Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2015

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [X] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
CHIQUITA SAVINGS & INVESTMENT PLAN

1b Three-digit plan number (PN) ▶ 003

1c Effective date of plan 01/01/1986

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)

CHIQUITA BRANDS INTERNATIONAL, INC.

DCOTA OFFICE CENTER
1855 GRIFFIN ROAD, SUITE C-436
FORT LAUDERDALE, FL 33004-2275

2b Employer Identification Number (EIN) 04-1923360

2c Plan Sponsor's telephone number 954-924-5001

2d Business code (see instructions) 424400

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	12/22/2016	BARBARA HOWLAND
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	12/22/2016	BARBARA HOWLAND
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address (include room or suite number)

Preparer's telephone number

3a	Plan administrator's name and address [X] Same as Plan Sponsor	**3b**	Administrator's EIN
		3c	Administrator's telephone number
4	If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:	**4b**	EIN
a	Sponsor's name	**4c**	PN

5	Total number of participants at the beginning of the plan year	**5**	3747
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	2418
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	2229
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	1399
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	3628
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	31
f	Total. Add lines **6d** and **6e**.	**6f**	3659
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	2790
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	51
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2H 2I 2J 2K 2O 2T 3F 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)		**9b** Plan benefit arrangement (check all that apply)	
(1)	[ ] Insurance	**(1)**	[ ] Insurance
(2)	[ ] Code section 412(e)(3) insurance contracts	**(2)**	[ ] Code section 412(e)(3) insurance contracts
(3)	[X] Trust	**(3)**	[X] Trust
(4)	[ ] General assets of the sponsor	**(4)**	[ ] General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1) [X] **R** (Retirement Plan Information)

(2) [ ] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary

(3) [ ] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1) [X] **H** (Financial Information)

(2) [ ] **I** (Financial Information – Small Plan)

(3) [ ] ___ **A** (Insurance Information)

(4) [X] **C** (Service Provider Information)

(5) [X] **D** (DFE/Participating Plan Information)

(6) [ ] **G** (Financial Transaction Schedules)

Part III **Form M-1 Compliance Information (to be completed by welfare benefit plans)**

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ……..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2015 Form M-1 annual report. If the plan was not required to file the 2015 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2015** **This Form is Open to Public Inspection.**

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan
CHIQUITA SAVINGS & INVESTMENT PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
CHIQUITA BRANDS INTERNATIONAL, INC.

D Employer Identification Number (EIN)
04-1923360

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . [X] Yes [ ] No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

AMERICAN FUNDS

95-1411037

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

AMERICAN BEACON

75-2401150

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

DODGE & COX

94-1441976

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

FEDERATED

25-1111467

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

HARTFORD MUTUAL FUNDS

13-3317783

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

LAZARD

20-4571006

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

PIMCO FUNDS

95-2632339

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

T. ROWE PRICE

52-2264646

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

VANGUARD

23-1945930

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

WELLS FARGO BANK, N.A.

94-1347393

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 50 62 63 64	SERVICE PROVIDER	313126	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [ ] No [X]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2015

This Form is Open to Public Inspection.

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan
CHIQUITA SAVINGS & INVESTMENT PLAN

B Three-digit plan number (PN) ▶ 003

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
CHIQUITA BRANDS INTERNATIONAL, INC.

D Employer Identification Number (EIN)
04-1923360

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: WF/BLACKROCK S&P 500 INDEX CIT N

b Name of sponsor of entity listed in (a): WELLS FARGO BANK, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
94-3224211-001	C	12598499

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

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b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2015

This Form is Open to Public Inspection

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan
CHIQUITA SAVINGS & INVESTMENT PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
CHIQUITA BRANDS INTERNATIONAL, INC.

D Employer Identification Number (EIN)
04-1923360

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		1211
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	36304	99352
(2) Participant contributions	1b(2)	44742	134494
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	5285493	3965108
(9) Value of interest in common/collective trusts	1c(9)	14295255	12598499
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	144515732	127419846
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)	1433246	
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	165610772	144218510
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	165610772	144218510

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	4436348	
	(B) Participants	2a(1)(B)	6379012	
	(C) Others (including rollovers)	2a(1)(C)	458427	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		11273787
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	196528	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		196528
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1538088	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		1538088
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	1475833	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	1471867	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		3966
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		195314
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-2457636
c Other income	2c		8733
d Total income. Add all **income** amounts in column (b) and enter total	2d		10758780
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	31727139	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		31727139
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		110229
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	313674	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		313674
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		32151042
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		-21392262
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PRICEWATERHOUSECOOPERS, LLC **(2)** EIN: 13-4008324

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	N/A	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a	X			316380
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X		

		Yes	No	N/A	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X		
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X		
e	Was this plan covered by a fidelity bond?	4e	X			1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X		
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X		
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X		
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X			
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X		
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X		
l	Has the plan failed to provide any benefit when due under the plan?	4l		X		
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X		
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n				
o	Did the plan trust incur unrelated business taxable income?	4o				
p	Were in-service distributions made during the plan year?	4p				

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ..... ☐ Yes ☐ No ☐ Not determined

Part V Trust Information

6a Name of trust	**6b** Trust's EIN

6c Name of trustee or custodian	**6d** Trustee's or custodian's telephone number

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2015

This Form is Open to Public Inspection.

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan
CHIQUITA SAVINGS & INVESTMENT PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
CHIQUITA BRANDS INTERNATIONAL, INC.

D Employer Identification Number (EIN)
04-1923360

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 41-6257133

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Part VII IRS Compliance Questions

20a Is the plan a 401(k) plan?	☐ Yes	☐ No
20b If "Yes," how does the 401(k) plan satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under sections 401(k)(3) and 401(m)(2)?	☐ Design-based safe harbor method	☐ ADP/ACP test
20c If the ADP/ACP test is used, did the 401(k) plan perform ADP/ACP testing for the plan year using the "current year testing method" for nonhighly compensated employees (Treas. Reg sections 1.401(k)-2(a)(2)(ii) and 1.401(m)-2(a)(2)(ii))?	☐ Yes	☐ No
21a Check the box to indicate the method used by the plan to satisfy the coverage requirements under section 410(b):	☐ Ratio percentage test	☐ Average benefit test
21b Does the plan satisfy the coverage and nondiscrimination tests of sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules?	☐ Yes	☐ No
22a Has the plan been timely amended for all required tax law changes?	☐ Yes	☐ No ☐ N/A

22b Date the last plan amendment/restatement for the required tax law changes was adopted ____/____/____. Enter the applicable code _____ (See instructions for tax law changes and codes).

22c If the plan sponsor is an adopter of a pre-approved master and prototype (M&P) or volume submitter plan that is subject to a favorable IRS opinion or advisory letter, enter the date of that favorable letter _____/_____/_____ and the letter's serial number _____.

22d If the plan is an individually-designed plan and received a favorable determination letter from the IRS, enter the date of the plan's last favorable determination letter _____/_____/_____.

23 Is the Plan maintained in a U.S. territory (i.e., Puerto Rico (if no election under ERISA section 1022(i)(2) has been made), American Samoa, Guam, the Commonwealth of the Northern Mariana Islands or the U.S. Virgin Islands)?	☐ Yes	☐ No

CHIQUITA SAVINGS AND INVESTMENT PLAN

Financial Statements and Supplemental Schedule

December 31, 2015 and 2014

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Financial Statements

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Supplemental Schedules *

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Schedule of Delinquent Participant Contributions for the year ended December 31, 2015 16

* Other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

pwc

Report of Independent Auditors

To the Administrator of the
Chiquita Savings and Investment Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Chiquita Savings and Investment Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2015 and December 31, 2014 and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2015 and December 31, 2014 and for the year ended December 31, 2015, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on the financial statements.



Other Matter

The supplemental schedules of assets (held at end of year) as of December 31, 2015 and of delinquent participant contributions for the year ended December 31, 2015, are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

PricewaterhouseCoopers LLP

Charlotte, North Carolina
December 19, 2016

Chiquita Savings and Investment Plan
Statements of Net Assets Available for Benefits

	December 31,	
	2015	**2014**
Investments, at fair value	$ 140,019,555	$ 160,244,233
Contributions receivable:		
Due from participants	134,494	44,742
Due from Company	99,352	36,304
Notes receivable from participants	4,131,449	5,341,605
Net assets available for benefits	$ 144,384,850	$ 165,666,884

See accompanying notes to financial statements.

