

WEISSER ALBERTO

Form 5

February 14, 2012

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
WEISSER ALBERTO

(Last)

(First)

(Middle)

**C/O BUNGE LTD., 50 MAIN
STREET**

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
Bunge LTD [BG]3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20114. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

CEO - Bunge Ltd.

6. Individual or Joint/Group Reporting

(check applicable line)

WHITE PLAINS,, NY 10606

(City)

(State)

(Zip)

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) Amount	or (D)	Price			
Common Stock	12/08/2011	Â	G	1,180	D	\$ 0	0	I	By GRAT <u>(1)</u>
Common Stock	Â	Â	Â	Â	Â	Â	91,454 <u>(2)</u>	D	Â
Common Stock	12/08/2011	Â	G	590	A	\$ 0	11,052	I	By Weisser Family Trust <u>(3)</u>
	12/08/2011	Â	G	590	A	\$ 0	11,052	I	

Edgar Filing: WEISSER ALBERTO - Form 5

Common
Stock

By
Weisser
Family
Trust ⁽³⁾

Common
Stock

^

^

^

^

^

^

168,682

I

By GRAT
⁽⁴⁾

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 2270
(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. of D S B O E I F (I
					(A) (D)	Date Exercisable	Expiration Date	Title or Number of Shares	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WEISSER ALBERTO
C/O BUNGE LTD., 50 MAIN STREET
WHITE PLAINS,, NY 10606

^ X

^

^ CEO - Bunge Ltd. ^

Signatures

/s/ John Tropeano,
Attorney-in-Fact

02/13/2012

__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) In connection with the termination of a grantor annuity trust ("GRAT") previously established by the reporting person on November 11, 2009 for the benefit of himself and his two children, 1,180 shares of BG common stock were distributed equally to two family trusts for the benefit of the reporting person's children. The remaining 11,695 shares were distributed to the reporting person. In addition, in connection with the termination of a GRAT previously established by the reporting person on August 24, 2009, 32,659 shares of BG

Edgar Filing: WEISSER ALBERTO - Form 5

common stock were distributed to the reporting person.

- (2) The amount of securities beneficially owned by the reporting person has been adjusted to include 15 shares of BG common stock to reflect a reconciliation between the registrant's records and the records of the external administrator of the registrant's equity incentive plan in connection with the transactions previously reported on March 4, 2011.

- (3) The reporting person's former spouse is the trustee of the family trusts. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

- (4) Includes 135,612 common shares previously owned directly that were contributed to a GRAT on September 22, 2010 and 33,070 common shares previously owned directly that were contributed to a GRAT on December 10, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.