

a producer and seller of chicken products; as a producer and seller of turkey products; and as a seller of other products.

3. The Class Period begins with Pilgrim's Pride's release of its second quarter 2008 results. The release acknowledged problems in the poultry industry but assured the market that the Company had made the tough decisions to address those challenges. This release helped stabilize Pilgrim's Pride's stock price which had been dropping since 2007.

4. On May 16, 2008, defendants consummated the sale of Pilgrim's Pride's common stock pursuant to a false and misleading Registration Statement and Prospectus (collectively the "Registration Statement"), selling 7.5 million shares at \$24.00 per share, for proceeds of approximately \$180 million.

5. Due to defendants' positive, but false, statements, Pilgrim's Pride's stock closed as high as \$26.85 per share in late May 2008.

6. On August 11, 2008, Pilgrim's Pride issued a press release entitled "Pilgrim's Pride Corporation to Idle Chicken Processing Plant in Clinton, Arkansas and Further-Processing Facility in Bossier City, Louisiana," which stated in part:

Pilgrim's Pride Corporation today announced plans to idle a chicken processing plant in Clinton, Ark., and a further-processing facility in Bossier City, La. Both moves, which are expected to be completed within 60 days, are part of the company's ongoing effort to operate more efficiently and return to profitability amid high feed costs and an oversupply of chicken on the market.

7. Then, on September 24, 2008, after the market closed, the Company issued a press release entitled "Pilgrim's Pride Corporation Issues Statement in Response to Recent Trading Activity in Its Common Stock," which stated in part:

Pilgrim's Pride Corporation today announced that, based on preliminary results, it notified its lenders that the company expects to report a significant loss in the fiscal fourth quarter ending September 27, 2008. The company attributed the anticipated loss to high feed-ingredient costs, continued weak pricing and demand for breast

meat, and the significant negative impact of hedged grain positions during the quarter.

As a result of this expected loss, Pilgrim's Pride recently informed its lenders that it does not expect to be in compliance with its fixed-charge coverage ratio covenant under its principal credit facilities as of the fiscal year ending September 27, 2008, but expects to be in compliance with all other covenants as of the end of the 2008 fiscal year.

Pilgrim's Pride also announced that it believes it has reached an understanding with the agents under its credit facilities to temporarily waive the fixed-charge coverage ratio covenant through October 28, 2008, and to provide continued liquidity under these facilities during this same period. The temporary waiver will be subject to the negotiation of a definitive written agreement with the lenders, and there can be no assurance that this negotiation will result in a waiver acceptable to Pilgrim's Pride and its lenders. Failure to obtain a waiver or amendment of this covenant may preclude the company from drawing funds under these facilities and permit the lenders to declare an event of default, either of which would have a material adverse effect on the company.

8. With the news of Pilgrim's Pride's significant losses, shares plunged to \$3.84 per share on September 25, 2008 from \$10.26 per share on September 23, 2008, and from the Company's Class Period high of \$26.85 per share in late May 2008.

9. Defendants were aware of the following material undisclosed information which contradicted their public statements, including in the Registration Statement/Prospectus:

(a) The Company's hedges to protect it from adverse changes in costs were not working and in fact were harming the Company's results more than helping;

(b) The Company's inability to continue to use illegal workers would adversely affect its margins;

(c) The Company's financial results were continuing to deteriorate rather than improve, such that the Company's capital structure was threatened;

(d) The Company was in a much worse position than its competitors due to its inability to raise prices for customers sufficient to offset cost increases, whereas its competitors were able to raise prices to offset higher costs affecting the industry; and

(e) The Company had not made sufficient changes to its business to succeed in the more difficult industry conditions.

II. JURISDICTION AND VENUE

10. The claims asserted herein arise under and pursuant to §§10(b) and 20(a) of the 1934 Act [15 U.S.C. §§78j(b) and 78t(a)] and SEC Rule 10b-5. Jurisdiction is conferred by §27 of the 1934 Act.