Chiquita Savings and Investment Plan
Statements of Changes in Net Assets Available for Benefits

	Year Ended December 31,	
	2015	**2014**
Additions (reductions):		
Investment income (loss):		
Dividends	$ 1,538,088	$ 1,651,393
Net appreciation (depreciation) in fair value of investments	(2,562,535)	7,068,617
	(1,024,447)	8,720,010
Interest income on notes receivable from participants	196,528	214,228
Contributions:		
Participant	6,379,012	7,086,982
Company	4,436,347	5,110,061
Rollover	458,427	833,495
	11,273,786	13,030,538
Deductions:		
Distributions to participants	(31,727,901)	(18,874,552)
Increase (decrease) in net assets available for benefits	(21,282,034)	3,090,224
Net assets available for benefits:		
Beginning of the year	165,666,884	162,576,660
End of the year	$ 144,384,850	$ 165,666,884

See accompanying notes to financial statements.

Note 1 – Plan Description

The following description of the Chiquita Savings and Investment Plan (the "Plan") provides only general information. Participants should refer to the *Summary Plan Description* for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan available for participation by substantially all full-time and part-time domestic nonunion employees of Chiquita Brands International, Inc. (the "Company" or the "Plan Sponsor") and its participating subsidiaries who have completed 60 days of service and have attained the age of 21. Although it is anticipated that the Plan will continue indefinitely, the Board of Directors of the Company can amend, suspend or terminate the Plan at any time, subject to the provisions of the Plan, the Internal Revenue Code of 1986 (the "IRC") and the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). In the event of Plan termination, active participants become 100% vested in their accounts.

The Plan Document was amended and restated effective January 1, 2011 to incorporate all plan amendments since the last restatement. Since then, one amendment was made to the Plan effective January 1, 2013 (the "Amendment"), which eliminated the 2% automatic enrollment contribution for newly eligible employees. Another amendment was made to the Plan effective January 6, 2015, which eliminated the Chiquita Common Stock as an investment option (see Note 2).

Participant Accounts

Participants may have up to six accounts under the Plan:

Account	Description of Account
Employee Accounts:	
- Employee Before-Tax Contributions - Employee After-Tax Designated Roth Contributions - Rollover Contributions	Reflect all before-tax, after-tax Designated Roth, catch-up and rollover contributions, and the income, losses, withdrawals and distributions attributable to such employee contributions.
Company Accounts:	
- Matching Contributions - Profit Sharing Contributions - Non-elective Contributions	Reflect a participant's share of Company contributions, profit-sharing contributions of certain merged plans, and an amount equal to a participant's unspent employee credits contributed prior to January 1, 2004 from the Company's separate welfare benefit plans, and the income, losses, withdrawals and distributions attributable to such contributions.

Participant Contributions

During 2015 and 2014, participants could elect to defer as a Before-Tax Contribution or After-Tax Designated Roth Contribution any whole percentage of their compensation from 1% to 50%, subject to the non-discrimination standards of the IRC. A participant's taxable compensation is reduced by the amount of Before-Tax Contributions, and those amounts are contributed to the Plan on the participant's behalf by the Company. A participant's Before-Tax Contributions and Designated Roth Contributions in any one year are also limited to a fixed dollar maximum ($18,000 for 2015 and $17,500 for 2014), as specified by the IRC. The first 6% of compensation contributed to the Plan ("Eligible Participant Contributions") is eligible for employer matching contributions. Participants age 50 or older can make catch-up contributions if they contributed the maximum elective deferral under the Plan. A participant's catch-up contributions in any one year are limited to a fixed dollar maximum ($6,000 for 2015 and $5,500 for 2014), as specified by the IRC.

Through 2014, participants were permitted to direct up to 10% of their new contributions to the Chiquita Common Stock Fund and allocate existing amounts in other investment options, provided that, at no time, could a participant's holdings in the Chiquita Common Stock Fund exceed 50% of his or her total holdings in the Plan. See Note 2 regarding the elimination of the Chiquita Common Stock Fund as an investment option in January 2015.

The Plan also accepts rollover contributions ("Rollovers") from other qualified plans and from certain individual retirement accounts. Rollovers are credited to a participant's Rollover Contributions Account and are treated in a manner similar to Before-Tax Contributions or After-Tax Designated Roth Contributions (consistent with how rollover contributions were treated as in the previous plan) for Plan accounting and federal income tax purposes. Rollovers are not eligible for Company matching contributions.

Company Contributions

The Company makes a Basic Matching Contribution and may make a Discretionary Matching Contribution, as described below. These contributions are based on Eligible Participant Contributions. The Company's matching contributions are subject to the non-discrimination standards of the IRC.

> Basic Matching Contributions: The Basic Matching Contribution (also referred to as the "Safe Harbor Matching Contribution") is 100% of a participant's Before-Tax Contributions and/or After-Tax Designated Roth Contributions up to 6% of compensation in both 2015 and 2014.
>
> Discretionary Matching Contributions: Discretionary matching contributions were suspended in 2013; there were no discretionary matching contributions made by the Company during 2015 and 2014.

All Company matching contributions are made in cash. There were no non-elective or profit sharing contributions made for 2015 or 2014.

Under the IRC, a participant's annual Before-Tax Contributions, After-Tax Designated Roth Contributions, employer Matching Contributions and Non-elective Contributions for any calendar year cannot exceed the lesser of a fixed dollar amount ($53,000 for 2015 and $52,000 for 2014) or 100% of the participant's compensation for that calendar year.

Investment Options

The Plan offers a variety of investment options, primarily mutual funds. Subject to the prior limits on investments in the Chiquita Common Stock Fund described above, participants are permitted to direct their new contributions and allocate prior contributions to any of the Plan's investment options. Participants may change the investment allocation of accumulated account balances daily. A participant's future contribution deferral amount and investment allocation may be changed with each pay period. The Plan Administrator may change any of the investment funds offered to participants at its discretion.

Vesting and Forfeitures

Participants are fully vested in their Employee Accounts and their Non-elective Contributions Accounts.

Basic Matching and Discretionary Contributions made by the Company for periods prior to January 1, 2009 and the related earnings become vested at a rate of 20% for each year of service to the Company. Basic Matching Contributions made by the Company for periods after January 1, 2009 and through December 31, 2015 and the related earnings are fully vested at the time the contribution is made. Any Discretionary Matching Contributions made by the Company for periods after January 1, 2009 through 2013 (when Discretionary Contributions were suspended) and the related earnings became vested at a rate of 20% for each year of service to the Company. A participant with less than five years of service becomes fully vested in his or her Matching Contributions Account immediately at age 65 while still actively employed or when employment terminates as a result of retirement, death or disability.

The non-vested portions of a terminating participant's Company Accounts are forfeited upon termination and are used to reduce future Company contributions. There were $79,008 cumulative forfeitures available to offset Company contributions at December 31, 2015 and there were $157,153 available at December 31, 2014. During the years ended December 31, 2015 and 2014, forfeitures used to offset Company contributions were $248,309 and $79,765, respectively.

Withdrawals and Distributions

A participant's account may be withdrawn only in limited circumstances, as permitted by the IRC and the Plan.

Upon termination of service, a participant may apply to receive a distribution of the vested portion of his or her account balance in a lump-sum amount or, if the vested portion exceeds $5,000, leave the account balance in the Plan until age 65. If the participant's account is greater than $1,000 and less than $5,000, the participant may elect to receive distribution in a single lump-sum in cash and/or direct rollover to another qualified plan. If the participant does not specify an election, the payment will be automatically rolled over to an individual retirement plan designated by the Plan Administrator. If the participant's account is less than $1,000, the participant will receive a lump-sum amount. Through 2014, distributions consist of cash or shares of Chiquita common stock if invested in the Chiquita Common Stock Fund and cash from all other investment funds, at the participant's election. See Note 2 regarding the elimination of the Chiquita Common Stock Fund as an investment option in January 2015.

