						
WITH			0					
		10	SHARED DISPOSITIVE POWER					
		10	174,006,322 (See Item 5)					
	AGGREGA	ГЕ АМО	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11								
	174,006,322	(See Item	n 5)					
12	CHECK BOS SHARES (Se		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN tions)	O				

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14

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CUSIP No. 72147K 108

1			NG PERSONS ION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	JJBJ PARTI	CIPAÇÕI	ES LTDA.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o							
3	SEC USE ONLY							
4	SOURCE O	F FUNDS	(See Instructions)					
·	OO	00						
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED OPURSUANT TO ITEMS 2(d) or 2(e)							
6		IP OR PI	LACE OF ORGANIZATION					
	Brazil							
		7	SOLE VOTING POWER					
NUMBE	ER OF	7	0					
SHARE			SHARED VOTING POWER					
	ICIALLY	8	SHINED VOINGTOWER					
OWNEI EACH) BY		174,006,322 (See Item 5)					
REPOR'	TING		SOLE DISPOSITIVE POWER					
PERSON WITH	N	9	0					
			SHARED DISPOSITIVE POWER					
		10	174,006,322 (See Item 5)					
	ACCDECAT	re amoi	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	AUUKEUA	IL AMO	UNI BENEFICIALLI OWNED BI EACH REFORTING FERSON					
	174,006,322	(See Item	n 5)					
12	CHECK BOS SHARES (Se		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN tions)	0				

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14

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CUSIP No. 72147K 108

1			NG PERSONS ION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	JJMB PART	ICIPAÇĈ	DES LTDA.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o							
3	SEC USE ONLY							
4	SOURCE O	F FUNDS	(See Instructions)					
	OO							
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED OPURSUANT TO ITEMS 2(d) or 2(e)							
6		IP OR PI	ACE OF ORGANIZATION					
	Brazil							
		_	SOLE VOTING POWER					
NUMBE	ED OE	7	0					
SHARE								
	CIALLY	LLY 8	SHARED VOTING POWER					
OWNEI) BY	Ü	174,006,322 (See Item 5)					
EACH REPOR	TING		SOLE DISPOSITIVE POWER					
PERSON		9						
WITH			0					
		10	SHARED DISPOSITIVE POWER					
		10	174,006,322 (See Item 5)					
	AGGREGA	ГЕ АМО	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	2 22 011							
	174,006,322	(See Item	15)					
12	CHECK BOS SHARES (Se		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN tions)	0				

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14

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CUSIP No. 72147K 108

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
	VLBM PAR	TICIPAÇ	ÕES LTDA.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o							
3	SEC USE ONLY							
4	SOURCE O	F FUNDS	(See Instructions)					
·	OO							
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)							
6	CITIZENSH	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Brazil							
			SOLE VOTING POWER					
NIII ADI	ED OF	7						
NUMBI SHARE			0					
	ICIALLY	ALLY a	SHARED VOTING POWER					
OWNEI	O BY	8	174,006,322 (See Item 5)					
EACH REPOR'	TINC		SOLE DISPOSITIVE POWER					
PERSO		9						
WITH	•		0					
			SHARED DISPOSITIVE POWER					
		10	174,006,322 (See Item 5)					
	A CODEC A	TE AMO						
11	AGGKEGA	IE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	174,006,322	(See Item	n 5)					
12	CHECK BO SHARES (S		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN tions)	0				

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) $13\,$

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14 OO

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CUSIP No. 72147K 108

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	VNBM PAR	CTICIPAÇ	CÕES LTDA.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o					
3	SEC USE ONLY					
4	SOURCE O	SOURCE OF FUNDS (See Instructions)				
·	00					
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION					
	Brazil					
			SOLE VOTING POWER			
		7				
NUMBI SHARE			0			
	ICIALLY	0	SHARED VOTING POWER			
OWNEI		8	174,006,322 (See Item 5)			
EACH	TING		SOLE DISPOSITIVE POWER			
REPORTING PERSON		9	SOLL DISTOSTITVE TO WER			
WITH	. •		0			
			SHARED DISPOSITIVE POWER			
		10	174 006 222 (San Harra 5)			
	ACCRECA	TE AMO	174,006,322 (See Item 5)			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	174,006,322 (See Item 5)					
12	CHECK BO SHARES (S		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN tions)	0		

