#### LAZOPOULOS EMANUEL

Form 4 May 16, 2011

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

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**OMB APPROVAL** 

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Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue.

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* LAZOPOULOS EMANUEL

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

below)

Symbol

FRESH DEL MONTE PRODUCE INC [FDP]

(Check all applicable)

(Last) (First) (Middle)

(Street)

(State)

3. Date of Earliest Transaction

Director 10% Owner X\_ Officer (give title Other (specify

(Month/Day/Year)

05/12/2011

SVP, North America Sales

PRODUCE INC., P.O. BOX 149222

(Zip)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

\_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

CORAL GABLES, FL 33114

(City)

C/O FRESH DEL MONTE

	1402	Tube 1 Troit Bettvative Securities required, Disposed of, or Beneficiary 6 whea							
		3.	4. Securities Acquired			5. Amount of			
(Month/Day/Year)	Execution Date, if	Transaction	saction(A) or Disposed of (D)			Securities	Form: Direct	Indirect	
	any	Code	(Instr. 3, 4 and 5)			Beneficially	(D) or	Beneficial	
	(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership	
						Following	(Instr. 4)	(Instr. 4)	
						Reported	· ·	· ·	
				(A)		*			
				or		` '			
		Code V	Amount	(D)	Price	(mstr. 5 and 1)			
05/12/2011		M	5,000	A	\$	5,000	D		
					21.72				
05/12/2011		S	5,000	D	\$ 27 19	0	D		
	(Month/Day/Year) 05/12/2011	2. Transaction Date (Month/Day/Year)  2A. Deemed Execution Date, if any (Month/Day/Year)  05/12/2011	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 8)  Code V  05/12/2011 M	2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  Code (Instr. 3, (Instr. 8))  Code V Amount  M 5,000	2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction(A) or Dispose Code (Instr. 3, 4 and (Instr. 8)  (A) or Code V Amount (D)  05/12/2011  M 5,000 A	2. Transaction Date (Month/Day/Year)    2A. Deemed   Execution Date, if any (Month/Day/Year)    (Month/Day/Year)    (Month/Day/Year)    2A. Deemed   Execution Date, if any (Month/Day/Year)    (Month/Day/Year)    (Instr. 8)    (A) or Code V Amount (D) Price    M    5,000 A    \$ 21.72	2. Transaction Date (Month/Day/Year)   2A. Deemed (Execution Date, if any (Month/Day/Year)   (Instr. 8)   2A. Deemed (Instr. 3, 4 and 5)   3.   4. Securities Acquired (Instr. 3, 4 and 5)   3.   4. Securities Acquired (Instr. 3, 4 and 5)   3.   4. Securities Acquired (Instr. 3, 4 and 5)   3.   4. Securities Acquired (Instr. 8)   3.   4. Securities Acquired (Instr. 8)   3.   4. Securities Acquired (Instr. 8)   3.   4. Securities Acquired (Instr. 3, 4 and 5)   5. Amount of Securities Acquired (Instr. 8)   5. Amount of Securities (Instr. 8)   5. Amount of Securiti	2. Transaction Date (Month/Day/Year)   2A. Deemed (Month/Day/Year)   Execution Date, if any (Month/Day/Year)   (Instr. 3) 4 and 5)   Securities Beneficially (D) or Owned Indirect (I) Following Reported Transaction(s) (Instr. 4)   Following Reported Transaction(s) (Instr. 3) and 4)   O5/12/2011   M   5,000   A   \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	

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

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# 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. Transactic 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
Employee Stock Options (Right to Buy)	\$ 21.72	05/12/2011		M	5,000	<u>(1)</u>	07/31/2019	Ordinary Shares	5,000

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LAZOPOULOS EMANUEL C/O FRESH DEL MONTE PRODUCE INC. P.O. BOX 149222 CORAL GABLES, FL 33114

SVP, North America Sales

## **Signatures**

/s/ Bruce Jordan, Attorney-in-fact for Emanuel Lazopoulos

05/16/2011

\*\*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 20,000 shares and will become exercisable with respect to an additional 10,000 shares on each of 7/31/2011, 7/31/2012 and 7/31/2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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