Notes Receivable from Participants

The Plan has a loan feature under which active participants may borrow up to 50% of the present value of their vested and non-forfeitable account balance (up to a maximum of $50,000). The loan must bear interest at a rate reasonable at the time of application. The Company has established a fixed interest rate which is the prime rate plus 1%. Loans are repaid via payroll deduction over a period of not less than one year or more than five years, except for loans used to purchase a primary residence, which are repaid over a period of up to ten years. The participant may prepay the entire outstanding balance of the loan at any time. Upon participant termination, retirement or death, the outstanding loan balance is treated as a distribution to the participant if repayment is not made by the participant within 60 days after notification is received by the participant. Currently outstanding participant loans have interest rates from 4.25% to 9.25% and various maturity dates through 2025.

Note 2 – Change in Control and Elimination of Chiquita Common Stock Fund Investment Option

On October 26, 2014, Chiquita Brands International, Inc. ("CBII" or "Chiquita") entered into an Agreement and Plan of Merger ("Merger Agreement") with Chiquita Holdings Limited (formerly known as Cavendish Global Limited) ("Parent"), a private limited company incorporated under the laws of England and Wales, and Cavendish Acquisition Corporation ("Merger Sub"). Parent and Merger Sub are affiliates of the Cutrale and Safra Groups. Under the Merger Agreement, a Tender Offer commenced for the purchase of all shares of CBII common stock for $14.50 per share. On January 6, 2015, Merger Sub accepted for payment 39,791,364 shares that were validly tendered (not including 1,748,335 shares tendered pursuant to notices of guaranteed delivery), which represented approximately 84.46% of the outstanding shares of CBII, which triggered a change in control. Because the Parent and affiliates did not own more than 90% of the shares of CBII as a result of the Tender Offer, the Top-Up Option under the Merger agreement was exercised on January 6, 2015, whereby 41,286,271 Top-Up shares were issued at $14.50 per share in exchange for a promissory note such that Parent and affiliates controlled at least 90% of the shares of CBII. Parent then completed a short form merger in accordance with New Jersey law, converting each share issued and outstanding into the right to receive $14.50, except for shares owned by the Parent and affiliates. Shares of CBII were delisted from public trading on the New York Stock Exchange before market open on January 7, 2015. Immediately following the short-form merger, Merger Sub merged into CBII with CBII being the surviving entity. Any treasury shares were immediately canceled and the promissory note resulting from the Top-Up Option was eliminated. Following the merger, 1,000 shares of CBII stock remained outstanding and were held by Chiquita US Corporation (formerly known as Cavendish US Corporation), a Delaware corporation and wholly owned, indirect subsidiary of Parent.

As a result of the above described change in control and delisting of the Chiquita Common Stock from public trading, the Chiquita Common Stock Fund is no longer an investment option of the Plan effective in January 2015. The Chiquita Common Stock Fund has been liquidated from the Plan according to the tender offer agreement and assets were transferred into the Wells Fargo Advantage Cash Investment Money Market fund at the time of the change in control.

Note 3 – Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements of the Plan have been prepared on the accrual basis of accounting.

Use of Estimates

The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America, which require management to make estimates and assumptions that affect the amounts and disclosures reported in the financial statements and accompanying notes. The most significant of these estimates and assumptions relate to fair value measurements of the Plan investments. Although these and other estimates and assumptions are based on the best available information, actual results could be materially different from those estimates.

Valuation of Investments

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for further discussion of fair value measurements.

The Plan presents in its Statement of Changes in Net Assets Available for Benefits the net appreciation (depreciation) in fair value of investments which consists of realized gains and losses as well as the unrealized appreciation or depreciation on these investments.

Securities Transactions

Purchases and sales of investments are recorded on a trade date basis.

Dividend and Interest Income

Dividend income is recorded on the ex-dividend date and interest income is recorded on an accrual basis.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued and unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Distributions to Participants

Distributions to participants are reported when paid.

Administrative Expenses

While it has no obligation to do so, the Company has provided certain administrative services to the Plan for no compensation and has paid professional fees for the benefit of the Plan. Certain expenses of the Plan are netted against investment income.

Recently Issued Accounting Pronouncements

On July 31, 2015 the Financial Accounting Standards Board (FASB) issued Accounting Standards Update ("ASU") No. 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965). ASU No. 2015-12 simplifies accounting for employee benefit plans as follows: (i) fully benefit-responsive investment contracts are now to be measured, presented and disclosed only at contract value as opposed to

contract value at fair value, (ii) the requirement to disclose investments that represent 5 percent or more of net assets available for benefits has been eliminated, (iii) the net appreciation or depreciation in investments for the period should be presented in the aggregate, but is no longer required to be disaggregated and disclosed by general type, (iv) if an investment is measured using the net asset value per share (or its equivalent) practical expedient in Topic 820, and that investment is in a fund that files a U.S. Department of Labor Form 5500, Annual Return/Report of Employee Benefit Plan, as a direct filing entity, disclosure of that investment's strategy is no longer required, and (v) employers can measure (as a practical expedient) benefit plan assets on a month-end date nearest to the employer's fiscal year end when the fiscal period does not coincide with a month end. The ASU becomes effective for the Plan January 1, 2016, with early adoption permitted. The adoption of this pronouncement is not expected to have a material effect on the Plan's statements of net assets available for plan benefits or statements of changes in net assets available for plan benefits.

On May 1, 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update ("ASU") No. 2015-07, Fair Value Measurement (Topic 820) - Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or its Equivalent), which removes the requirements to categorize within the fair value hierarchy and to make certain disclosures for investments eligible to be measured at fair value using the net asset value per share practical expedient. The ASU becomes effective for the Plan January 1, 2017, with early adoption permitted. Since this new guidance only amends the disclosure requirements, it will not impact the Plan's statements of net assets available for plan benefits or statements of changes in net assets available for plan benefits.

Note 4 – Investments

The following investments, at fair value, represent 5% or more of the Plan's net assets available for benefits:

		December 31,	
		2015	2014
*	Wells Fargo Cash Investment Money Market	$ 29,612,348	$ 30,511,275
*	Wells Fargo Advantage Growth	11,014,916	11,930,007
*	Wells Fargo/Blackrock S&P 500 Index Fund	12,598,499	14,295,255
	Dodge & Cox Stock Fund	9,888,129	12,007,020
	T. Rowe Price Mid Cap Growth	7,514,907	**

* Denotes party-in-interest

** Investment does not represent 5% or more of the Plan’s net assets for the respective year.

During 2015 and 2014, the Plan's investment balances (including gains and losses on investments bought and sold as well as held during the year) appreciated (depreciated) in value as follows:

	Year Ended December 31,	
	2015	2014
Mutual funds	$ (2,731,956)	$ 5,018,479
Common collective trust (Wells Fargo/BlackRock S&P 500 Index)	165,692	1,747,736
Chiquita Brands International, Inc. common stock	3,729	302,402
	$ (2,562,535)	$ 7,068,617

Note 5 - Trustee Certification

All investment information disclosed in the accompanying financial statements and supplemental schedules, including investments held and notes receivable from participants, at December 31, 2015 and 2014, and net appreciation (depreciation) in fair value of investments and interest, dividends, and other investment income for the years ended December 31, 2015 and 2014, were obtained or derived from information supplied to the Plan administrator and certified as complete and accurate by

Wells Fargo Bank, N.A. (the "Trustee") in accordance with Section 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. The following is a summary of certified information included in the Plan's financial statements and supplemental schedules as of December 31, 2015 and 2014 and for the years then ended:

	2015	2014
Investments:		
Investments, end of year, at fair value	$ 140,019,555	$ 160,244,233
Notes receivable from participants	4,131,449	5,341,605
Investment income:		
Dividends	1,538,088	1,651,393
Net appreciation (depreciation) in fair value of investments	(2,562,535)	7,068,617
Interest income on notes receivable from participants	196,528	214,228

Note 6 – Fair Value Measurements

Fair value is the price to hypothetically sell an asset or transfer a liability in an orderly manner in the principal market for that asset or liability. Accounting standards prioritize the use of observable inputs in measuring fair value. The level of a fair value measurement is determined entirely by the lowest level input that is significant to the measurement. The three levels are (from highest to lowest):

Level 1 – observable prices in active markets for identical assets and liabilities;

Level 2 – observable inputs other than quoted market prices in active markets for identical assets and liabilities, which include quoted prices for similar assets or liabilities in an active market and market-corroborated inputs; and

Level 3 – unobservable inputs.

