



112032014002798



SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

Barcode Page (Exceptional Documents)

The following document has been received:

Receiving Officer/Encoder : Marites S. Guevarra

Receiving Branch : Head Office

Receipt Date and Time : December 03, 2014 04:57:31 PM

Company Information

SEC Registration No. -
Company Name DEL MONTE PACIFIC LIMITED
Filer Name ANTONIO E.S. UNGSON
Contact No 02-8562888

Document Information

Document ID 112032014002798
Document Type 17-C (FORM 11-C:CURRENT DISCL/RPT)
Period Covered 11/28/2014

Deficiencies Found

- COMPANY NAME NOT FOUND IN DATABASE

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER

1. 28 November 2014
Date of Report (Date of earliest event reported)
2. SEC Identification Number N/A
3. BIR Tax Identification No. N/A
4. Del Monte Pacific Limited
Exact name of issuer as specified in its charter
5. British Virgin Islands
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. Craigmuir Chambers, PO Box 71 Road Town, Tortola, British Virgin Islands
Address of principal office Postal Code
8. +65 6324 6822
Issuer's telephone number, including area code
9. N/A
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
---------------------	---

Ordinary Shares	1,302,100,071
-----------------	---------------

.....

.....

11. Indicate the item numbers reported herein: Item 9 (Other Events)

Item 9. Other Events

1) Stock Option Plan for Del Monte Pacific Limited's U.S. Subsidiary, Del Monte Foods Holdings, Inc.

On 28 November 2014, Del Monte Pacific Limited (the "Company") announced that its U.S. subsidiary, Del Monte Foods Holdings, Inc. ("DMFHI"), has established a stock option plan for the purpose of providing designated employees of DMFHI and its subsidiaries with the opportunity to receive grants of non-qualified stock options.

The terms and other particulars of the stock option plan are provided in the announcement submitted to the Philippine Stock Exchange ("PSE"), a copy of which is attached as Annex "A" and made an integral part of this report.

2) Joint Venture between the Company, Nice Fruit SL and Ferville Limited

On 28 November 2014, the Company's Board of Directors approved the joint venture entered into between the Company, Nice Fruit SL ("Nice Fruit") and Ferville Limited for the purpose of establishing a modern freezing facility in the Philippines that will utilize Nice Fruit's patented technology, Nice Frozen Dry, that allows fruits and vegetables to be picked at their optimal ripeness and frozen for up to three years while preserving the nutrients, structure and original properties.

Details of the said joint venture are provided in the Company's announcements submitted to the PSE on 1 December 2014 and 3 December 2014, copies of which are respectively attached as Annexes "B" and "C", and made integral parts of this report.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Del Monte Pacific Limited

3 December 2014

.....
Issuer

.....
Date


.....
Antonio Eugenio S. Ungson
Chief Compliance Officer


.....
Ignacio Carmelo O. Sison
Chief Financial Officer

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C**

**CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER**

1. Date of Report (Date of earliest event reported)
Nov 28, 2014
2. SEC Identification Number
-
3. BIR Tax Identification No.
-
4. Exact name of issuer as specified in its charter
Del Monte Pacific Limited
5. Province, country or other jurisdiction of incorporation
British Virgin Islands
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
Craigmuir Chambers, PO Box 71 Road Town, Tortola, British Virgin Islands
Postal Code
-
8. Issuer's telephone number, including area code
+65 6324 6822
9. Former name or former address, if changed since last report
-
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Ordinary Shares	1,302,100,071

11. Indicate the item numbers reported herein
Item No. 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the

Del Monte Pacific Limited DMPL

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Disclosure of a Material Information pursuant to Sec. 4.4 of the Revised Disclosure Rules

Background/Description of the Disclosure

Stock Option Plan for Del Monte Pacific Limited's U.S. Subsidiary, Del Monte Foods Holdings, Inc.

