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October 17, 2006

Dear Gold Kist Inc. Stockholder:

We write to urge you to join us in calling on the Gold Kist board of directors to redeem the company's poison pill immediately, allowing stockholders to decide for themselves whether to accept Pilgrim's Pride's (PPC) \$20 per share tender offer or any higher future offer.

While we view PPC's \$20 per share offer as inadequate, we are concerned that apparent conflicts of interest may have compromised the Gold Kist's board's independence, particularly with respect to a possible sale to PPC. Redeeming the company's pill could motivate PPC to raise its offer, while also empowering stockholders to make this vital decision on their own.

Our decision to share our concerns directly with Gold Kist stockholders follows (1) chairman A.D. Frazier's failure to respond to our October 6 letter calling on the Gold Kist board to redeem the pill in light of apparent director conflicts of interest and (2) Gold Kist's filing of a schedule 14D-9 on October 12 recommending that stockholders refuse PPC's offer and detailing the steps it is taking to maintain Gold Kist's independence. While we share the Gold Kist directors' view of PPC's current offer, we do not believe the board should retain effective control to approve tender offers given potential conflicts, concerns with the board's response to PPC to date, and the potential for a higher offer price from PPC.

The CtW Investment Group works with pension funds sponsored by unions affiliated with Change to Win, a federation of unions representing over six million workers in the United States. Members of Change to Win affiliates participate in public and union-sponsored pension funds with about \$1.5 trillion in assets; a number of these funds are Gold Kist stockholders.

We further detail our concerns below. If you agree with us that stockholders deserve a say in this matter, we urge you to contact us and to communicate your concerns to Gold Kist.

1. Too many corporate constituencies at Gold Kist – executives, inside and affiliated directors, and grower stockholders – may have an interest in maintaining Gold Kist's independence from PPC regardless of the offering price.

While a majority of the Gold Kist board is independent, four of the board's nine directors are either Gold Kist executives or suppliers who may have an economic interest in maintaining their contracts with an independent Gold Kist. In addition to John Bekkers, the company's President, these include directors Jeffery A. Henderson, Douglas A. Reeves, and Dan Smalley, all of whom are growers who maintain business relationships with the company.

We are concerned that the board may believe that resistance against PPC will enjoy the implicit support of a large bloc of grower-stockholders whose economic interest in their business relationship with Gold Kist may be more important to them than their interest as stockholders. These contract growers, who owned an estimated 62% of the company after the initial public offering, are believed to still hold a significant stake in the company – perhaps as high as 40-50% according to recent analyst reports. Indeed, when it went public, Gold Kist established a "Grower Advisory Committee" to advise the company on relations with the growers, a committee that continues to this day.

PPC has recognized the “unique relationship” that Gold Kist enjoys with growers and pledged to continue the “Grower’s Council” (sic) if the deal closes. In what could be read as a direct appeal to growers’ economic concerns, PPC Chairman Lonnie “Bo” Pilgrim assured the Gold Kist board in an August 18 letter, “we believe the contract pay to your current grower base is reasonable and competitive, and we therefore intend to maintain the current arrangement.”

While growers’ interests are important, the board must not place those interests ahead of its duty to act in stockholders’ best interests.

2. Gold Kist’ charter and bylaws give the board broad powers to prevent takeovers that may be beneficial to stockholders.

As Gold Kist disclosed in its 2004 IPO prospectus, “Our anti-takeover provisions and Delaware law could prevent or delay a change in control of our company, even if such a change of control would be beneficial to our stockholders.” Specifically, Gold Kist has a poison pill and a classified board, the company requires a 2/3 vote by both the board and stockholders to change the procedures for director selection, and the company has chosen not to opt out of the Delaware Business Combinations Statute. Gold Kist’s bylaws even seek to restrict the right to nominate directors to stockholders holding at least a 10% stake.