A description of the valuation methodologies used for assets measured at fair value is as follows:

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the SEC. These funds are required to publish their daily net asset value held by the Plan and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Common collective trust fund: Common collective trust fund values are determined by reference to the funds' underlying assets, which are principally marketable equity securities at December 31, 2015 and 2014.

Chiquita Common Stock Fund (Managed Fund): Until it was discontinued as an investment option in 2015, the Chiquita Common Stock Fund held the Company's common stock and a small amount of cash equivalents, which were valued at cost, which approximates fair value. Chiquita common stock was valued at the closing price on the New York Stock Exchange at December 31, 2014.

The Plan adopted the amended fair value measurements and disclosures guidance as it relates to investments in entities calculating Net Asset Value ("NAV") or an equivalent measure of fair value. As a practical expedient, the amendments permit, but do not require, the Plan to measure the fair value of certain investments based on the investee's NAV or its equivalent. Investments valued using NAV as a practical expedient as of December 31, 2015 and 2014 consisted of the Wells Fargo / BlackRock S&P 500 Index ("WFSP"). The WFSP invests in 500 of the largest U.S. companies, which span many different industries and account for about three-fourths of the U.S. stock market's value. The key risk for the fund is the volatility that comes with its full exposure to the stock market. The NAV of the WFSP is determined using the market value or fair value, if market data is unavailable, of the underlying investments. The WFSP allows for daily liquidity with no additional days notice required for redemption for participant directed transactions. The fair value of investments in the fund at December 31, 2015 and 2014 was $12,598,499 and

$14,295,255, respectively. Based upon information provided by the trustee, the account is fully liquid and events limiting the account's ability to transact at NAV are not probable.

There have been no changes in the methodologies used at December 31, 2015 and 2014. The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The Plan carried the following assets at fair value:

		Fair Value Measurements Using		
	Total	Quoted Prices in Active Markets Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)
December 31, 2015:				
Mutual funds - money market	$ 29,612,348	$ 29,612,348	$ —	$ —
Mutual funds – value	9,888,129	9,888,129	—	—
Mutual funds – fixed income	12,391,117	12,391,117	—	—
Mutual funds – growth	32,366,482	32,366,482	—	—
Mutual funds – foreign	6,792,078	6,792,078	—	—
Mutual funds – target retirement	36,370,902	36,370,902	—	—
Common collective trust – equity	12,598,499	—	12,598,499	—
	$ 140,019,555	$ 127,421,056	$ 12,598,499	$ —
December 31, 2014:				
Mutual funds - money market	$ 30,543,968	$ 30,543,968	$ —	$ —
Mutual funds – value	18,287,091	18,287,091	—	—
Mutual funds – fixed income	16,598,181	16,598,181	—	—
Mutual funds – growth	29,836,877	29,836,877	—	—
Mutual funds – foreign	8,314,753	8,314,753	—	—
Mutual funds – target retirement	40,934,862	40,934,862	—	—
Common collective trust – equity	14,295,255	—	14,295,255	—
Chiquita common stock	1,433,246	1,433,246	—	—
	$ 160,244,233	$ 145,948,978	$ 14,295,255	$ —

No transfers were made between levels 1 and 2 for the years ended December 31, 2015 and 2014.

Note 7 – Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

Note 8 – Related Party Transactions

The Plan has invested in the Chiquita Common Stock Fund, which primarily invests in shares of the Company's common stock. This investment option was discontinued in January 2015. As of December 31, 2014, the Plan's interest in the Chiquita Common Stock Fund represented 99,118 shares of the Company's common stock fund with fair market values of $1,433,246. During the year ended December 31, 2015, the Plan sold 99,118 shares for $1,471,867 of Chiquita common stock. During the year ended

December 31, 2014, the Plan sold 63,364 shares for $874,019 and purchased 45,819 shares for $638,228 of Chiquita common stock.

Certain Plan investments are shares of registered investment companies managed by Wells Fargo. Wells Fargo is the Trustee and record keeper of the Plan. These transactions qualify as party-in-interest transactions. Loans to Plan participants also qualify as party-in-interest transactions.

Effective July 1, 2006, the Trustee provides certain administrative services to the Plan pursuant to a Master Plan Services Agreement ("MSA") between the Company and the Trustee. The Trustee receives revenue from mutual fund and common/collective trusts for services the Trustee provides to the funds. This revenue is used to offset certain amounts owed to the Trustee for its administrative services to the Plan. If the revenue received by the Trustee from such mutual fund or common/collective trust fund service providers exceeds the amount owed under the MSA, the Trustee remits the excess to the Plan's trust on a quarterly basis. Such amounts may be applied to pay Plan administrative expenses or allocated to the accounts of the participants. During 2015, $82,322 was received by the Plan and no amounts were used to offset Plan expenses. The Plan or Plan Sponsor may make a payment to the Trustee for administrative expenses not covered by revenue sharing.

Note 9 – Tax Status

As of February 1, 2016, the Plan has filed for, but has not received, a determination letter from the Internal Revenue Service ("IRS") stating that the Plan and related trust are designed in accordance with applicable sections of the IRC. The Plan has received an acknowledgement of request for determination of its tax status from the IRS. The Plan Administrator believes the Plan is currently designed and is being operated in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan, as amended, is qualified and the related trust is tax exempt. Prior to February 1, 2016, the Plan was operating in accordance with the determination letter from the IRS dated September 18, 2013, which stated that the Plan is qualified under Section 401(a) of the IRS and, therefore, the related trust is exempt from taxation.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the applicable taxing authorities. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2015 and 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2012.

Note 10 – Financial Statements versus Form 5500 Filing Difference

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2015 and 2014:

	Year Ended December 31,	
	2015	**2014**
Net assets available for benefits per the financial statements	$ 144,384,850	$ 165,666,884
Deemed distributions	(166,341)	(56,112)
Net assets available for benefits per the Form 5500	$ 144,218,509	$ 165,610,772

The following is a reconciliation of deemed distributions per the financial statements to the Form 5500 as of December 31, 2015:

Total deemed distributions per financial statements	$	—
Deemed distributions associated with defaulted participant loans		(110,229)
Total deemed distributions per Form 5500	$	(110,229)

Note 11 – Subsequent Events

Effective January 1, 2016, the Company's Employee Benefit Committee amended the Plan. The amendments include eliminating the Safe Harbor status of the Plan, changing the Company's basic matching contribution from 6% of compensation to 3%, implementing a 4 year vesting schedule on employer matching funds, and eliminating the early retirement provision for new participants.

In addition, on September 27, 2016, the Employee Benefit Committee appointed a new trustee for the 2017 plan year at which time the Plan assets will transfer.

Subsequent events were evaluated for disclosure through December 19, 2016, which was the date the financial statements were available to be issued.

Chiquita Savings and Investment Plan
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2015
EIN No. 04-1923360, Plan No. 003

