

Bunge LTD  
 Form 3  
 February 10, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Kabbes David		(Month/Day/Year)	Bunge LTD [BG]	
(Last)	(First)	(Middle)	02/01/2015	
C/O BUNGE LTD., 50 MAIN STREET, 6TH FLOOR			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
WHITE PLAINS, NY 10606			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			GC and MD Corp. Affairs	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock <sup>(1)</sup>	1,689	D	
Common Stock	3,058	I	By DGK Living Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â (2)	02/27/2017	Common Stock	4,300	\$ 80.06	D	Â
Stock Option (Right to Buy)	Â (3)	02/28/2018	Common Stock	3,450	\$ 110.745	D	Â
Stock Option (Right to Buy)	Â (4)	03/03/2020	Common Stock	4,950	\$ 61.6	D	Â
Stock Option (Right to Buy)	Â (5)	03/02/2021	Common Stock	4,200	\$ 71.2	D	Â
Stock Option (Right to Buy)	Â (6)	02/28/2022	Common Stock	4,500	\$ 67.63	D	Â
Stock Option (Right to Buy)	Â (7)	03/04/2023	Common Stock	3,600	\$ 74.33	D	Â
Stock Option (Right to Buy)	Â (8)	02/27/2024	Common Stock	3,300	\$ 79.47	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kabbes David C/O BUNGE LTD. 50 MAIN STREET, 6TH FLOOR WHITE PLAINS, NY 10606	Â	Â	Â GC and MD Corp. Affairs	Â

## Signatures

/s/ John Tropeano,  
Attorney-in-Fact

02/10/2015

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Includes (i) 666 restricted stock units ("RSUs") that were granted to the insider on March 5, 2013 and 14 RSUs acquired pursuant to a dividend reinvestment feature under the 2009 Bunge Limited Equity Incentive Plan that will vest in equal installments on March 5, 2015 and March 5, 2016 and (ii) 1,000 RSUs that were granted to the insider on February 28, 2014 and 9 RSUs acquired pursuant to a dividend reinvestment feature that will vest in substantially equal installments on February 28, 2015, February 28, 2016, and February 28, 2017. One RSU is convertible into one share of BG common stock.
- (1) This option became exercisable in three equal annual installments beginning on February 27, 2008.
  - (2) This option became exercisable in three equal annual installments beginning on February 28, 2009.
  - (3) This option became exercisable in three equal annual installments beginning on March 3, 2011.
  - (4) This option became exercisable in three equal annual installments beginning on February 27, 2008.

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- (5) This option became exercisable in three equal annual installments beginning on March 2, 2012.
- (6) This option is exercisable in three equal installments beginning on February 28, 2013.
- (7) This option is exercisable in three equal installments beginning on March 5, 2014.
- (8) This option is exercisable in three equal installments beginning on February 28, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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