Other Relevant Information

-

Filed on behalf by:

Name

Antonio Eugenio Ungson

Designation

Chief Legal Counsel and Chief Compliance Officer

DEL MONTE PACIFIC LIMITED

(Incorporated in the British Virgin Islands)

STOCK OPTION PLAN FOR THE COMPANY'S U.S. SUBSIDIARY

Pursuant to Rule 843(4) of the Singapore Exchange (“SGX”), the Board of Directors of Del Monte Pacific Limited (the “Company”) wishes to disclose the principal terms of the 2014 Equity Compensation Plan (the “Plan”) established and to be implemented by the Company’s subsidiary, Del Monte Foods Holdings, Inc. (“DMFHI”) for its and its subsidiaries’ employees. The final and restated version of the Plan was approved by the DMFHI Board as of 25 November 2014.

Overview

Effective as of September 24, 2014 and subject to the increase in its authorized shares, DMFHI established the Plan for the purpose of providing designated employees of DMFHI and its subsidiaries with the opportunity to receive grants of nonqualified stock options (“Options”). The Board of Directors of DMFHI and DMFHI’s shareholder approved the Plan. The following sets forth a summary of the principal terms of the Plan in accordance with Rule 843(4) of the SGX.

Participation

Participation in the Plan is limited to employees of DMFHI and its subsidiaries (including any officer or director who is also an employee), but excluding any person who is classified by DMFHI and its subsidiaries as a “contractor” or “consultant,” including non-employee directors of DMFHI and its subsidiaries.

Administration

The Plan is administered and interpreted by a committee made up of members of DMFHI’s Board of Directors (the “Committee”). As of the date hereof, the Committee members include the full Board of Directors of DMFHI. The Committee has full power and express discretionary authority to administer and interpret the Plan, to make factual determinations and to adopt or amend such rules, regulations, agreements and instruments for implementing the Plan, in its sole discretion. The Committee may amend or terminate the Plan at any time; provided, however, that the Committee cannot amend the Plan without approval of the stockholders of DMFHI if such approval is required in order to comply with applicable laws or stock exchange requirements.

Principal Terms of the Plan

Grants under the Plan consist of Options and are subject to the terms and conditions of the Plan and those terms and conditions as are specified to the participant in the applicable grant agreement. Subject to certain adjustments as described below, the total aggregate number of shares of DMFHI common stock ("**Shares**") that may be issued pursuant to Options under the Plan is 9,000,000 Shares. As of September 24, 2014 and subject to the increase in DMFHI's authorized shares, Options to grant 7,065,000 Shares have been approved for grants to 23 executives of Del Monte Foods, Inc. Nils Lommerin, Chief Executive Officer of Del Monte Foods, Inc., received an Option to purchase 3,600,000 Shares, which is the maximum number of Shares subject to an Option under the Plan. None of the limits set forth in Rule 845 of the SGX have been exceeded.

The Committee determines the number of Shares pursuant to each Option and the recipient of each grant. Each Option granted to date under the Plan has a term of ten years and shall become vested based on attainment of EBITDA targets in accordance with the performance based vesting schedule set forth in each grant agreement. Each Option will vest if the recipient continues to be employed by DMFHI from the date of grant until the applicable vesting date, except in the case of certain involuntary terminations in which case the Option may vest on a pro-rata basis for the year of termination. To the extent the EBITDA targets are attained in any fiscal year ending in 2016 through 2020 at a level of at least 90% but less than 100% of the applicable EBITDA target, the portion of an Option that would have vested for such fiscal year may vest as if the applicable EBITDA target was attained at 100% for such fiscal year, but only if the EBITDA target for any following fiscal year through and including the 2020 fiscal year is attained at a level of at least 100%. An additional portion of each Option may vest based on the attainment of separate EBITDA targets in the 2021 and 2022 fiscal years.

Recipients of grants under the Plan are not required to pay any amount upon application or acceptance of the grant. The exercise price of all Options granted under the Plan to date is \$5.00 per Share, which was not less than fair market value of a Share on the date of grant. Once an Option is exercised, the voting, dividend, transfer and other rights attached to the Shares are the same as with other shares of DMFHI common stock, provided the Shares remain outstanding.