	Identity of Issue, Borrower, Lessor, or Similar Party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value			Cost	Current Value
*	Wells Fargo Cash Investment Money Market	Mutual Fund	29,612,348	shares	**	$ 29,612,348
*	Wells Fargo/BlackRock S&P 500 Index Fund	Common Collective Trust	157,086	units	**	12,598,499
*	Wells Fargo Advantage Growth	Mutual Fund	239,455	shares	**	11,014,916
	Dodge & Cox Stock Fund	Mutual Fund	60,749	shares	**	9,888,129
	T. Rowe Price Mid Cap Growth	Mutual Fund	102,495	shares	**	7,514,907
	Vanguard Target Retirement 2025	Mutual Fund	432,497	shares	**	6,755,607
	American Funds Euro Pacific Growth	Mutual Fund	137,487	shares	**	6,230,914
	American Growth Fund	Mutual Fund	145,612	shares	**	6,012,324
	Vanguard Target Retirement 2040	Mutual Fund	207,621	shares	**	5,906,828
	Vanguard Target Retirement 2035	Mutual Fund	341,941	shares	**	5,758,290
	Vanguard Target Retirement 2030	Mutual Fund	196,035	shares	**	5,434,105
	American Beacon Small Cap Value	Mutual Fund	198,749	shares	**	4,463,907
	Vanguard Selected Value	Mutual Fund	154,204	shares	**	3,986,170
	Vanguard Target Retirement 2020	Mutual Fund	126,015	shares	**	3,421,304
	Vanguard Target Retirement 2045	Mutual Fund	189,515	shares	**	3,369,569
	Hartford Small Company HLS	Mutual Fund	191,805	shares	**	3,360,428
	Dodge & Cox Income Fund	Mutual Fund	250,533	shares	**	3,329,584
*	Wells Fargo Advantage Government Securities	Mutual Fund	276,525	shares	**	3,072,188
	Vanguard Target Retirement 2050	Mutual Fund	98,668	shares	**	2,811,044
	Vanguard Target Retirement 2015	Mutual Fund	120,131	shares	**	1,709,464
	Federated Institutional High Yield Bond Fund	Mutual Fund	187,172	shares	**	1,701,398
	Lazard Emerging Markets Equity Intsl	Mutual Fund	41,753	shares	**	561,164
	Vanguard Target Retirement 2055	Mutual Fund	15,350	shares	**	473,236
	Vanguard Target Retirement Income Fund	Mutual Fund	30,962	shares	**	385,479
	Vanguard Target Retirement 2010	Mutual Fund	13,906	shares	**	345,976
	Pimco Real Return Fund	Mutual Fund	28,713	shares	**	301,777
*	Notes Receivable from Participants	Participant Loans	Interest rates range from 4.25% to 9.25%; maturities at various dates through 2025			4,131,449
						$ 144,151,004

* Denotes party-in-interest.

** Cost information is not required for participant-directed investments.

Note: Information in this schedule has been certified as complete and accurate by Wells Fargo Bank, N.A.

Chiquita Savings and Investment Plan
Schedule H, Line 4a - Schedule of Delinquent Participant Contributions
Year Ended December 31, 2015
EIN No. 04-1923360, Plan No. 003

	Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Year	Check here if Late Participant Loan Repayments are included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2015	$ 316,017	$ 316,017	$ —	$ —	$ —
2014	$ 363	$ —	$ 363	$ —	$ —

CHIQUITA SAVINGS AND INVESTMENT PLAN

Financial Statements and Supplemental Schedule

December 31, 2015 and 2014

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* Other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

pwc

Report of Independent Auditors

To the Administrator of the
Chiquita Savings and Investment Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Chiquita Savings and Investment Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2015 and December 31, 2014 and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2015 and December 31, 2014 and for the year ended December 31, 2015, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on the financial statements.



Other Matter

The supplemental schedules of assets (held at end of year) as of December 31, 2015 and of delinquent participant contributions for the year ended December 31, 2015, are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

PricewaterhouseCoopers LLP

Charlotte, North Carolina
December 19, 2016

Chiquita Savings and Investment Plan
Statements of Net Assets Available for Benefits

	December 31,	
	2015	**2014**
Investments, at fair value	$ 140,019,555	$ 160,244,233
Contributions receivable:		
Due from participants	134,494	44,742
Due from Company	99,352	36,304
Notes receivable from participants	4,131,449	5,341,605
Net assets available for benefits	$ 144,384,850	$ 165,666,884

See accompanying notes to financial statements.

Chiquita Savings and Investment Plan
Statements of Changes in Net Assets Available for Benefits

	Year Ended December 31,	
	2015	**2014**
Additions (reductions):		
Investment income (loss):		
Dividends	$ 1,538,088	$ 1,651,393
Net appreciation (depreciation) in fair value of investments	(2,562,535)	7,068,617
	(1,024,447)	8,720,010
Interest income on notes receivable from participants	196,528	214,228
Contributions:		
Participant	6,379,012	7,086,982
Company	4,436,347	5,110,061
Rollover	458,427	833,495
	11,273,786	13,030,538
Deductions:		
Distributions to participants	(31,727,901)	(18,874,552)
Increase (decrease) in net assets available for benefits	(21,282,034)	3,090,224
Net assets available for benefits:		
Beginning of the year	165,666,884	162,576,660
End of the year	$ 144,384,850	$ 165,666,884

See accompanying notes to financial statements.

Note 1 – Plan Description

The following description of the Chiquita Savings and Investment Plan (the "Plan") provides only general information. Participants should refer to the *Summary Plan Description* for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan available for participation by substantially all full-time and part-time domestic nonunion employees of Chiquita Brands International, Inc. (the "Company" or the "Plan Sponsor") and its participating subsidiaries who have completed 60 days of service and have attained the age of 21. Although it is anticipated that the Plan will continue indefinitely, the Board of Directors of the Company can amend, suspend or terminate the Plan at any time, subject to the provisions of the Plan, the Internal Revenue Code of 1986 (the "IRC") and the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). In the event of Plan termination, active participants become 100% vested in their accounts.

The Plan Document was amended and restated effective January 1, 2011 to incorporate all plan amendments since the last restatement. Since then, one amendment was made to the Plan effective January 1, 2013 (the "Amendment"), which eliminated the 2% automatic enrollment contribution for newly eligible employees. Another amendment was made to the Plan effective January 6, 2015, which eliminated the Chiquita Common Stock as an investment option (see Note 2).

Participant Accounts

Participants may have up to six accounts under the Plan:

Account	Description of Account
Employee Accounts:	
- Employee Before-Tax Contributions - Employee After-Tax Designated Roth Contributions - Rollover Contributions	Reflect all before-tax, after-tax Designated Roth, catch-up and rollover contributions, and the income, losses, withdrawals and distributions attributable to such employee contributions.
Company Accounts:	
- Matching Contributions - Profit Sharing Contributions - Non-elective Contributions	Reflect a participant's share of Company contributions, profit-sharing contributions of certain merged plans, and an amount equal to a participant's unspent employee credits contributed prior to January 1, 2004 from the Company's separate welfare benefit plans, and the income, losses, withdrawals and distributions attributable to such contributions.

Participant Contributions

During 2015 and 2014, participants could elect to defer as a Before-Tax Contribution or After-Tax Designated Roth Contribution any whole percentage of their compensation from 1% to 50%, subject to the non-discrimination standards of the IRC. A participant's taxable compensation is reduced by the amount of Before-Tax Contributions, and those amounts are contributed to the Plan on the participant's behalf by the Company. A participant's Before-Tax Contributions and Designated Roth Contributions in any one year are also limited to a fixed dollar maximum ($18,000 for 2015 and $17,500 for 2014), as specified by the IRC. The first 6% of compensation contributed to the Plan ("Eligible Participant Contributions") is eligible for employer matching contributions. Participants age 50 or older can make catch-up contributions if they contributed the maximum elective deferral under the Plan. A participant's catch-up contributions in any one year are limited to a fixed dollar maximum ($6,000 for 2015 and $5,500 for 2014), as specified by the IRC.

Through 2014, participants were permitted to direct up to 10% of their new contributions to the Chiquita Common Stock Fund and allocate existing amounts in other investment options, provided that, at no time, could a participant's holdings in the Chiquita Common Stock Fund exceed 50% of his or her total holdings in the Plan. See Note 2 regarding the elimination of the Chiquita Common Stock Fund as an investment option in January 2015.

The Plan also accepts rollover contributions ("Rollovers") from other qualified plans and from certain individual retirement accounts. Rollovers are credited to a participant's Rollover Contributions Account and are treated in a manner similar to Before-Tax Contributions or After-Tax Designated Roth Contributions (consistent with how rollover contributions were treated as in the previous plan) for Plan accounting and federal income tax purposes. Rollovers are not eligible for Company matching contributions.

Company Contributions

The Company makes a Basic Matching Contribution and may make a Discretionary Matching Contribution, as described below. These contributions are based on Eligible Participant Contributions. The Company's matching contributions are subject to the non-discrimination standards of the IRC.

> Basic Matching Contributions: The Basic Matching Contribution (also referred to as the "Safe Harbor Matching Contribution") is 100% of a participant's Before-Tax Contributions and/or After-Tax Designated Roth Contributions up to 6% of compensation in both 2015 and 2014.
>
> Discretionary Matching Contributions: Discretionary matching contributions were suspended in 2013; there were no discretionary matching contributions made by the Company during 2015 and 2014.