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) $13\,$

67.2% (See Item 5)
TYPE OF REPORTING PERSON (See Instructions)

14 OO

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CUSIP No. 72147K 108

1	NG PERSONS ION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	VVMB PARTICIPAÇÕES LTDA.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)					
	(a) x					
	(b) o SEC USE OI	MI V				
3	SEC USE OF	NL 1				
4	SOURCE OF	SOURCE OF FUNDS (See Instructions)				
4	00					
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION					
	Brazil					
		7	SOLE VOTING POWER			
NUMBE	ER OF	,	0			
SHARES			SHARED VOTING POWER			
OWNEL	CIALLY DBY	8	174,006,322 (See Item 5)			
EACH			SOLE DISPOSITIVE POWER			
REPORTING PERSON		9	SOLL DISTOSITIVE TOWER			
WITH	`		0			
		10	SHARED DISPOSITIVE POWER			
		10	174,006,322 (See Item 5)			
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11						
		174,006,322 (See Item 5)				
12	CHECK BO SHARES (Se		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN tions)	0		

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14

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CUSIP No. 72147K 108

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	WWMB PA	RTICIPA	ÇÕES LTDA.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o					
3	SEC USE ONLY					
4	SOURCE OF FUNDS (See Instructions)					
7	00	00				
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION					
	Brazil		GOLE WOTING POWER			
		7	SOLE VOTING POWER			
	NUMBER OF		0			
SHARE	S ICIALLY	8	SHARED VOTING POWER			
OWNEL			174,006,322 (See Item 5)			
EACH DEPOR			SOLE DISPOSITIVE POWER			
REPORTING PERSON		9				
WITH			0			
		10	SHARED DISPOSITIVE POWER			
		10	174,006,322 (See Item 5)			
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	174,006,322 (See Item 5)					
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN o					
12	SHARES (See Instructions)					

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

OO

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CUSIP No. 72147K 108

1		F REPORTING PERSONS ENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	ZMF PARTI	ZMF PARTICIPAÇÕES LTDA.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o						
3	SEC USE ONLY						
4	SOURCE OF FUNDS (See Instructions)						
	OO						
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)						
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Brazil						
			SOLE VOTING POWER				
NILIMDE	ED OF	7	0				
NUMBE SHARE		8					
	CIALLY		SHARED VOTING POWER				
OWNED BY EACH REPORTING		Ü	174,006,322 (See Item 5)				
			SOLE DISPOSITIVE POWER				
PERSON WITH		9	0				
			SHARED DISPOSITIVE POWER				
		10	174,006,322 (See Item 5)				
	ACCRECAT	EE AMOI					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	174,006,322 (See Item 5)						
12	CHECK BOS SHARES (Se		AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN tions)	O			

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) $13\,$

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14 OO

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CUSIP No. 72147K 108

1		NG PERSONS ION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
	J&F PARTIO	CIPAÇÕE	ES S.A.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o					
3	SEC USE O	NLY				
4	SOURCE OF FUNDS (See Instructions)					
·	00					
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED OPURSUANT TO ITEMS 2(d) or 2(e)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION					
	Brazil					
		_	SOLE VOTING POWER			
NUMBE	ED OE	7	0			
SHARE		8	SHARED VOTING POWER			
BENEFI	ICIALLY		SHARED VOTING POWER			
OWNEL) BY	Ü	174,006,322 (See Item 5)			
	EACH REPORTING		SOLE DISPOSITIVE POWER			
PERSON		9				
WITH			0			
		10	SHARED DISPOSITIVE POWER			
		10	174,006,322 (See Item 5)			
	AGGREGAT	ΓΕ ΑΜΟΊ	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
11	. io ondon	AGGREGITE ANICONT BENEFICIALLY CHINED BY LACIT REPORTING LERSON				
	174,006,322	(See Item	n 5)			
12	CHECK BOS		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN tions)	О		

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
13
67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14 CO