Upon the occurrence of certain circumstances outlined in the Plan, a recipient of a grant will have the right to require DMFHI to repurchase all or any portion of the vested portion of an Option in 2020, or after, at the applicable fair market value of a Share, less the exercise price. Furthermore, upon the occurrence of certain circumstances outlined in the Plan, DMFHI can purchase all or any portion of the vested portion of an Option beginning in 2017, at the applicable fair market value of a Share, less the exercise price. To the extent any portion of an Option has been exercised and DMFHI repurchases Shares distributed on exercise, DMFHI will purchase the Shares at the applicable fair market value of the Shares. DMFHI will use commercially reasonable efforts to make, or be permitted to make by financial covenants, any payment required for purchase of Shares as described above in this paragraph in cash, provided

that if such efforts are unsuccessful, DMFHI is permitted to issue a promissory note in lieu of cash at the applicable U.S. federal rate of interest.

If there is any change in the number, kind or value of Shares outstanding (i) by reason of a stock dividend, spinoff, recapitalization, stock split, or combination or exchange of shares, (ii) by reason of a merger, reorganization or consolidation, (iii) by reason of a reclassification or change in par value, or (iv) by reason of any other extraordinary or unusual event affecting the outstanding Shares as a class without DMFHI's receipt of consideration, or if the value of Shares is substantially reduced as a result of a spinoff or DMFHI's payment of an extraordinary dividend or distribution, the maximum number of Shares available for issuance or transfer under the Plan, the maximum number of Shares for which any individual may receive grants in any year, the kind and number of Shares covered by outstanding grants, the kind and number of shares issued or transferred and to be issued or transferred under the Plan, and the price per share or the applicable market value of such grants will be equitably adjusted by the Committee, in such manner as the Committee deems appropriate, to reflect any increase or decrease in the number of, or change in the kind or value of, the issued or transferred Shares to preclude, to the extent practicable, the enlargement or dilution of rights and benefits under the Plan and such outstanding grants; provided, however, that any fractional shares resulting from such adjustment will be eliminated.

DMFHI's Board may amend or terminate the Plan at any time; provided, however, that the Board shall not amend the Plan without approval of DMFHI's stockholders if such approval is required in order to comply with the Code or applicable laws, or to comply with applicable stock exchange requirements. Specifically, certain provisions of the Plan relating to matters contained in the SGX Listing Rules cannot be amended to the advantage of the participants without prior approval of the Company's shareholders.

DMFHI shall provide assistance to the Company in making disclosures with respect to the Plan pursuant to Section 852 of the SGX Listing Rules.

BY ORDER OF THE BOARD

Tan San-Ju
Company Secretary
28 November 2014

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C**

**CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER**

1. Date of Report (Date of earliest event reported)
Dec 1, 2014
2. SEC Identification Number
-
3. BIR Tax Identification No.
-
4. Exact name of issuer as specified in its charter
Del Monte Pacific Limited
5. Province, country or other jurisdiction of incorporation
British Virgin Islands
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
Craigmuir Chambers, PO Box 71 Road Town, Tortola, British Virgin Islands
Postal Code
-
8. Issuer's telephone number, including area code
+65 6324 6822
9. Former name or former address, if changed since last report
-
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Ordinary Shares	1,302,100,071

11. Indicate the item numbers reported herein
Item No. 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the

Del Monte Pacific Limited DMPL

PSE Disclosure Form 4-30 - Material Information/Transactions
*References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure

Disclosure of a Material Information pursuant to Sec. 4.4 of the Revised Disclosure Rules

Background/Description of the Disclosure

Joint Venture between Del Monte Pacific Limited and Nice Fruit SL and Ferville Limited

Other Relevant Information

-

Filed on behalf by:

Name

Antonio Eugenio Ungson

Designation

Chief Legal Counsel and Chief Compliance Officer

DEL MONTE PACIFIC LIMITED
(Incorporated in the British Virgin Islands)

JOINT VENTURE WITH NICE FRUIT SL AND FERVILLE LIMITED

The Board of Directors of Del Monte Pacific Limited (the “**Company**”) has approved as of 28 November 2014 a joint venture between the Company, Nice Fruit SL (“**Nice Fruit**”) and Ferville Limited (“**Ferville**”), pursuant to which, they shall establish a modern facility in the Philippines that will utilize Nice Fruit’s patented technology called Nice Frozen Dry (NFD) that allows fruits, vegetables and produce to be picked at its optimal ripeness and frozen for up to three years while preserving its nutrients, structure, original properties and organoleptic characteristics.