11. This Court has jurisdiction over the subject matter of this action pursuant to 28 U.S.C. §1331 and §27 of the 1934 Act.

12. Venue is proper in this District pursuant to 28 U.S.C. §1391(b), because Pilgrim's Pride maintains its headquarters in this District and many of the acts and practices complained of herein occurred in substantial part in this District.

13. In connection with the acts alleged in this complaint, defendants, directly or indirectly, used the means and instrumentalities of interstate commerce, including, but not limited to, the mails, interstate telephone communications and the facilities of the national securities markets.

III. PARTIES

14. Plaintiff Ronald Acaldo acquired the common stock of Pilgrim's Pride during the Class Period and has been damaged thereby.

15. Defendant Pilgrim's Pride is a producer of poultry in the United States, Mexico and Puerto Rico. Defendant Pilgrim's Pride may be served with process at its company headquarters, located at: 4845 U.S. Hwy. 271North, P.O. Box 93, Pittsburg, Texas 75686.

16. Defendant Lonnie “Bo” Pilgrim (“L. Pilgrim”) is, and at all relevant times was, Senior Chairman of the Board of Pilgrim’s Pride. L. Pilgrim signed or authorized the signing of the false and misleading Form S-3ASR Registration Statement. Defendant L. Pilgrim may be served with process at his principal place of business, located at: 4845 U.S. Hwy. 271North, P.O. Box 93, Pittsburg, Texas 75686.

17. Defendant Lonnie Ken Pilgrim (“L.K. Pilgrim”) is, and at all relevant times was, Chairman of the Board of Pilgrim’s Pride. L.K. Pilgrim signed or authorized the signing of the false and misleading Form S-3ASR Registration Statement. Defendant L.K. Pilgrim may be served with process at his principal place of business, located at: 4845 U.S. Hwy. 271North, P.O. Box 93, Pittsburg, Texas 75686.

18. Defendant Clifford E. Butler (“Butler”) was, at all relevant times, Vice Chairman of the Board of Pilgrim’s Pride. Butler signed or authorized the signing of the false and misleading Form S-3ASR Registration Statement. Defendant C. Butler may be served with process at his principal place of business, located at: 4845 U.S. Hwy. 271North, P.O. Box 93, Pittsburg, Texas 75686.

19. Defendant J. Clinton Rivers (“Rivers”) has been President and Chief Executive Officer (“CEO”) of the Company since March 2008 and Chief Operating Officer (“COO”) since October 2004. Defendant Rivers may be served with process at his principal place of business, located at: 4845 U.S. Hwy. 271North, P.O. Box 93, Pittsburg, Texas 75686.

20. Defendant Richard A. Cogdill (“Cogdill”) is, and at all relevant times was, Executive Vice President, Chief Financial Officer (“CFO”), Treasurer and Secretary of Pilgrim’s Pride. Cogdill signed or authorized the signing of the false and misleading Form S-3ASR Registration

Statement. Defendant Codgill may be served with process at his principal place of business, located at: 4845 U.S. Hwy. 271North, P.O. Box 93, Pittsburg, Texas 75686.

21. The defendants referenced above in ¶¶16-20 are referred to herein as the “Individual Defendants.”

IV. CLASS ACTION ALLEGATIONS

22. Plaintiff brings this action as a class action pursuant to Federal Rule of Civil Procedure 23(a) and (b)(3) on behalf of a class consisting of all persons or entities who acquired shares of Pilgrim’s Pride common stock during the Class Period and who were damaged thereby (the “Class”). Excluded from the Class are defendants, the officers and directors of the Company, at all relevant times, members of their immediate families and their legal representatives, heirs, successors or assigns and any entity in which defendants have or had a controlling interest.