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SCHEDULE 13D

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CUSIP No. 72147K 108

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	ZMF FUND	ZMF FUNDO DE INVESTIMENTO EM PARTICIPAÇÕES					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) x (b) o						
3	SEC USE ONLY						
4	SOURCE OF FUNDS (See Instructions)						
7	OO	OO					
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)						
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Brazil						
		_	SOLE VOTING POWER				
NUMBER OF		7	0				
SHARE	S	8	SHARED VOTING POWER				
BENEF! OWNEI	ICIALLY D BY		154 004 222 (G. T. 5)				
EACH REPORTING PERSON			174,006,322 (See Item 5)				
		9	SOLE DISPOSITIVE POWER				
WITH	.1		0				
		10	SHARED DISPOSITIVE POWER				
		10	174,006,322 (See Item 5)				
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11							
	174,006,322 (See Item 5)						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN o SHARES (See Instructions)						

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

IV

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SCHEDULE 13D

Page 19 of 27 Pages

CUSIP No. 72147K 108

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	JBS S.A.						
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) o (b) o						
3	SEC USE ONLY						
4	SOURCE OF FUNDS (See Instructions)						
	OO						
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)						
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Brazil						
			SOLE VOTING POWER				
NHIMDE	ER OF S	7	0				
SHARE			SHARED VOTING POWER				
BENEFICIALLY OWNED BY EACH REPORTING		8	SIMIKED VOTINGTOWER				
			174,006,322 (See Item 5)				
		0	SOLE DISPOSITIVE POWER				
PERSON WITH	N	9	0				
VV 1111			SHARED DISPOSITIVE POWER				
		10	174.006.222.(G. J. 5)				
	174,006,322 (See Item 5)						
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	174,006,322 (See Item 5)						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN o SHARES (See Instructions)						

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) $13\,$

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14

CO

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SCHEDULE 13D

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CUSIP No. 72147K 108

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	JBS GLOBAL A/S						
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) o (b) o						
3	SEC USE ONLY						
4	SOURCE OF FUNDS (See Instructions)						
	OO						
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)						
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Denmark						
			SOLE VOTING POWER				
NUMBE	ER OF	7					
SHARES			0				
BENEFICIALLY OWNED BY EACH REPORTING		8	SHARED VOTING POWER				
			174,006,322 (See Item 5)				
			SOLE DISPOSITIVE POWER				
PERSON WITH		9	0				
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			SHARED DISPOSITIVE POWER				
		10	174 006 222 (G. Tr. 5)				
	174,006,322 (See Item 5)						
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	174,006,322 (See Item 5)						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN o SHARES (See Instructions)						

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13 67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14

CO

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SCHEDULE 13D

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CUSIP No. 72147K 108

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	JBS HUNGARY HOLDINGS KFT.						
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) o (b) o						
3	SEC USE ONLY						
4	SOURCE OF FUNDS (See Instructions)						
	00						
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)						
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Hungary						
			SOLE VOTING POWER				
NIIMDI	ER OF	7	0				
SHARE							
BENEFICIALLY OWNED BY EACH REPORTING		8	SHARED VOTING POWER				
			174,006,322 (See Item 5)				
			SOLE DISPOSITIVE POWER				
PERSOI WITH	0	9	0				
VV 1111			SHARED DISPOSITIVE POWER				
		10					
			174,006,322 (See Item 5)				
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	174,006,322 (See Item 5)						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN o SHARES (See Instructions)						

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13 67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14 CO

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SCHEDULE 13D

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CUSIP No. 72147K 108

12

NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) 1 JBS USA HOLDINGS, INC. I.R.S. Identification No. 20-1413756 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) 2 (a) o (b) o SEC USE ONLY 3 SOURCE OF FUNDS (See Instructions) 4 WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED 0 PURSUANT TO ITEMS 2(d) or 2(e) 5 CITIZENSHIP OR PLACE OF ORGANIZATION 6 Delaware, United States SOLE VOTING POWER 7 NUMBER OF 0 **SHARES** SHARED VOTING POWER **BENEFICIALLY** 8 **OWNED BY** 174,006,322 (See Item 5) **EACH** SOLE DISPOSITIVE POWER REPORTING 9 **PERSON** 0 WITH SHARED DISPOSITIVE POWER 10 174,006,322 (See Item 5) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11 174,006,322 (See Item 5) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN o SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13

67.2% (See Item 5)

TYPE OF REPORTING PERSON (See Instructions)

14

CO

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Item 1. Security and Issuer

Item 1 is hereby amended and replaced in its entirety with the following:

