

FRESH DEL MONTE PRODUCE INC
 Form 3
 January 15, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Abbas Mohammed
 (Last) (First) (Middle)

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

CORAL GABLES, Â FL Â 33114
 (City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 01/04/2016

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 V.P. Middle East and N. Africa

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable Date Expiration Date

Title Amount or Number of

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				Shares		or Indirect (1) (Instr. 5)	
Employee Stock Options (Right to Buy)	Â (1)	08/01/2022	Ordinary Shares	2,000	\$ 24.29	D	Â
Employee Stock Options (Right to Buy)	Â (2)	07/31/2023	Ordinary Shares	2,000	\$ 28.01	D	Â
Restricted Stock Units	Â (3)	Â (4)	Ordinary Shares	6,473 (5)	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Abbas Mohammed C/O FRESH DEL MONTE PRODUCE INC. P.O. BOX 149222 CORAL GABLES, FL 33114	Â	Â	Â V.P. Middle East and N. Africa	Â

Signatures

/s/ Bruce Jordan, Attorney-in-fact for Mohammed
Abbas 01/15/2016

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 awarded on 08/01/2012 will become exercisable with respect to an additional 2,000 shares on 8/1/2016.
- (2) The option awarded on 07/31/2013 will become exercisable with respect to additional 1,000 shares on 7/31/2016 and 7/31/2017.
- (3) Restricted Stock Units (RSUs) are 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. Included in the 6,473 RSUs are 2,449 RSUs awarded on 07/30/2014, which will vest on each of 7/30/2016, 7/30/2017 and 7/30/2018 and 4,024 RSUs awarded on 07/29/2015, which will vest on each of 07/29/2016, 07/29/2017, 07/29/2018 and 07/29/2019.
- (4) RSUs and associated Dividend Equivalent Units (DEUs) do not have an expiration date.
- (5) Includes DEUs granted under the Fresh Del Monte Produce Inc. 2014 Omnibus Share Incentive Plan. Each DEU represents a contingent right to receive one ordinary share of FDP. DEUs are subject to vesting and/or performance criteria based on the underlying Restricted Stock Units (RSUs). Certain DEUs are subject to meeting minimum performance criteria set by the Compensation Committee of the Board of Directors of FDP.

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Remarks:

MohammedÂ AbbasÂ becameÂ subjectÂ toÂ SectionÂ 16Â ofÂ theÂ SecuritiesÂ ExchangeÂ ActÂ ofÂ 1934,Â onÂ January

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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