23. The members of the Class are so numerous that joinder of all members is impracticable. Pilgrim’s Pride stock was actively traded on the NYSE. While the exact number of Class members is unknown to plaintiff at this time and can only be ascertained through appropriate discovery, plaintiff believes that there are hundreds of members in the proposed Class. Record owners and other members of the Class may be identified from records maintained by Pilgrim’s Pride or its transfer agent and may be notified of the pendency of this action by mail, using the form of notice similar to that customarily used in securities class actions. Pilgrim’s Pride has 74 million shares of stock outstanding.

24. Plaintiff’s claims are typical of the claims of the members of the Class as all members of the Class are similarly affected by defendants’ wrongful conduct in violation of federal law that is complained of herein.

25. Plaintiff will fairly and adequately protect the interests of the members of the Class and has retained counsel competent and experienced in class and securities litigation.

26. Common questions of law and fact exist as to all members of the Class and predominate over any questions solely affecting individual members of the Class. Among the questions of law and fact common to the Class are:

(a) whether the 1934 Act was violated by defendants;

(b) whether statements made by defendants to the investing public in the Registration Statement misrepresented material facts about the business, operations and management of Pilgrim's Pride; and

(c) to what extent the members of the Class have sustained damages and the proper measure of damages.

27. A class action is superior to all other available methods for the fair and efficient adjudication of this controversy since joinder of all members is impracticable. Furthermore, as the damages suffered by individual Class members may be relatively small, the expense and burden of individual litigation make it impossible for members of the Class to individually redress the wrongs done to them. There will be no difficulty in the management of this action as a class action.

V. BACKGROUND

28. Pilgrim's Pride is a producer of poultry in the United States, Mexico and Puerto Rico. In the United States, the Company produces prepared and fresh chicken and turkey, while in Mexico and Puerto Rico it produces only fresh chicken. Through vertical integration, it controls the breeding, hatching and growing of chickens, and the processing and preparation, packaging and sale of its product lines. It operates in three segments: as a producer and seller of chicken products; as a producer and seller of turkey products; and as a seller of other products.

**VI. THE FALSE AND MISLEADING STATEMENTS
DURING THE CLASS PERIOD**

29. The Class Period begins with Pilgrim's Pride's release of its second quarter fiscal 2008 results on May 5, 2008, which stated in part:

Pilgrim's Pride Corporation today reported a net loss of \$111.4 million, or \$1.67 per share, on net sales of \$2.1 billion for the second fiscal quarter ended March 29, 2008.

* * *

Pilgrim's Pride said its costs for corn and soybean meal in the quarter climbed \$200 million, when compared to the same period a year ago, as the average price for a bushel of corn increased 29% and soybean meal gained more than 63%. Based on the actual costs incurred for the first half of the fiscal year and current commodity futures markets for the remainder, the company's total feed-ingredient costs for fiscal 2008 would be up more than \$800 million from last fiscal year.

* * *

Mr. Rivers added: "At Pilgrim's Pride, *we have made a series of tough decisions over the past two months to address the challenges facing our business.* Those decisions include closing a processing plant and six distribution centers, and a planned reduction in production by 5% in the second half of fiscal 2008. While consumer demand for chicken remains strong, we believe that production cuts are necessary to bring supply into better balance with demand at appropriate selling prices to cover input costs. Indeed, industry data for the last full week in April show that egg sets declined 2.4% year over year, the fifth consecutive weekly decline. In addition, market pricing for breast meat has begun a much-needed rise, though we believe that little, if any, of this increase is attributable to the recent production cutbacks. While we are encouraged by these positive trends, we believe that high grain costs will continue to exert pressure on our operating results during the second half of fiscal 2008. Accordingly, we continue to evaluate our production facilities for potential mix changes, closure, sale and/or consolidation in an effort to position the company for a return to profitability."

30. This release acknowledged problems in the poultry industry, but concealed the extent of its own problems. These statements helped to stabilize the price of Pilgrim's Pride's stock, which had been declining for a year.