The technology won for Nice Fruit one of the prestigious SIAL Innovation Awards – the Catering and Food Service Award this year at the Salon International de l'alimentation, or SIAL, or the Global Food Marketplace, as well as five awards at the Alimentaria International Salon in Barcelona.

It is envisaged that the joint venture will process, market and sell the Nice Fruit frozen products to various countries in the world. Nice Fruit, the Company and Ferville will have 51%, 35% and 14% shareholdings respectively in the joint venture.

Nice Fruit is a company that operates worldwide and it is engaged in the production and distribution of fruits and vegetables. With the introduction of the Nice Frozen Dry (NFD), Nice Fruit foresees radical changes in food consumption habits, and advantages for export and improved food stock management.

Ferville is a minority financial investor which has been instrumental in forging the partnership between the Company and Nice Fruit.

The Company will make further announcements to keep shareholders informed and updated of any material developments in respect of the joint venture.

BY ORDER OF THE BOARD

Tan San-Ju
Company Secretary
1 December 2014

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C

**CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER**

1. Date of Report (Date of earliest event reported)
Dec 1, 2014
2. SEC Identification Number
-
3. BIR Tax Identification No.
-
4. Exact name of issuer as specified in its charter
Del Monte Pacific Limited
5. Province, country or other jurisdiction of incorporation
British Virgin Islands
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
Craigmuir Chambers, PO Box 71 Road Town, Tortola, British Virgin Islands
Postal Code
-
8. Issuer's telephone number, including area code
+65 6324 6822
9. Former name or former address, if changed since last report
-
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Ordinary Shares	1,302,100,071

11. Indicate the item numbers reported herein
Item No. 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the

Del Monte Pacific Limited DMPL

PSE Disclosure Form 4-22 - Joint Ventures
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Joint Venture Agreement ("JVA") between Del Monte Pacific Limited ("DM"), Nice Fruit SL ("NF") and Ferville Limited ("FL")

Background/Description of the Disclosure

JVA between DM, NF and FL (collectively, the "Parties")

Date of Approval by
Board of Directors Nov 28, 2014

Date of Approval by
Stockholders, if N/A
applicable

Description and nature of the transaction including the timetable for implementation, and related regulatory requirements

The Parties will establish a joint venture company (the "Company") that will: (1) hold all of the shares of stock in a Philippine company (the "Philippine Company") that will own/control and operate a modern de-hydro freezing facility (the "Plant") in DM's pineapple plantation in Mindanao, Philippines; and (2) engage in the production and sale of frozen fruit products (the "Project").

Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction

The Plant will utilize NF's patented technology called Nice Frozen Dry ("NFD") for the purpose of processing, marketing and selling frozen fruit products to various countries in the world. The NFD allows fruits and vegetable to be picked at its optimal ripeness and frozen for up to three years while preserving its nutrients, structure, original properties and organoleptic characteristics.

Terms and conditions of the joint venture

Amount of investment and/or interest by the parties involved

NF, DM and FL will have 51%, 35% and 14% shareholdings, respectively, in the JVA.

Provisions on profit-sharing, arrangements on management and operations

Profit sharing will be based on the Parties' respective contributions. Except for the technical operation and maintenance of the Project which will be undertaken by NF's nominees, management will be undertaken by DM's nominees.

Conditions precedent to closing of transaction, if any

Before the establishment of the Company, the Parties shall carry out any and all actions, studies and analysis necessary to determine the viability of the Project; and complete the negotiation of material contracts.

Other salient features of the joint venture agreement

N/A

Identity and/or corporate background of the parties to the transaction, including the following

Name	Nature of Business	Nature of any material relationship with the Issuer, their directors/officers or any of their affiliates
Nice Fruit SL	Production, marketing and distribution of frozen fruits and vegetables	None
Ferville Limited	Financial investor	None

Effect(s) on the business, financial condition and operations of the Issuer, if any

The JVA is expected to contribute to DM's overall sales as it gains access to frozen fruit and produce market.

Other Relevant Information

N/A

Filed on behalf by:

Name	Antonio Eugenio Ungson
Designation	Chief Legal Counsel and Chief Compliance Officer