

Schroder Soren  
Form 3  
May 31, 2013

**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 |  |
| Â Schroder Soren                                 |         | (Month/Day/Year)                     | Bunge LTD [BG]                                     |  |
| (Last)   | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|  |         | 05/24/2013                           |  |  |
| C/O BUNGE LIMITED,Â 50<br>MAIN STREET, 6TH FLOOR |         |                                      | (Check all applicable)                             |  |
| (Street)   |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
|  |         |                                      | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
|  |         |                                      | (give title below)                                 | (specify below)  |
|  |         |                                      | Chief Executive Officer                            |  |
|  |         |                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|  |         |                                      |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|  |         |                                      |  | <input type="checkbox"/> Form filed by More than One Reporting Person  |
| WHITE PLAINS,Â NYÂ 10606                         |         |                                      |  |  |
| (City)   | (State) | (Zip)                                |  |  |

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

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock <sup>(1)</sup>        | 55,039   | D   | Â  |
| Common Stock                       | 2,250  | I   | By Spouse  |

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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership<br>(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)            | 02/24/2016      | Common Stock | 3,333                      | \$ 57.01            | D   | Â |
| Stock Option (Right to Buy) | Â (3)            | 02/27/2017      | Common Stock | 4,300                      | \$ 80.06            | D   | Â |
| Stock Option (Right to Buy) | Â (4)            | 02/28/2018      | Common Stock | 4,350                      | \$ 110.745          | D   | Â |
| Stock Option (Right to Buy) | Â (5)            | 03/13/2019      | Common Stock | 4,500                      | \$ 51.61            | D   | Â |
| Stock Option (Right to Buy) | Â (6)            | 03/03/2020      | Common Stock | 25,000                     | \$ 61.6             | D   | Â |
| Stock Option (Right to Buy) | Â (7)            | 03/02/2021      | Common Stock | 30,000                     | \$ 71.2             | D   | Â |
| Stock Option (Right to Buy) | Â (8)            | 02/28/2022      | Common Stock | 37,500                     | \$ 67.63            | D   | Â |
| Stock Option (Right to Buy) | Â (9)            | 03/04/2023      | Common Stock | 38,175                     | \$ 74.33            | D   | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| Schroder Soren<br>C/O BUNGE LIMITED<br>50 MAIN STREET, 6TH FLOOR<br>WHITE PLAINS, NY 10606 | Â X           | Â         | Â Chief Executive Officer | Â     |

## Signatures

/s/ John Tropeano,  
Attorney-in-Fact

05/30/2013

\_\_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).
- (1) Includes an award of 26,907 restricted stock units that were granted to the insider on March 5, 2013. One restricted stock unit is convertible into one share of BG common stock. The restricted stock units fully vest on March 5, 2016.
- (2) This option became exercisable in three equal annual installments beginning on February 24, 2007.
- (3) This option became exercisable in three equal annual installments beginning on February 27, 2008.
- (4) This option became exercisable in three equal annual installments beginning on February 28, 2009.

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- (5) This option became exercisable in three equal annual installments beginning on March 13, 2010.
- (6) This option became exercisable in three equal annual installments beginning on March 3, 2011.
- (7) This option is exercisable in three equal installments beginning on March 2, 2012.
- (8) This option is exercisable in three equal installments beginning on February 28, 2013.
- (9) This option is exercisable in three equal installments beginning on March 5, 2014.

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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