31. On May 14, 2008, Pilgrim's Pride filed its Prospectus for the Offering (the "Offering Prospectus"), which forms part of the Registration Statement and which became effective on May

16, 2008, and at least 7.5 million shares of common stock were sold to the public at \$24.00 per share for proceeds of approximately \$180 million.

32. The Registration Statement and Offering Prospectus were negligently prepared and, as a result, contained untrue statements of material facts or omitted to state other facts necessary to make the statements made not misleading and were not prepared in accordance with the rules and regulations governing their preparation.

33. The Prospectus incorporated by reference Pilgrim's Pride's other SEC filings, including its Form 10-Q for the second quarter of fiscal 2008, filed on May 5, 2008. The 10-Q represented that Pilgrim's Pride had second quarter net sales of \$2.1 billion, up from \$1.98 billion in the prior year. The Form 10-Q also represented:

At March 29, 2008, our working capital increased \$186.7 million to \$581.4 million and our current ratio increased to 1.64 to 1 compared with working capital of \$394.7 million and a current ratio of 1.44 to 1 at September 29, 2007 primarily because of the working capital changes discussed below.

34. The Offering was successful and Pilgrim's Pride raised ***\$180 million***. Pilgrim's Pride common stock ended the month of June 2008 trading above \$12 per share.

35. On July 29, 2008, Pilgrim's Pride issued a press release entitled "Pilgrim's Pride Corporation Reports Financial Results for Third Quarter of Fiscal 2008," which stated in part:

Pilgrim's Pride Corporation today reported a net loss from continuing operations of \$48.3 million, or \$0.69 per share, on net sales of \$2.2 billion for the third fiscal quarter ended June 28, 2008. These results exclude charges of \$4.4 million, or \$0.06 per share, related to discontinued operations. For the third quarter of fiscal 2007, the company reported a net profit from continuing operations of \$63.3 million, or \$0.95 per share, on total sales of \$2.1 billion.

"Our financial results in the third quarter of fiscal 2008 reflect the significant headwinds facing our company and industry from high feed costs," said Clint Rivers, president and chief executive officer. "We have worked diligently to pass along price increases to our customers to help offset the impact of record-high corn and soybean meal costs. But, like other producers, we simply have not been able to keep pace with the extreme price volatility in the grain markets."

Pilgrim's Pride said its total feed-ingredient costs in the quarter climbed \$266 million, or 41 percent, when compared to the same period a year ago. Based on the actual costs incurred for the first three quarters of the fiscal year and current commodity futures markets for the remaining quarter, the company's total feed-ingredient costs for fiscal 2008 would be up an estimated \$900 million from last fiscal year.

"Looking ahead, there is no question that high feed costs will continue to be a significant concern for our industry. Pilgrim's Pride is part of a broad-based coalition of food companies that is strongly urging the federal government to fix its badly flawed ethanol policy before the food versus fuel debate sends the global economy into a tailspin and leads to even worse food shortages. Thousands of American workers already have lost their jobs as a result of the crisis facing the meat protein industry. We are pleased by the EPA's announcement last week that it needs additional time to review Texas Gov. Rick Perry's request for a waiver of the Renewable Fuels Standard. It is important for the EPA to understand all of the facts and compelling economic data, which we believe overwhelmingly support a waiver of the fuel standards, so that it can truly make an informed decision."

Mr. Rivers continued: "At Pilgrim's Pride, we are doing everything in our control to manage through this extremely difficult operating environment. Over the past six months we have made some tough, but necessary, decisions to position our company as a stronger, more efficient competitor. Those decisions include: closing a processing plant and seven distribution centers; consolidating our tray-pack business from our El Dorado, Ark., facility into six other case-ready plants; eliminating approximately 1,700 positions; and reducing our chicken production in an effort to better balance supply and demand at appropriate selling prices to cover input costs. In addition, we amended our debt covenants and completed a stock offering for \$177 million to provide us with more financial flexibility to manage our business through this tumultuous period. Additionally, while the egg set data trend over the past three weeks has been encouraging, with year-over-year reductions ranging from 2.4 to 3.9 percent over the past three weeks, we believe that these levels of reductions indicate a longer recovery period than we would have hoped for. As such, we believe that high grain costs will continue to exert pressure on our financial results in the fourth quarter of fiscal 2008, resulting in the continuation of operating losses."

