Bunge LTD Form 4 March 04, 2014

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or Number: January 31,
Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response...

Form 4 or Form 5 obligations may continue. See Instruction

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 sponse... 0.5

1(b).

(Print or Type Responses)

| 5. Relationship of Reporting Person(s) to Issuer | | | |
|--------------------------------------------------|--|--|--|
| (Check all applicable) | | | |
| , 11 | | | |
| Owner | | | |
| r (specify | | | |
| | | | |
| 6. Individual or Joint/Group Filing(Check | | | |
| | | | |
| son | | | |
| O r (| | | |

WHITE PLAINS, NY 10606

| (City) | (State) (| Zip) Table | e I - Non-D | erivative | Secur | rities Acq | uired, Disposed o | f, or Beneficial | ly Owned |
|--------------------------------------|--------------------------------------|-------------------------------------------------------------|----------------------------------------|---------------------------------------|------------------------------|-------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securi on(A) or D (Instr. 3, | ispose 4 and (A) or | ed of (D) | 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 Indirect Beneficial Ownership (Instr. 4) |
| Common Stock (1) | 12/02/2013 | | A | 6 | A | \$ 80.14 | 1,991 | D | |
| Common Stock (2) | 03/03/2014 | | A | 6 | A | \$ 78.43 | 1,997 | D | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

Person

Edgar Filing: Bunge LTD - 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. Transaction Code (Instr. 8) | 5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of D) Instr. 3, 4, | | 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 |
| Stock Option (Right to Buy) | \$ 79.47 | 02/28/2014 | | A | 18,750 | (3) | 02/27/2024 | Common Stock | 18,750 |

Reporting Owners

Relationships Reporting Owner Name / Address

10% Owner Officer Other Director

Mauger Pierre

C/O BUNGE LIMITED, 50 MAIN STREET

See Remarks **6TH FLOOR**

WHITE PLAINS, NY 10606

Signatures

/s/ John Tropeano,

03/04/2014 Attorney-in-Fact

**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).
- Represents restricted stock units acquired on December 2, 2013, pursuant to a dividend reinvestment feature under the 2009 Bunge **(1)** Limited Equity Incentive Plan that was not reported due to an administrative oversight.
- Represents restricted stock units acquired on March 3, 2014, pursuant to a dividend reinvestment feature under the 2009 Bunge Limited Equity Incentive Plan.
- This option is exercisable in three equal installments beginning on February 28, 2015.

Remarks:

Chief Development and Performance Management Officer

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.

Reporting Owners 2