

Bunge LTD
 Form 4/A
 December 04, 2014

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 *
 Roebuck Karen

(Last) (First) (Middle)

C/O BUNGE LTD., 50 MAIN STREET

(Street)

WHITE PLAINS, NY 10606

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Bunge LTD [BG]

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/28/2014

4. If Amendment, Date Original Filed(Month/Day/Year)
 03/04/2014

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Contoller

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 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		
Common Stock <u>(1)</u>	02/28/2014		A		3,000 A \$ 0	10,969	D
Common Stock <u>(2)</u>	06/02/2014		A		9 A \$ 77.47	10,978	D
Common Stock <u>(3)</u>	09/02/2014		A		12 A \$ 84.96	10,990	D
Common Stock <u>(4)</u>	12/02/2014		A		13 A \$ 90.7	11,003	D

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

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(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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Roebuck Karen C/O BUNGE LTD. 50 MAIN STREET WHITE PLAINS, NY 10606			Controller	

Signatures

/s/ John Tropeano,
Attorney-in-Fact

12/04/2014

**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) Represents an award of restricted stock units granted under the 2009 Bunge Limited Equity Incentive Plan that was inadvertently omitted from the Form 4 filed by the reporting person on March 2, 2014. One restricted stock unit is convertible into one share of BG common stock and vests in three substantially equal annual installments commencing on February 28, 2015.
 - (2) Represents restricted stock units acquired on June 2, 2014 pursuant to a dividend reinvestment feature under the 2009 Bunge Limited Equity Incentive Plan.
 - (3) Represents restricted stock units acquired on September 2, 2014 pursuant to a dividend reinvestment feature under the 2009 Bunge Limited Equity Incentive Plan.
 - (4)

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Represents restricted stock units acquired on December 2, 2014 pursuant to a dividend reinvestment feature under the 2009 Bunge Limited Equity Incentive Plan.

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.