36. On August 11, 2008, Pilgrim's Pride issued a press release entitled "Pilgrim's Pride Corporation to Idle Chicken Processing Plant in Clinton, Arkansas and Further-Processing Facility in Bossier City, Louisiana," which stated in part:

Pilgrim's Pride Corporation today announced plans to idle a chicken processing plant in Clinton, Ark., and a further-processing facility in Bossier City, La. Both moves, which are expected to be completed within 60 days, are part of the company's

ongoing effort to operate more efficiently and return to profitability amid high feed costs and an oversupply of chicken on the market.

* * *

“Over the past six months, Pilgrim’s Pride has taken a number of proactive steps to strengthen our competitive position amid a very difficult operating environment,” said Clint Rivers, president and chief executive officer. “These steps include the production cutbacks for the second half of fiscal 2008, the closure of a plant in North Carolina and seven distribution centers, and the consolidation of our tray-pack operations in El Dorado, Ark., to six other case-ready sites. Those changes, when combined with today’s announcement, will result in the elimination of nearly 2,300 positions.

“With Labor Day approaching and no indication that the actions taken to date by Pilgrim’s Pride or other industry members are having a positive effect on selling prices for our products, it is now clear that more significant, decisive action is necessary. In addition, EPA’s disappointing decision to reject the request for a partial waiver of the 2008 Renewable Fuel Standard for corn-based ethanol assures that high grain prices are here to stay for the foreseeable future. While we had sincerely hoped to avoid further facility closures or consolidations, we recognize that we must do everything in our control to pass along higher input costs. We believe the actions announced today, while painful, are needed to position Pilgrim’s Pride to emerge from this down cycle as a much stronger, more efficient competitor,” he explained.

The company does not expect to incur any material financial charges related to the announcements today.

37. On September 24, 2008, shares of Pilgrim’s Pride stock fell significantly on news of additional layoffs in excess of 100 jobs. This did not include the previous cuts made at the Company’s El Dorado, Arkansas plant of 600 positions.

38. Then, on September 24, 2008, after the market closed, the Company issued a press release entitled “Pilgrim’s Pride Corporation Issues Statement in Response to Recent Trading Activity in Its Common Stock,” which stated in part:

Pilgrim’s Pride Corporation today announced that, based on preliminary results, it notified its lenders that the company expects to report a significant loss in the fiscal fourth quarter ending September 27, 2008. The company attributed the anticipated loss to high feed-ingredient costs, continued weak pricing and demand for breast meat, and the significant negative impact of hedged grain positions during the quarter.

As a result of this expected loss, Pilgrim's Pride recently informed its lenders that it does not expect to be in compliance with its fixed-charge coverage ratio covenant under its principal credit facilities as of the fiscal year ending September 27, 2008, but expects to be in compliance with all other covenants as of the end of the 2008 fiscal year.

Pilgrim's Pride also announced that it believes it has reached an understanding with the agents under its credit facilities to temporarily waive the fixed-charge coverage ratio covenant through October 28, 2008, and to provide continued liquidity under these facilities during this same period. The temporary waiver will be subject to the negotiation of a definitive written agreement with the lenders, and there can be no assurance that this negotiation will result in a waiver acceptable to Pilgrim's Pride and its lenders. Failure to obtain a waiver or amendment of this covenant may preclude the company from drawing funds under these facilities and permit the lenders to declare an event of default, either of which would have a material adverse effect on the company.

39. With the news of Pilgrim's Pride's significant losses, shares plunged to \$3.84 per share on September 25, 2008 from \$10.26 per share on September 23, 2008, and from the Company's Class Period high of \$26.85 per share in late May 2008.