This Amendment No. 3 (this "Amendment") amends and supplements the Statement on Schedule 13D previously filed with the Securities and Exchange Commission (the "SEC") on January 7, 2010 as amended on November 8, 2010 and on January 3, 2012 (the "Statement"), with respect to Common Stock, par value \$0.01 per share (the "Common Stock"), of Pilgrim's Pride Corporation, a Delaware corporation (the "Issuer"). The Issuer's principal executive offices are located at 1770 Promontory Circle, Greeley, Colorado 80634-9038. Capitalized terms used herein and not otherwise defined have the meanings assigned to such terms in the Statement. Except as otherwise provided herein, each Item of the Statement remains unchanged.

Item 3. Source and Amount of Funds or Other Considerations

The response to Item 4 (which is set forth below) is hereby incorporated by reference in its entirety into this Item 3.

Item 4. Purpose of Transaction

Item 4 is hereby amended to add the following after the last paragraph thereof:

On January 27, 2012, the period during which JBS USA and its affiliates were prohibited by the terms of the Stockholders Agreement and the Restated Certificate of Incorporation from acquiring shares of Common Stock or other equity interests in the Issuer expired. As a result, the Reporting Persons are no longer restricted from acquiring additional shares of Common Stock and each reserves the right to take any of the actions described in clauses (a) - (c) of the second paragraph of Item 4 (including the acquisition of additional securities of the Issuer (including shares of Common Stock), through open market purchases, publicly or privately negotiated transactions or otherwise).

The offering period of the Rights Offering expired at 5:00 p.m., New York City Time, on February 29, 2012. In connection with the Rights Offering and pursuant to the Commitment Agreement, JBS USA exercised its Basic Subscription Privilege in full and, therefore, will acquire 29,865,897 shares of Common Stock at \$4.50 per share (the "Basic Subscription Shares") to be issued by the Issuer at the closing of the Rights Offering. JBS USA will fund the acquisition of the Basic Subscription Shares with cash on hand. JBS USA also exercised its Over-Subscription Privilege in full but the number of shares of Common Stock it will acquire as a result of that exercise has not yet been determined and will depend on the extent to which other holders of Common Stock exercised their Basic Subscription Privilege and Over-Subscription Privilege. The Issuer has announced that it expects the subscription agent for the Rights Offering to finish calculating the results of the Rights Offering, including the allocation of shares of Common Stock pursuant to the exercise of the Over-Subscription Privilege, on or about March 6, 2012.

The description of the Commitment Agreement in this Amendment is qualified in its entirety by reference to such agreement, which is included with this Amendment as Exhibit 10 and incorporated by reference herein.

Item 5. Interest in Securities of the Issuer

Items 5(a) and (b) are hereby amended and replaced in their entirety with the following:

(a) and (b) The responses of the Reporting Persons to Rows (7) through (13) of the cover pages of this Amendment and the information set forth in Item 4 of this Statement are hereby incorporated by reference in this Item 5. As a result of the ownership structure and other relationships described in Item 2 of the Statement, each of the Reporting Persons is the beneficial owner, with shared voting and dispositive power with the other Reporting Persons, of the

144,140,425 shares of Common Stock of which JBS USA is the record holder and the 29,865,897 shares of Common Stock JBS USA will acquire pursuant to the exercise of its Basic Subscription Privilege. The percentage of the class of securities identified pursuant to Item 1 beneficially owned by each of the Reporting Persons is based on 258,726,358 shares of Common Stock being outstanding as of the date of this Amendment, which the Reporting Persons calculated by adding (i) the 214,481,914 shares of Common Stock outstanding as of February 17, 2012, as disclosed in the Issuer's Annual Report on Form 10-K filed with the SEC on February 17, 2012 and (ii) the 44,444,444 shares of Common Stock which the Issuer expects to issue in connection with the Rights Offering. This percentage may increase once the extent to which other holders of Common Stock have exercised their Basic Subscription Privilege and Over-Subscription Privilege has been determined.

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Except as disclosed in the Statement, none of the Reporting Persons or, to the best of the Reporting Persons' knowledge, any of the persons listed in Schedules I through V attached to the Statement beneficially owns any shares of Common Stock or has the right to acquire any shares of Common Stock.

