

FRESH DEL MONTE PRODUCE INC

Form 6-K

November 07, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 6-K**

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**REPORT OF FOREIGN PRIVATE ISSUER**

**Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934**

**For the month of November 2007**

**Commission file number 1-14706**

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**Fresh Del Monte Produce Inc.**

**(Exact Name of Registrant as Specified in Its Charter)**

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**The Cayman Islands**

**(State or Other Jurisdiction of**

**Incorporation or Organization)**

**Walker House, Mary Street**

**P.O. Box 908GT**

**George Town, Grand Cayman**

**(Address of Registrant's Principal Executive Office)**

**c/o Del Monte Fresh Produce Company**

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241 Sevilla Avenue

Coral Gables, Florida 33134

(Address of Registrant's U.S. Executive Office)

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If  is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): ~~82-~~\_\_\_\_\_ .

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**Explanatory Note**

This Report on Form 6-K contains the following exhibit, which is hereby incorporated by reference as Exhibit 1.1 to the registrant's Registration Statement Form F-3 (File No. 333-07708).

Exhibit 1.1 Form of Underwriting Agreement.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**Fresh Del Monte Produce Inc.**

Date: November 6, 2007

By: /s/ Bruce A. Jordan  
Bruce A. Jordan  
Senior Vice President,

General Counsel & Secretary

**EXHIBIT INDEX**

| <b>Number</b> | <b>Description</b>              |
|---------------|---------------------------------|
| 1.1           | Form of Underwriting Agreement. |

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