ABU-GHAZALEH MOHAMMAD

Form 4

March 05, 2018

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

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * ABU-GHAZALEH MOHAMMAD 2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

below)

Symbol

FRESH DEL MONTE PRODUCE

(Check all applicable)

Chairman and CEO

INC [FDP]

03/01/2018

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

_X__ Director X_ Officer (give title

10% Owner _ Other (specify

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

(Street)

(State)

(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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

CORAL GABLES, FL 33114

								-		· -
Sec	itle of curity str. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transactio	4. Securition(A) or Dis		•	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial
(222	,,		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
						(A)		Reported Transaction(s)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
	dinary ares	03/01/2018		M	42,042	A	\$ 0 (1)	5,376,410	D	
	dinary ares							20,000	I	Held by Spouse

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Edgar Filing: ABU-GHAZALEH MOHAMMAD - Form 4

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. Transactio Code (Instr. 8)	5. Number of or 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	\$ 33.44	03/01/2018		M	16,411	(3)	<u>(4)</u>	Ordinary Shares	16,411
Performance Stock Units	\$ 38.99	03/01/2018		M	13,632	<u>(5)</u>	<u>(4)</u>	Ordinary Shares	13,632
Performance Stock Units	\$ 56.52	03/01/2018		M	11,999	<u>(6)</u>	<u>(4)</u>	Ordinary Shares	11,999

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
ABU-GHAZALEH MOHAMMAD C/O FRESH DEL MONTE PRODUCE INC. P.O. BOX 149222 CORAL GABLES, FL 33114	X	X	Chairman and CEO			

Signatures

/s/ Bruce Jordan, Attorney-in-fact for Mohammad Abu-Ghazaleh

03/05/2018

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

Reporting Owners 2

Edgar Filing: ABU-GHAZALEH MOHAMMAD - Form 4

- (5) These remaining PSUs and corresponding DEUs will vest 2/24/2019.
- (6) These remaining PSUs and corresponding DEUs will vest in two equal annual installments on 2/22/2019 and 2/22/2020.

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.