40. On September 25, 2008, *StreetInsider.com* published an article that stated in part:

Pilgrim's Pride Corporation issued a statement following yesterday's 38% drop in the shares.

Pilgrim's Pride announced that, based on preliminary results, it notified its lenders that the company expects to report a significant loss in the fiscal fourth quarter ending September 27, 2008. The company attributed the anticipated loss to high feed-ingredient costs, continued weak pricing and demand for breast meat, and the significant negative impact of hedged grain positions during the quarter.

As a result of this expected loss, Pilgrim's Pride recently informed its lenders that it does not expect to be in compliance with its fixed-charge coverage ratio covenant under its principal credit facilities as of the fiscal year ending September 27, 2008, but expects to be in compliance with all other covenants as of the end of the 2008 fiscal year.

Pilgrim's Pride also announced that it believes it has reached an understanding with the agents under its credit facilities to temporarily waive the fixed-charge coverage ratio covenant through October 28, 2008, and to provide continued liquidity under these facilities during this same period. The temporary waiver will be subject to the negotiation of a definitive written agreement with the lenders, and there can be no assurance that this negotiation will result in a waiver acceptable to Pilgrim's Pride and its lenders. Failure to obtain a waiver or

amendment of this covenant may preclude the company from drawing funds under these facilities and permit the lenders to declare an event of default, either of which would have a material adverse effect on the company.

41. Defendants were aware of the following material undisclosed information which contradicted their public statements, including in the Registration Statement/Prospectus:

(a) The Company's hedges to protect it from adverse changes in costs were not working and in fact were harming the Company's results more than helping;

(b) The Company's financial results were continuing to deteriorate rather than improve, such that the Company's capital structure was threatened;

(c) The Company was in much worse position than its competitors due to its inability to raise prices for customers sufficient to offset cost increases, whereas its competitors were able to raise prices to offset higher costs affecting the industry; and

(d) The Company had not made sufficient changes to its business to succeed in the more difficult industry conditions.

42. As *Forbes* would later write on September 30, 2008, in an article entitled "Pilgrim's Pride's Shame":

While the financial markets have been hemorrhaging, chicken producer Pilgrim's Pride has been having a crisis of its own.

On Monday Pilgrim's Pride fell 21.4%, or 76 cents, to close at \$2.79, after it announced it received a temporary waiver on a credit covenant and retained advisers to review its operations and refinancing strategy. It is saddled with a mound of debt, largely the result of buying smaller rival Gold Kist in early 2007, and the tightness of credit is scaring its investors away.

Investors ran from Pilgrim's Pride last week on fears over the company's ability to repay its debt, and Monday's announcement apparently did little to assuage those concerns. On Thursday the poultry producer announced it expected a significant quarterly loss that would lead it to be out of compliance with its credit covenant.

Like the rest of the industry, Pilgrim's Pride has been hurt by the high cost of animal feeds, which are made from commodities like corn and soybeans. *The reason why other poultry producers haven't lost nearly three fourths of their value over the last five days is because most have at least partially recouped their increased costs through higher retail prices. Pilgrim's Pride, however, has run into low demand for breast meat, weak prices and a major negative impact of hedged grain positions.*

Pilgrim's Pride did not respond to requests for comment.

A significant contributor to the drop in demand for chicken breast stems from casual dining chains, which are hurting as a result of slowing consumer spending.

"A combination of protein oversupply, high feed costs, weak domestic demand and poor risk management has created 'The Great Chicken Crisis of 2008,'" said BMO Capital Markets equity analyst Kenneth Zaslow in a note on Monday about Pilgrim's Pride.

Shares of Pilgrim's Pride's peer Smithfield dropped more than 21% amid worries that it was being hurt by the same liquidity issues affecting Pilgrim's Pride.

The shares recovered most of that loss later on Friday after the hog and pork company said it "is on very sound financial footing" and was in compliance with its debt covenants.

