### Edgar Filing: COPPINGER FRANCIS - Form 4

| COPPING<br>Form 4  | ER FRANCIS       |   |                                       |  |                 |                  |  |   |                          |              |            |            |  |
|--|------------------|---|---------------------------------------|--|-----------------|------------------|--|---|--------------------------|--------------|------------|------------|--|
| June 04, 20  | )09              |   |                                       |  |                 |                  |  |   |                          |              |            |            |  |
|  |                  |   |                                       |  |                 |                  |  |   |                          | OMB APPROVAL |            |            |  |
| Washington, D.C. 20549   |                  |   |                                       |  |                 |                  |  |   | ON                       | OMB<br>Numbe |            |            |  |
| Check<br>if no lo  | this box         |   |                                       |  |                 | <b>FI</b>        |  |   |                          | Expires      | January    | 31,<br>005 |  |
| subject<br>Sectior<br>Form 4   | to SIAIE<br>116. | NGES IN BENEFICIAL OWNERSHIP<br>SECURITIES        |                                       |  |                 |                  |  |   | ted average<br>hours per | 0.5          |            |            |  |
| Form 5<br>obligations<br>may continue.<br>See Instruction<br>1(b).<br>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>30(h) of the Investment Company Act of 1940 |                  |   |                                       |  |                 |                  |  |   |                          |              |            |            |  |
| (Print or Type   | e Responses)     |   |                                       |  |                 |                  |  |   |                          |              |            |            |  |
| COPPINGER FRANCIS Symbol   |                  |   |                                       | er Name <b>a</b><br>LTD [B                   |                 | or Tra           | nding  | 5. Relationship of Reporting Person(s) to<br>Issuer   |                          |              |            |            |  |
| (Last)   | (First)          | (Middle)  | 3. Date of Earliest Transaction       |  |                 |                  |  | (Check all applicable)  |                          |              |            |            |  |
|  |                  |   |                                       | /Day/Year)<br>/2009                          | )               |                  | Officer (give title Other (specify below) below) |   |                          |              |            |            |  |
|  |                  |   |                                       | Amendment, Date Original<br>(Month/Day/Year) |                 |                  |  | <ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting</li> </ul> |                          |              |            |            |  |
| WHITE P  |                  |   |                                       |  | Person          |                  |  |   |                          |              |            |            |  |
| (City)   | (State)          | (State) (Zip) Table I - Non-Derivative Securities |                                       |  |                 |                  | curities A                                       | Acquired, Disposed of, or Beneficially Owned  |                          |              |            |            |  |
| 1.Title of<br>Security<br>(Instr. 3)2. Transaction Date<br>(Month/Day/Year)2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)   |                  |   | 3.<br>Transacti<br>Code<br>(Instr. 8) | 4. Securi<br>on(A) or Di<br>(Instr. 3,       | ispose<br>4 and | d of (D)         | SecuritiesCBeneficiallyFOwnedDFollowingo         | Forn<br>Dire  | rect (D)<br>Indirect     |              |            |            |  |
|  |                  |   |                                       | Code V                                       | Amount          | (A)<br>or<br>(D) | Price  | Transaction(s)<br>(Instr. 3 and 4)  | (Inst                    | r. 4)        |            |            |  |
| Common<br>Stock (1)  | 03/02/2009       |   |                                       | A  | 4               | A                | \$<br>44.45                                      | 4,481   | D                        |              |            |            |  |
| Common<br>Stock (2)  | 06/02/2009       |   |                                       | А  | 12              | А                | \$<br>67.59                                      | 4,493   | D                        |              |            |            |  |
| Common<br>Stock  |                  |   |                                       |  |                 |                  |  | 2,563   | I                        |              | Spouse     |            |  |
| Common<br>Stock  |                  |   |                                       |  |                 |                  |  | 715,079   | I                        |              | Company/Sp | ouse       |  |

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

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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.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 4.<br>Transac<br>Code<br>(Instr. 8 | 0<br>3) D<br>5<br>A<br>(4<br>D<br>0<br>(1 | lumber | 5                   | Date               | 7. Title and A<br>Underlying S<br>(Instr. 3 and | Securities                             | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) |
|---|---|---|------------------------------------|---|--------|---------------------|--------------------|---|--|---|
|   |   |   | Code                               | V (.                                      | A) (D) | Date<br>Exercisable | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |
| Phantom<br>Stock<br>Units <u>(3)</u>                | <u>(4)</u>  | 06/02/2009                              | А                                  |   | 4      | (4)                 | <u>(4)</u>         | Common<br>Stock                                 | 4                                      | \$ 67.89  |

## **Reporting Owners**

| <b>Reporting Owner Name / Address</b>  | Relationships |           |         |       |  |  |  |  |  |  |
|--|---------------|-----------|---------|-------|--|--|--|--|--|--|
|  | Director      | 10% Owner | Officer | Other |  |  |  |  |  |  |
| COPPINGER FRANCIS<br>C/O BUNGE LTD<br>50 MAIN STREET - 6TH FLOOR<br>WHITE PLAINS, NY 10606 | Х             |           |         |       |  |  |  |  |  |  |
| Signatures   |               |           |         |       |  |  |  |  |  |  |
| /s/ Thomas F. Albert,<br>Attorney-in-Fact  | 00            | 6/04/2009 |         |       |  |  |  |  |  |  |
| **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 deferred restricted stock units acquired on March 2, 2009 pursuant to a dividend reinvestment feature under the Bunge Limited 2007 Non-Employee Directors Equity Incentive Plan that were not timely reported due to an administrative error.
- (2) Represents deferred restricted stock units and restricted stock units acquired on June 2, 2009 pursuant to a dividend reinvestment feature under the Bunge Limited 2007 Non-Employee Directors Equity Incentive Plan.

(3)

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Represents phantom stock units acquired on June 2, 2009 pursuant to a dividend reinvestment feature under the Bunge Limited Deferred Compensation Plan for Non-Employee Directors.

Phantom stock units are issued under the Bunge Limited Deferred Compensation Plan for Non-Employee Directors and are settled in cash(4) or shares of BG common stock, at the reporting person's election, upon the earlier of (a) the reporting person's termination of service with BG and (b) a change in control of BG. Each phantom stock unit is the economic equivalent of a share of BG common stock.

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.