

FRESH DEL MONTE PRODUCE INC

Form 4

June 11, 2014

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Tenazas Marissa R

(Last) (First) (Middle)

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

(Street)

CORAL GABLES, FL 33114

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

FRESH DEL MONTE PRODUCE
INC [FDP]

3. Date of Earliest Transaction
(Month/Day/Year)

06/09/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
SVP Corporate Human Resources

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

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			
Ordinary Shares	06/09/2014		M		3,496	A	\$ 21.72	3,496	I	Held by Spouse
Ordinary Shares	06/09/2014		S		3,496	D	\$ 30	0	I	Held by Spouse
Ordinary Shares	06/10/2014		M		6,504	A	\$ 21.72	6,504	I	Held by Spouse
Ordinary Shares	06/10/2014		M		2,000	A	\$ 23.76	8,504	I	Held by Spouse
Ordinary Shares	06/10/2014		M		2,000	A	\$ 24.29	10,504	I	Held by Spouse

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Ordinary Shares	06/10/2014	S	10,504	D	\$ 30.0038 (4)	0	I	Held by Spouse
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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

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. D S (I
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 21.72	06/09/2014		M	3,496	<u>(1)</u>	07/31/2019	Ordinary Shares	3,496
Employee Stock Options (Right to Buy)	\$ 21.72	06/10/2014		M	6,504	<u>(1)</u>	07/31/2019	Ordinary Shares	6,504
Employee Stock Options (Right to Buy)	\$ 23.76	06/10/2014		M	2,000	<u>(2)</u>	08/03/2021	Ordinary Shares	2,000
Employee Stock Options (Right to Buy)	\$ 24.29	06/10/2014		M	2,000	<u>(3)</u>	08/01/2022	Ordinary Shares	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tenazas Marissa R C/O FRESH DEL MONTE PRODUCE INC. P.O. BOX 149222 CORAL GABLES, FL 33114			SVP Corporate Human Resources	

Signatures

Bruce Jordan, Attorney-in-fact for Marissa R.
Tenazas

06/11/2014

__Signature of Reporting Person

Date

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) The option is currently exercisable with respect to all underlying shares.

(2) This option is currently exercisable with respect to 2,000 shares and will become exercisable with respect to an additional 2,000 shares on each of 08/03/2014 and 08/03/2015.

(3) This option is currently exercisable with respect to 2,000 shares and will become exercisable with respect to an additional 2,000 shares on each of 08/01/2014, 08/01/2015 and 08/01/2016.

This represents the weighted average sales price of the shares. The shares were sold at prices ranging from \$30.00 to \$30.03. Mrs.

(4) Tenazas will provide, upon request of the SEC staff, Fresh Del Monte Produce Inc., or a shareholder of Fresh Del Monte Produce Inc., complete information regarding the number of shares sold at each price within the range.

Remarks:

Option exercises and share sales executed pursuant to a Rule 10b5-1 plan.

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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