All Company matching contributions are made in cash. There were no non-elective or profit sharing contributions made for 2015 or 2014.

Under the IRC, a participant's annual Before-Tax Contributions, After-Tax Designated Roth Contributions, employer Matching Contributions and Non-elective Contributions for any calendar year cannot exceed the lesser of a fixed dollar amount ($53,000 for 2015 and $52,000 for 2014) or 100% of the participant's compensation for that calendar year.

Investment Options

The Plan offers a variety of investment options, primarily mutual funds. Subject to the prior limits on investments in the Chiquita Common Stock Fund described above, participants are permitted to direct their new contributions and allocate prior contributions to any of the Plan's investment options. Participants may change the investment allocation of accumulated account balances daily. A participant's future contribution deferral amount and investment allocation may be changed with each pay period. The Plan Administrator may change any of the investment funds offered to participants at its discretion.

Vesting and Forfeitures

Participants are fully vested in their Employee Accounts and their Non-elective Contributions Accounts.

Basic Matching and Discretionary Contributions made by the Company for periods prior to January 1, 2009 and the related earnings become vested at a rate of 20% for each year of service to the Company. Basic Matching Contributions made by the Company for periods after January 1, 2009 and through December 31, 2015 and the related earnings are fully vested at the time the contribution is made. Any Discretionary Matching Contributions made by the Company for periods after January 1, 2009 through 2013 (when Discretionary Contributions were suspended) and the related earnings became vested at a rate of 20% for each year of service to the Company. A participant with less than five years of service becomes fully vested in his or her Matching Contributions Account immediately at age 65 while still actively employed or when employment terminates as a result of retirement, death or disability.

The non-vested portions of a terminating participant's Company Accounts are forfeited upon termination and are used to reduce future Company contributions. There were $79,008 cumulative forfeitures available to offset Company contributions at December 31, 2015 and there were $157,153 available at December 31, 2014. During the years ended December 31, 2015 and 2014, forfeitures used to offset Company contributions were $248,309 and $79,765, respectively.

Withdrawals and Distributions

A participant's account may be withdrawn only in limited circumstances, as permitted by the IRC and the Plan.

Upon termination of service, a participant may apply to receive a distribution of the vested portion of his or her account balance in a lump-sum amount or, if the vested portion exceeds $5,000, leave the account balance in the Plan until age 65. If the participant's account is greater than $1,000 and less than $5,000, the participant may elect to receive distribution in a single lump-sum in cash and/or direct rollover to another qualified plan. If the participant does not specify an election, the payment will be automatically rolled over to an individual retirement plan designated by the Plan Administrator. If the participant's account is less than $1,000, the participant will receive a lump-sum amount. Through 2014, distributions consist of cash or shares of Chiquita common stock if invested in the Chiquita Common Stock Fund and cash from all other investment funds, at the participant's election. See Note 2 regarding the elimination of the Chiquita Common Stock Fund as an investment option in January 2015.

Notes Receivable from Participants

The Plan has a loan feature under which active participants may borrow up to 50% of the present value of their vested and non-forfeitable account balance (up to a maximum of $50,000). The loan must bear interest at a rate reasonable at the time of application. The Company has established a fixed interest rate which is the prime rate plus 1%. Loans are repaid via payroll deduction over a period of not less than one year or more than five years, except for loans used to purchase a primary residence, which are repaid over a period of up to ten years. The participant may prepay the entire outstanding balance of the loan at any time. Upon participant termination, retirement or death, the outstanding loan balance is treated as a distribution to the participant if repayment is not made by the participant within 60 days after notification is received by the participant. Currently outstanding participant loans have interest rates from 4.25% to 9.25% and various maturity dates through 2025.

Note 2 – Change in Control and Elimination of Chiquita Common Stock Fund Investment Option

On October 26, 2014, Chiquita Brands International, Inc. ("CBII" or "Chiquita") entered into an Agreement and Plan of Merger ("Merger Agreement") with Chiquita Holdings Limited (formerly known as Cavendish Global Limited) ("Parent"), a private limited company incorporated under the laws of England and Wales, and Cavendish Acquisition Corporation ("Merger Sub"). Parent and Merger Sub are affiliates of the Cutrale and Safra Groups. Under the Merger Agreement, a Tender Offer commenced for the purchase of all shares of CBII common stock for $14.50 per share. On January 6, 2015, Merger Sub accepted for payment 39,791,364 shares that were validly tendered (not including 1,748,335 shares tendered pursuant to notices of guaranteed delivery), which represented approximately 84.46% of the outstanding shares of CBII, which triggered a change in control. Because the Parent and affiliates did not own more than 90% of the shares of CBII as a result of the Tender Offer, the Top-Up Option under the Merger agreement was exercised on January 6, 2015, whereby 41,286,271 Top-Up shares were issued at $14.50 per share in exchange for a promissory note such that Parent and affiliates controlled at least 90% of the shares of CBII. Parent then completed a short form merger in accordance with New Jersey law, converting each share issued and outstanding into the right to receive $14.50, except for shares owned by the Parent and affiliates. Shares of CBII were delisted from public trading on the New York Stock Exchange before market open on January 7, 2015. Immediately following the short-form merger, Merger Sub merged into CBII with CBII being the surviving entity. Any treasury shares were immediately canceled and the promissory note resulting from the Top-Up Option was eliminated. Following the merger, 1,000 shares of CBII stock remained outstanding and were held by Chiquita US Corporation (formerly known as Cavendish US Corporation), a Delaware corporation and wholly owned, indirect subsidiary of Parent.

As a result of the above described change in control and delisting of the Chiquita Common Stock from public trading, the Chiquita Common Stock Fund is no longer an investment option of the Plan effective in January 2015. The Chiquita Common Stock Fund has been liquidated from the Plan according to the tender offer agreement and assets were transferred into the Wells Fargo Advantage Cash Investment Money Market fund at the time of the change in control.

Note 3 – Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements of the Plan have been prepared on the accrual basis of accounting.

Use of Estimates

The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America, which require management to make estimates and assumptions that affect the amounts and disclosures reported in the financial statements and accompanying notes. The most significant of these estimates and assumptions relate to fair value measurements of the Plan investments. Although these and other estimates and assumptions are based on the best available information, actual results could be materially different from those estimates.

Valuation of Investments

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for further discussion of fair value measurements.

The Plan presents in its Statement of Changes in Net Assets Available for Benefits the net appreciation (depreciation) in fair value of investments which consists of realized gains and losses as well as the unrealized appreciation or depreciation on these investments.

Securities Transactions

Purchases and sales of investments are recorded on a trade date basis.

Dividend and Interest Income

Dividend income is recorded on the ex-dividend date and interest income is recorded on an accrual basis.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued and unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Distributions to Participants

Distributions to participants are reported when paid.

Administrative Expenses

While it has no obligation to do so, the Company has provided certain administrative services to the Plan for no compensation and has paid professional fees for the benefit of the Plan. Certain expenses of the Plan are netted against investment income.

Recently Issued Accounting Pronouncements

On July 31, 2015 the Financial Accounting Standards Board (FASB) issued Accounting Standards Update ("ASU") No. 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965). ASU No. 2015-12 simplifies accounting for employee benefit plans as follows: (i) fully benefit-responsive investment contracts are now to be measured, presented and disclosed only at contract value as opposed to

contract value at fair value, (ii) the requirement to disclose investments that represent 5 percent or more of net assets available for benefits has been eliminated, (iii) the net appreciation or depreciation in investments for the period should be presented in the aggregate, but is no longer required to be disaggregated and disclosed by general type, (iv) if an investment is measured using the net asset value per share (or its equivalent) practical expedient in Topic 820, and that investment is in a fund that files a U.S. Department of Labor Form 5500, Annual Return/Report of Employee Benefit Plan, as a direct filing entity, disclosure of that investment's strategy is no longer required, and (v) employers can measure (as a practical expedient) benefit plan assets on a month-end date nearest to the employer's fiscal year end when the fiscal period does not coincide with a month end. The ASU becomes effective for the Plan January 1, 2016, with early adoption permitted. The adoption of this pronouncement is not expected to have a material effect on the Plan's statements of net assets available for plan benefits or statements of changes in net assets available for plan benefits.

