

CORN PRODUCTS INTERNATIONAL INC

Form 425

November 05, 2008

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

FORM 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 5, 2008

BUNGE LIMITED  
(Exact name of Registrant as specified in its charter)

Bermuda  
(State or other jurisdiction  
of incorporation)

001-16625  
Commission File Number

98-0231912  
(I.R.S. Employer Identification  
Number)

50 Main Street  
White Plains, New York  
(Address of principal executive offices)

10606  
(Zip code)

(914) 684-2800  
(Registrant's telephone number, including area code)

N.A.  
(Former name or former address, if changes since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 8.01

Other Events

On November 5, 2008, Bunge Limited (“Bunge”) issued a press release commenting on the notification received from Corn Products International, Inc. (“Corn Products”) that Corn Products’ Board of Directors intends to withdraw its recommendation in favor of the previously announced Agreement and Plan of Merger and Reorganization, dated as of June 21, 2008, as amended (the “Merger Agreement”), among Bunge, Bleecker Acquisition Corp. and Corn Products, and to recommend against adoption of the Merger Agreement.

A copy of the press release is filed as Exhibit 99.1 hereto.

Item 9.01

Financial Statements and Exhibits

(d) Exhibits

| Exhibit No. | Description                           |
|-------------|---------------------------------------|
| 99.1        | Press Release, dated November 5, 2008 |

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SIGNATURE

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

Dated: November 5, 2008

BUNGE LIMITED

By: /s/ CARLA L. HEISS  
Name: Carla L. Heiss  
Title: Assistant General Counsel

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EXHIBITS

| Exhibit No. | Description                           |
|-------------|---------------------------------------|
| 99.1        | Press Release, dated November 5, 2008 |

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