Pelaez Reyes Jorge Form 4/A February 26, 2019

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

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subject to Section 16. Form 4 or Form 5 obligations may continue.

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if no longer

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Pelaez Reyes Jorge

Symbol

FRESH DEL MONTE PRODUCE

(Check all applicable)

INC [FDP]

(Last) (First) (Middle) 3. Date of Earliest Transaction

10% Owner Director X_ Officer (give title Other (specify

VP, Central America

(Month/Day/Year) 02/21/2019

below)

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

(State)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

(Street)

(Zip)

Applicable Line)

Filed(Month/Day/Year) 02/25/2019

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

(City)

					1	. ,	•
1.Title of Security	2. Transaction Date (Month/Day/Year)		3. Transactio	4. Securities on Acquired (A) or	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership
					Following	(Instr. 4)	(Instr. 4)
					Reported	· ·	· ·
				(A)	Transaction(s)		
				or	(Instr. 3 and 4)		
			Code V	Amount (D) Price	()		
Ordinary	02/22/2010(1)		M	400 (2) A CO	400	D	
Shares	$02/22/2019_{\underline{(1)}}$		M	$400 \frac{(2)}{}$ A \$ 0	400	D	
Ordinary Shares	02/21/2019		M	609 (2) A \$ 0	1,009	D	

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)

8. I De: Sec (In:

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. Transacti Code (Instr. 8)	5. Number of orDerivative 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
Restricted Stock Units	\$ 0 (3)	02/22/2019(1)		A	2,000	(3)	<u>(4)</u>	Ordinary Shares	2,000
Restricted Stock Units	\$ 0 (3)	02/22/2019(1)		M	400	(3)	<u>(4)</u>	Ordinary Shares	400
Restricted Stock Units	\$ 0 (5)	02/21/2019		M	609	<u>(5)</u>	<u>(4)</u>	Ordinary Shares	609

Reporting Owners

Reporting Owner Name / Address	Keiauonsnips			
	Director	10% Owner	Officer	Other

Pelaez Reyes Jorge

C/O FRESH DEL MONTE PRODUCE INC.

P.O. BOX 149222

CORAL GABLES, FL 33114

VP, Central America

Signatures

/s/ Marlene M. Gordon, Attorney-in-fact for Jorge Pelaez
Reyes

02/26/2019

**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) Transaction Date reflects the date on which the notification to employee and conversion of the Restricted Stock Units (RSU) occurred.
- (2) Represents the number of ordinary shares that were acquired in connection with the settlement of the RSUs and accompanying Dividend Equivalent Units (DEUs) listed in Table II.

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. The RSUs will vest in five equal annual installments on 2/20/2019, 2/20/2020, 2/20/2021, 2/20/2022 and 2/20/2023.

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- (4) RSUs and DEUs do not have an expiration date.
 - RSUs granted under the Fresh Del Monte Produce Inc. 2014 Omnibus Share Incentive Plan. Each RSU and / or DEU represents a
- (5) contingent right to receive one ordinary share of FDP. The RSUs will vest in five equal annual installments of which three are remaining on each of 2/21/2020, 2/21/2021 and 2/21/2022.

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.