Pilgrim's Pride investors however weren't so lucky, instead being offered the cryptic promise of a "significant loss" by management, and the inability to pay its bills.

VII. LOSS CAUSATION/ECONOMIC LOSS

43. By misrepresenting the Company's financial statements and concealing the impact on Pilgrim's Pride's business of its capital problems, the defendants presented a misleading picture of Pilgrim's Pride's business and prospects. Thus, instead of truthfully disclosing during the Class Period that Pilgrim's Pride's business was not as healthy as represented, defendants misrepresented Pilgrim's Pride's financial outlook and its actual business prospects going forward.

44. These claims of profitability caused and maintained the artificial inflation in Pilgrim's Pride's stock price throughout the Class Period and until the truth was revealed to the market.

45. Defendants' false and misleading statements had the intended effect and caused Pilgrim's Pride stock to trade at artificially inflated levels throughout the Class Period, reaching as high as \$26.85 per share in May 2008.

46. As a direct result of defendants' admissions and the public revelations regarding the truth about Pilgrim's Pride's actual business prospects, Pilgrim's Pride's stock price plummeted 68%, falling from \$11.74 per share on September 22, 2008 to \$3.84 per share on September 25, 2008 – a drop of \$7.90 per share. This drop removed the inflation from Pilgrim's Pride's stock price, causing real economic loss to investors who had purchased the stock during the Class Period.

VIII. CAUSES OF ACTION

COUNT I

For Violation of §10(b) of the 1934 Act and Rule 10b-5 Against All Defendants

47. Plaintiff incorporates ¶¶1-46 by reference.

48. During the Class Period, the Company and the Individual Defendants disseminated or approved the false statements specified above, which they knew or deliberately disregarded were misleading in that they contained misrepresentations and failed to disclose material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading.

49. These defendants violated §10(b) of the 1934 Act and Rule 10b-5 in that they:

- (a) employed devices, schemes and artifices to defraud;
- (b) made untrue statements of material facts or omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; or

(c) engaged in acts, practices and a course of business that operated as a fraud or deceit upon plaintiff and others similarly situated in connection with their purchases of Pilgrim's Pride common stock during the Class Period.

50. Plaintiff and the Class have suffered damages in that, in reliance on the integrity of the market, they paid artificially inflated prices for Pilgrim's Pride common stock. Plaintiff and the Class would not have purchased Pilgrim's Pride common stock at the prices they paid, or at all, if they had been aware that the market prices had been artificially and falsely inflated by defendants' misleading statements

COUNT II

For Violation of §20(a) of the 1934 Act Against All Defendants

51. Plaintiff incorporates ¶¶1-50 by reference.

52. The Company and the Individual Defendants acted as controlling persons of Pilgrim's Pride within the meaning of §20(a) of the 1934 Act. By reason of their positions with the Company, and their ownership of Pilgrim's Pride stock, the Individual Defendants had the power and authority to cause Pilgrim's Pride to engage in the wrongful conduct complained of herein. Pilgrim's Pride controlled the Company, the Individual Defendants and all of its employees. By reason of such conduct, defendants are liable pursuant to §20(a) of the 1934 Act.

IX. PRAYER FOR RELIEF

WHEREFORE, plaintiff prays for relief and judgment, as follows:

A. Determining that this action is a proper class action and certifying plaintiff as a Class representative under Rule 23 of the Federal Rules of Civil Procedure;

B. Awarding compensatory damages in favor of plaintiff and the other Class members against all defendants, jointly and severally, for all damages sustained as a result of defendants' wrongdoing, in an amount to be proven at trial, including interest thereon;

C. Awarding plaintiff and the Class their reasonable costs and expenses incurred in this action, including counsel fees and expert fees; and

D. Awarding such equitable/injunctive or other relief as deemed appropriate by the Court.

X. JURY DEMAND

Plaintiff demands a trial by jury.

DATED: October 29, 2008.

Respectfully Submitted,



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