While such anti-takeover devices could enable the board to negotiate a higher offer, to date they may only have enabled the board to resist PPC’s entreaties. The two companies’ recent filings demonstrate that they were unable to agree on the terms of a confidentiality agreement designed to facilitate reciprocal due diligence and unlock a higher offer price. While Gold Kist should not enter into an agreement that it does not deem acceptable, we question whether the protection afforded by these defensive measures led the Gold Kist board to delay substantive negotiations until the deadline for submission of proposals for the annual meeting, increasing the incentive for PPC to go hostile.

3. Gold Kist’s belated creation of a special committee of independent directors does little to instill investor confidence, particularly given the committee’s emphasis on seeking alternatives to PPC.

PPC has made several offers to Gold Kist since February and Gold Kist’s October 12 schedule 14D-9 describes numerous meetings between the companies and their respective advisors since March to discuss a possible transaction. The Gold Kist board, however, waited until August 29, 2006 – after PPC went public with its buyout proposal – before appointing a special committee composed entirely of independent directors to review the offer. Indeed, the initial special committee to consider the offer, whose formation was announced on August 21, 2006, included the company’s chairman and CEO, John Bekkers; prior to that time, the entire board appears to have worked with Mr. Bekkers to review PPC’s offers, despite the economic interests that Bekkers and certain members of the board may have in keeping Gold Kist independent.

The principal mandate of the special committee is stated to be to “explore strategic plans and potential alternatives” to maximize stockholder value. While we welcome the board’s efforts to maximize value, the board’s explicit emphasis on seeking alternatives to PPC exacerbates our concern that such steps are motivated by interests that may be inconsistent with the best interests of stockholders. As the number two industry player, PPC certainly appears as well positioned as any potential buyer to capture synergies from a combination with Gold Kist, and these synergies should enable it to pay a higher price than other buyers while still creating value for its own stockholders.

4. Gold Kist’s criticisms of the PPC offer are internally inconsistent and may be misleading.

In its October 12 schedule 14D-9, Gold Kist simultaneously asserts (a) its current management and board “are uniquely situated to execute Gold Kist’s long-term plan, thereby delivering maximum value to the Gold

Kist stockholders” and (b) that it is considering “alternatives to maximize stockholder value,” including a combination with another partner or even a going-private deal. The two statements appear inconsistent.

Gold Kist also appears somewhat disingenuous in its warnings of “significant uncertainty” that the tender offer won’t go through. Satisfaction of the “business combination condition” and the “stockholder rights agreement condition” are within the board’s sole and exclusive control: the board could redeem the rights immediately, and could, by approving a transaction with PPC, satisfy the business combination condition. Moreover, at present the “litigation condition” would not be a problem but for the Gold Kist’s Clayton Act suit challenging PPC’s director nominations. Such assertions undermine the board’s credibility.

Summary: While the \$20 offer price is too low, stockholders should be able to decide.

PPC’s \$20 per share cash tender offer for Gold Kist appears inadequate. While it represents a 55% premium over Gold Kist’s price the day prior to the announcement, it falls below both Gold Kist’s October 13 closing price of \$20.32 and its all-time high closing price of \$23.36 reached in July of 2005 – before the Avian flu scare reduced demand and led to recent sector weakness.

Indeed, analysts have indicated that they see significantly more value in Gold Kist. SunTrust Robinson Humphrey, for example, argues that stockholders should look past this year’s weakened earnings and instead utilize FY2005 – when EBITDA surpassed \$200M – as the more appropriate benchmark for valuation. In that analysis, \$20 per share “represents a paltry 4x EV/EBITDA.” PiperJaffray, likewise, sees value up to \$24 per share based on normalized EBITDA of \$215M. Pilgrim’s Pride may be seeking to pick up an asset whose price is artificially low, and should raise its offer. Redeeming the Gold Kist pill could well motivate PPC to do just that; in any event, redemption will empower stockholders to decide for themselves.

Thank you for your consideration. Please contact Michael Garland at 212 290-0308 if you would like to speak further about these issues.

Sincerely,

A handwritten signature in black ink, appearing to read "William B. Patterson". The signature is fluid and cursive, with the first name "William" and last name "Patterson" clearly legible.

William Patterson
Executive Director