

FRESH DEL MONTE PRODUCE INC
 Form 4
 April 04, 2017

FORM 4

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

OMB APPROVAL

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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 *
YOCK JOSE ANTONIO

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

3. Date of Earliest Transaction (Month/Day/Year)
03/31/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Central America

CORAL GABLES, FL 33114

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

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Ordinary Shares	03/31/2017		M		41,077	A	11
					41,077	D	

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)

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Stock Units ⁽²⁾	\$ 38.99	03/31/2017		M	2,700	⁽³⁾	⁽⁴⁾	Ordinary Shares	2,700
Performance Stock Units ⁽²⁾	\$ 33.44	03/31/2017		M	6,502	⁽³⁾	⁽⁴⁾	Ordinary Shares	6,502
Performance Stock Units ⁽²⁾	\$ 24.68	03/31/2017		M	10,834	⁽³⁾	⁽⁴⁾	Ordinary Shares	10,834
Performance Stock Units ⁽²⁾	\$ 26.52	03/31/2017		M	10,615	⁽³⁾	⁽⁴⁾	Ordinary Shares	10,615
Performance Stock Units ⁽²⁾	\$ 25.52	03/31/2017		M	10,426	⁽³⁾	⁽⁴⁾	Ordinary Shares	10,426

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YOCK JOSE ANTONIO C/O FRESH DEL MONTE PRODUCE INC. P.O. BOX 149222 CORAL GABLES, FL 33114			SVP, Central America	

Signatures

/s/ Bruce Jordan, Attorney-in-fact for Jose Antonio Yock

04/04/2017

⁽¹⁾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) Represents the number of ordinary shares that were acquired in connection with the Performance Stock Units (PSUs) and corresponding Dividend Equivalent Units (DEUs) listed in Table II.

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- PSUs are granted under the Fresh Del Monte Produce Inc. 2014 Omnibus Share Incentive Plan. Each PSU represents a contingent right to
- (2) receive one ordinary share of FDP. The PSUs are subject to meeting minimum performance criteria set by the compensation Committee of the Board of Directors of FDP.
 - (3) These PSUs and corresponding DEUs are fully vested.
 - (4) PSUs and associated DEUs do not have an expiration date.

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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