Except as disclosed in the Statement, none of the Reporting Persons or, to the best of the Reporting Persons' knowledge, any of the persons listed in Schedules I through V attached to the Statement presently has the power to vote or to direct the vote or to dispose or direct the disposition of any of the shares of Common Stock that they may be deemed to beneficially own.

Item 7.

Material to Be Filed as Exhibits

- 1. Joint Filing Agreement, dated as of January 7, 2010, among the Reporting Persons (incorporated by reference to Exhibit 99.1 to the Issuer's Statement filed with the SEC on January 7, 2010).
- 2. Stock Purchase Agreement, dated as of September 16, 2009, between Pilgrim's Pride Corporation and JBS USA Holdings, Inc. (incorporated by reference to Exhibit 2.1 to the Issuer's Form 8-K filed with the SEC on September 18, 2009).
- 3. Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (As Modified) dated December 8, 2009 (incorporated by reference to Exhibit 99.1 to the Issuer's Form 8-K filed with the SEC on December 10, 2009).
- 4. Stockholders Agreement, dated as of December 28, 2009, between Pilgrim's Pride Corporation and JBS USA Holdings, Inc. (incorporated by reference to Exhibit 4.1 to the Issuer's Form 8-A filed with the SEC on December 28, 2009).
- 5. Amended and Restated Certificate of Incorporation of Pilgrim's Pride Corporation, filed with the Secretary of State of the State of Delaware on December 28, 2009 (incorporated by reference to Exhibit 3.1 to the Issuer's Form 8-A filed with the SEC on December 28, 2009).
- 6. Amended and Restated Corporate Bylaws of Pilgrim's Pride Corporation, effective as of December 28, 2009 (incorporated by reference to Exhibit 3.2 to the Issuer's Form 8-A filed with the SEC on December 28, 2009).
- 7. Powers of Attorney for the Reporting Persons (incorporated by reference to Exhibit 99.7 to the Issuer's Statement filed with the SEC on January 7, 2010).
- 8. Letter Agreement, dated as of November 5, 2010, among JBS USA, Pilgrim Interests, Ltd., and Lonnie A. "Bo" Pilgrim (incorporated by reference to Exhibit 8 to the Issuer's Statement filed with the SEC on November 8, 2010).
- 9. Waiver to the Stockholders Agreement, dated November 4, 2010, between JBS USA and the Issuer (incorporated by reference to Exhibit 9 to the Issuer's Statement filed with the SEC on November 8, 2010).
- 10. Commitment Agreement, dated December 19, 2011, between JBS USA and the Issuer (incorporated by reference to Exhibit 10.1 to the Issuer's Form S-3 filed with the SEC on December 19, 2011).

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: March 1, 2012

JBS USA HOLDINGS, INC.

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

JBS HUNGARY HOLDINGS KFT.

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

JBS GLOBAL A/S

By: /s/ Christopher Gaddis Name: Christopher Gaddis Title: Attorney in Fact

JBS S.A.

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

ZMF FUNDO DE INVESTIMENTO EM PARTICIPAÇÕES

By: /s/ Christopher Gaddis Name: Christopher Gaddis Title: Attorney in Fact

J&F PARTICIPAÇÕES S.A.

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

JJBJ PARTICIPAÇÕES LTDA.

By: /s/ Christopher Gaddis Name: Christopher Gaddis Title: Attorney in Fact

JJMB PARTICIPAÇÕES LTDA.

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

VLBM PARTICIPAÇÕES LTDA.

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

VNBM PARTICIPAÇÕES LTDA.

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

VVMB PARTICIPAÇÕES LTDA.

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

WWMB PARTICIPAÇÕES LTDA.

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

ZMF PARTICIPAÇÕES LTDA.

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

VIVIANNE MENDONÇA BATISTA

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

JOESLEY MENDONÇA BATISTA

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

WESLEY MENDONÇA BATISTA

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

VANESSA MENDONÇA BATISTA

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

VALÉRIA BATISTA MENDONÇA RAMOS

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

JOSÉ BATISTA JÚNIOR

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

FLORA MENDONÇA BATISTA

By: /s/ Christopher Gaddis Name: Christopher Gaddis Title: Attorney in Fact

JOSÉ BATISTA SOBRINHO

By: /s/ Christopher Gaddis
Name: Christopher Gaddis
Title: Attorney in Fact

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