

FRESH DEL MONTE PRODUCE INC  
Form 4  
August 04, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**LAZOPOULOS EMANUEL**

2. Issuer Name and Ticker or Trading Symbol  
**FRESH DEL MONTE PRODUCE INC [FDP]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
**07/31/2015**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**SVP, North America Sales**

**C/O FRESH DEL MONTE PRODUCE INC., P.O. BOX 149222**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**CORAL GABLES, FL 33114**

(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 or Price   |  |   |
| Ordinary Shares                 | 07/31/2015 <sup>(1)</sup>            |  | M                              |   | 6,042<br><sup>(2)</sup>   | A  | \$ 0 7,821 D  |
| Ordinary Shares                 | 07/31/2015 <sup>(1)</sup>            |  | S                              |   | 1,284<br><sup>(3)</sup>   | D  | \$ 38.8347 6,537 D                                    |
| Ordinary Shares                 | 07/31/2015 <sup>(1)</sup>            |  | S                              |   | 1,252<br><sup>(3)</sup>   | D  | \$ 38.8352 5,285 D                                    |

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

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satisfaction of tax withholding obligations to be funded by a "sell to cover" transaction and does not represent a discretionary trade by the reporting person.

(4) RSUs granted under the Fresh Del Monte Produce Inc. 2014 Omnibus Share Incentive Plan. Each RSU represents a contingent right to receive one ordinary share of FDP. The RSUs vest in five equal annual installments of which three are remaining on each of 7/30/2016, 7/30/2017 and 7/30/2018.

(5) RSUs do not have an expiration date.

(6) Restricted Stock Units (RSU) granted under the Fresh Del Monte Produce Inc. 2014 Omnibus Share Incentive Plan. Each RSU represents a contingent right to receive one ordinary share of FDP. The RSUs will vest in five equal annual installments on each of 7/29/2015, 7/29/2016, 7/29/2017, 7/29/2018 and 7/29/2019.

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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