EL-NAFFY HANI Form 4 March 25, 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:

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

may continue.

Check this box

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

See Instruction

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * **EL-NAFFY HANI**

(First)

PRODUCE INC., P.O. BOX 149222 (Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

FRESH DEL MONTE PRODUCE

INC [FDP]

(Check all applicable)

(Middle)

(Zin)

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

X_ Officer (give title

_X__ Director

10% Owner _ Other (specify

03/23/2011

below) President and COO

6. Individual or Joint/Group Filing(Check

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

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

CORAL GABLES, FL 33114

C/O FRESH DEL MONTE

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Ordinary Shares	03/23/2011		M	976	A	\$ 15.775	976	D	
Ordinary Shares	03/23/2011		S	976	D	\$ 26	0	D	
Ordinary Shares	03/24/2011		M	100	A	\$ 15.775	100	D	
Ordinary Shares	03/24/2011		S	100	D	\$ 26	0	D	

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

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SEC 1474 (9-02)

> 8. P Der Sec (Ins

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)	ctionof Derivative		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 Options (Right to Buy)	\$ 15.775	03/23/2011		M		976	<u>(1)</u>	08/14/2016	Ordinary Shares	976
Employee Options (Right to Buy)	\$ 15.775	03/24/2011		M		100	<u>(1)</u>	08/14/2016	Ordinary Shares	100

Reporting Owners

Reporting Owner Name / Address	Relationships					
Topotong C water tumo, thum one	Director	10% Owner	Officer	Other		
EL-NAFFY HANI C/O FRESH DEL MONTE PRODUCE INC. P.O. BOX 149222 CORAL GABLES, FL 33114	X		President and COO			
Signatures						

Signatures

Bruce Jordan, Attorney-in-fact for Hani El-Naffy

03/25/2011

**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).

Reporting Owners 2

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(1) The option became exercisable with respect to 30,000 shares on each of 8/14/2006, 8/14/2007, 8/14/2008, 8/14/2009 and 8/14/2010. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i> 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.