On May 1, 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update ("ASU") No. 2015-07, Fair Value Measurement (Topic 820) - Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or its Equivalent), which removes the requirements to categorize within the fair value hierarchy and to make certain disclosures for investments eligible to be measured at fair value using the net asset value per share practical expedient. The ASU becomes effective for the Plan January 1, 2017, with early adoption permitted. Since this new guidance only amends the disclosure requirements, it will not impact the Plan's statements of net assets available for plan benefits or statements of changes in net assets available for plan benefits.

Note 4 – Investments

The following investments, at fair value, represent 5% or more of the Plan's net assets available for benefits:

		December 31,	
		2015	2014
*	Wells Fargo Cash Investment Money Market	$ 29,612,348	$ 30,511,275
*	Wells Fargo Advantage Growth	11,014,916	11,930,007
*	Wells Fargo/Blackrock S&P 500 Index Fund	12,598,499	14,295,255
	Dodge & Cox Stock Fund	9,888,129	12,007,020
	T. Rowe Price Mid Cap Growth	7,514,907	**

* Denotes party-in-interest

** Investment does not represent 5% or more of the Plan’s net assets for the respective year.

During 2015 and 2014, the Plan's investment balances (including gains and losses on investments bought and sold as well as held during the year) appreciated (depreciated) in value as follows:

	Year Ended December 31,	
	2015	2014
Mutual funds	$ (2,731,956)	$ 5,018,479
Common collective trust (Wells Fargo/BlackRock S&P 500 Index)	165,692	1,747,736
Chiquita Brands International, Inc. common stock	3,729	302,402
	$ (2,562,535)	$ 7,068,617

Note 5 - Trustee Certification

All investment information disclosed in the accompanying financial statements and supplemental schedules, including investments held and notes receivable from participants, at December 31, 2015 and 2014, and net appreciation (depreciation) in fair value of investments and interest, dividends, and other investment income for the years ended December 31, 2015 and 2014, were obtained or derived from information supplied to the Plan administrator and certified as complete and accurate by

Wells Fargo Bank, N.A. (the "Trustee") in accordance with Section 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. The following is a summary of certified information included in the Plan's financial statements and supplemental schedules as of December 31, 2015 and 2014 and for the years then ended:

	2015	2014
Investments:		
Investments, end of year, at fair value	$ 140,019,555	$ 160,244,233
Notes receivable from participants	4,131,449	5,341,605
Investment income:		
Dividends	1,538,088	1,651,393
Net appreciation (depreciation) in fair value of investments	(2,562,535)	7,068,617
Interest income on notes receivable from participants	196,528	214,228

Note 6 – Fair Value Measurements

Fair value is the price to hypothetically sell an asset or transfer a liability in an orderly manner in the principal market for that asset or liability. Accounting standards prioritize the use of observable inputs in measuring fair value. The level of a fair value measurement is determined entirely by the lowest level input that is significant to the measurement. The three levels are (from highest to lowest):

Level 1 – observable prices in active markets for identical assets and liabilities;

Level 2 – observable inputs other than quoted market prices in active markets for identical assets and liabilities, which include quoted prices for similar assets or liabilities in an active market and market-corroborated inputs; and

Level 3 – unobservable inputs.

A description of the valuation methodologies used for assets measured at fair value is as follows:

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the SEC. These funds are required to publish their daily net asset value held by the Plan and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Common collective trust fund: Common collective trust fund values are determined by reference to the funds' underlying assets, which are principally marketable equity securities at December 31, 2015 and 2014.

Chiquita Common Stock Fund (Managed Fund): Until it was discontinued as an investment option in 2015, the Chiquita Common Stock Fund held the Company's common stock and a small amount of cash equivalents, which were valued at cost, which approximates fair value. Chiquita common stock was valued at the closing price on the New York Stock Exchange at December 31, 2014.

The Plan adopted the amended fair value measurements and disclosures guidance as it relates to investments in entities calculating Net Asset Value ("NAV") or an equivalent measure of fair value. As a practical expedient, the amendments permit, but do not require, the Plan to measure the fair value of certain investments based on the investee's NAV or its equivalent. Investments valued using NAV as a practical expedient as of December 31, 2015 and 2014 consisted of the Wells Fargo / BlackRock S&P 500 Index ("WFSP"). The WFSP invests in 500 of the largest U.S. companies, which span many different industries and account for about three-fourths of the U.S. stock market's value. The key risk for the fund is the volatility that comes with its full exposure to the stock market. The NAV of the WFSP is determined using the market value or fair value, if market data is unavailable, of the underlying investments. The WFSP allows for daily liquidity with no additional days notice required for redemption for participant directed transactions. The fair value of investments in the fund at December 31, 2015 and 2014 was $12,598,499 and

$14,295,255, respectively. Based upon information provided by the trustee, the account is fully liquid and events limiting the account's ability to transact at NAV are not probable.

There have been no changes in the methodologies used at December 31, 2015 and 2014. The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The Plan carried the following assets at fair value:

		Fair Value Measurements Using		
	Total	Quoted Prices in Active Markets Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)
December 31, 2015:				
Mutual funds - money market	$ 29,612,348	$ 29,612,348	$ —	$ —
Mutual funds – value	9,888,129	9,888,129	—	—
Mutual funds – fixed income	12,391,117	12,391,117	—	—
Mutual funds – growth	32,366,482	32,366,482	—	—
Mutual funds – foreign	6,792,078	6,792,078	—	—
Mutual funds – target retirement	36,370,902	36,370,902	—	—
Common collective trust – equity	12,598,499	—	12,598,499	—
	$ 140,019,555	$ 127,421,056	$ 12,598,499	$ —
December 31, 2014:				
Mutual funds - money market	$ 30,543,968	$ 30,543,968	$ —	$ —
Mutual funds – value	18,287,091	18,287,091	—	—
Mutual funds – fixed income	16,598,181	16,598,181	—	—
Mutual funds – growth	29,836,877	29,836,877	—	—
Mutual funds – foreign	8,314,753	8,314,753	—	—
Mutual funds – target retirement	40,934,862	40,934,862	—	—
Common collective trust – equity	14,295,255	—	14,295,255	—
Chiquita common stock	1,433,246	1,433,246	—	—
	$ 160,244,233	$ 145,948,978	$ 14,295,255	$ —

No transfers were made between levels 1 and 2 for the years ended December 31, 2015 and 2014.

Note 7 – Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

Note 8 – Related Party Transactions

The Plan has invested in the Chiquita Common Stock Fund, which primarily invests in shares of the Company's common stock. This investment option was discontinued in January 2015. As of December 31, 2014, the Plan's interest in the Chiquita Common Stock Fund represented 99,118 shares of the Company's common stock fund with fair market values of $1,433,246. During the year ended December 31, 2015, the Plan sold 99,118 shares for $1,471,867 of Chiquita common stock. During the year ended

December 31, 2014, the Plan sold 63,364 shares for $874,019 and purchased 45,819 shares for $638,228 of Chiquita common stock.

Certain Plan investments are shares of registered investment companies managed by Wells Fargo. Wells Fargo is the Trustee and record keeper of the Plan. These transactions qualify as party-in-interest transactions. Loans to Plan participants also qualify as party-in-interest transactions.

Effective July 1, 2006, the Trustee provides certain administrative services to the Plan pursuant to a Master Plan Services Agreement ("MSA") between the Company and the Trustee. The Trustee receives revenue from mutual fund and common/collective trusts for services the Trustee provides to the funds. This revenue is used to offset certain amounts owed to the Trustee for its administrative services to the Plan. If the revenue received by the Trustee from such mutual fund or common/collective trust fund service providers exceeds the amount owed under the MSA, the Trustee remits the excess to the Plan's trust on a quarterly basis. Such amounts may be applied to pay Plan administrative expenses or allocated to the accounts of the participants. During 2015, $82,322 was received by the Plan and no amounts were used to offset Plan expenses. The Plan or Plan Sponsor may make a payment to the Trustee for administrative expenses not covered by revenue sharing.

Note 9 – Tax Status

As of February 1, 2016, the Plan has filed for, but has not received, a determination letter from the Internal Revenue Service ("IRS") stating that the Plan and related trust are designed in accordance with applicable sections of the IRC. The Plan has received an acknowledgement of request for determination of its tax status from the IRS. The Plan Administrator believes the Plan is currently designed and is being operated in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan, as amended, is qualified and the related trust is tax exempt. Prior to February 1, 2016, the Plan was operating in accordance with the determination letter from the IRS dated September 18, 2013, which stated that the Plan is qualified under Section 401(a) of the IRS and, therefore, the related trust is exempt from taxation.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the applicable taxing authorities. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2015 and 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2012.

Note 10 – Financial Statements versus Form 5500 Filing Difference

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2015 and 2014:

	Year Ended December 31,	
	2015	**2014**
Net assets available for benefits per the financial statements	$ 144,384,850	$ 165,666,884
Deemed distributions	(166,341)	(56,112)
Net assets available for benefits per the Form 5500	$ 144,218,509	$ 165,610,772

The following is a reconciliation of deemed distributions per the financial statements to the Form 5500 as of December 31, 2015:

Total deemed distributions per financial statements	$	—
Deemed distributions associated with defaulted participant loans		(110,229)
Total deemed distributions per Form 5500	$	(110,229)

Note 11 – Subsequent Events

Effective January 1, 2016, the Company's Employee Benefit Committee amended the Plan. The amendments include eliminating the Safe Harbor status of the Plan, changing the Company's basic matching contribution from 6% of compensation to 3%, implementing a 4 year vesting schedule on employer matching funds, and eliminating the early retirement provision for new participants.

In addition, on September 27, 2016, the Employee Benefit Committee appointed a new trustee for the 2017 plan year at which time the Plan assets will transfer.

Subsequent events were evaluated for disclosure through December 19, 2016, which was the date the financial statements were available to be issued.

Chiquita Savings and Investment Plan
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2015
EIN No. 04-1923360, Plan No. 003

	Identity of Issue, Borrower, Lessor, or Similar Party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value			Cost	Current Value
*	Wells Fargo Cash Investment Money Market	Mutual Fund	29,612,348	shares	**	$ 29,612,348
*	Wells Fargo/BlackRock S&P 500 Index Fund	Common Collective Trust	157,086	units	**	12,598,499
*	Wells Fargo Advantage Growth	Mutual Fund	239,455	shares	**	11,014,916
	Dodge & Cox Stock Fund	Mutual Fund	60,749	shares	**	9,888,129
	T. Rowe Price Mid Cap Growth	Mutual Fund	102,495	shares	**	7,514,907
	Vanguard Target Retirement 2025	Mutual Fund	432,497	shares	**	6,755,607
	American Funds Euro Pacific Growth	Mutual Fund	137,487	shares	**	6,230,914
	American Growth Fund	Mutual Fund	145,612	shares	**	6,012,324
	Vanguard Target Retirement 2040	Mutual Fund	207,621	shares	**	5,906,828
	Vanguard Target Retirement 2035	Mutual Fund	341,941	shares	**	5,758,290
	Vanguard Target Retirement 2030	Mutual Fund	196,035	shares	**	5,434,105
	American Beacon Small Cap Value	Mutual Fund	198,749	shares	**	4,463,907
	Vanguard Selected Value	Mutual Fund	154,204	shares	**	3,986,170
	Vanguard Target Retirement 2020	Mutual Fund	126,015	shares	**	3,421,304
	Vanguard Target Retirement 2045	Mutual Fund	189,515	shares	**	3,369,569
	Hartford Small Company HLS	Mutual Fund	191,805	shares	**	3,360,428
	Dodge & Cox Income Fund	Mutual Fund	250,533	shares	**	3,329,584
*	Wells Fargo Advantage Government Securities	Mutual Fund	276,525	shares	**	3,072,188
	Vanguard Target Retirement 2050	Mutual Fund	98,668	shares	**	2,811,044
	Vanguard Target Retirement 2015	Mutual Fund	120,131	shares	**	1,709,464
	Federated Institutional High Yield Bond Fund	Mutual Fund	187,172	shares	**	1,701,398
	Lazard Emerging Markets Equity Intsl	Mutual Fund	41,753	shares	**	561,164
	Vanguard Target Retirement 2055	Mutual Fund	15,350	shares	**	473,236
	Vanguard Target Retirement Income Fund	Mutual Fund	30,962	shares	**	385,479
	Vanguard Target Retirement 2010	Mutual Fund	13,906	shares	**	345,976
	Pimco Real Return Fund	Mutual Fund	28,713	shares	**	301,777
*	Notes Receivable from Participants	Participant Loans	Interest rates range from 4.25% to 9.25%; maturities at various dates through 2025			4,131,449
						$ 144,151,004

* Denotes party-in-interest.

** Cost information is not required for participant-directed investments.

Note: Information in this schedule has been certified as complete and accurate by Wells Fargo Bank, N.A.

Chiquita Savings and Investment Plan
Schedule H, Line 4a - Schedule of Delinquent Participant Contributions
Year Ended December 31, 2015
EIN No. 04-1923360, Plan No. 003

	Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Year	Check here if Late Participant Loan Repayments are included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2015	$ 316,017	$ 316,017	$ —	$ —	$ —
2014	$ 363	$ —	$ 363	$ —	$ —

CHIQUITA SAVINGS AND INVESTMENT PLAN

Financial Statements and Supplemental Schedule

December 31, 2015 and 2014

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* Other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

pwc

Report of Independent Auditors

To the Administrator of the
Chiquita Savings and Investment Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Chiquita Savings and Investment Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2015 and December 31, 2014 and the related statement of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2015 and December 31, 2014 and for the year ended December 31, 2015, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on the financial statements.



Other Matter

The supplemental schedules of assets (held at end of year) as of December 31, 2015 and of delinquent participant contributions for the year ended December 31, 2015, are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

PricewaterhouseCoopers LLP

Charlotte, North Carolina
December 19, 2016

Chiquita Savings and Investment Plan
Statements of Net Assets Available for Benefits

	December 31,	
	2015	**2014**
Investments, at fair value	$ 140,019,555	$ 160,244,233
Contributions receivable:		
Due from participants	134,494	44,742
Due from Company	99,352	36,304
Notes receivable from participants	4,131,449	5,341,605
Net assets available for benefits	$ 144,384,850	$ 165,666,884

See accompanying notes to financial statements.

Chiquita Savings and Investment Plan
Statements of Changes in Net Assets Available for Benefits

	Year Ended December 31,	
	2015	**2014**
Additions (reductions):		
Investment income (loss):		
Dividends	$ 1,538,088	$ 1,651,393
Net appreciation (depreciation) in fair value of investments	(2,562,535)	7,068,617
	(1,024,447)	8,720,010
Interest income on notes receivable from participants	196,528	214,228
Contributions:		
Participant	6,379,012	7,086,982
Company	4,436,347	5,110,061
Rollover	458,427	833,495
	11,273,786	13,030,538
Deductions:		
Distributions to participants	(31,727,901)	(18,874,552)
Increase (decrease) in net assets available for benefits	(21,282,034)	3,090,224
Net assets available for benefits:		
Beginning of the year	165,666,884	162,576,660
End of the year	$ 144,384,850	$ 165,666,884

See accompanying notes to financial statements.

Note 1 – Plan Description

The following description of the Chiquita Savings and Investment Plan (the "Plan") provides only general information. Participants should refer to the *Summary Plan Description* for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan available for participation by substantially all full-time and part-time domestic nonunion employees of Chiquita Brands International, Inc. (the "Company" or the "Plan Sponsor") and its participating subsidiaries who have completed 60 days of service and have attained the age of 21. Although it is anticipated that the Plan will continue indefinitely, the Board of Directors of the Company can amend, suspend or terminate the Plan at any time, subject to the provisions of the Plan, the Internal Revenue Code of 1986 (the "IRC") and the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). In the event of Plan termination, active participants become 100% vested in their accounts.

The Plan Document was amended and restated effective January 1, 2011 to incorporate all plan amendments since the last restatement. Since then, one amendment was made to the Plan effective January 1, 2013 (the "Amendment"), which eliminated the 2% automatic enrollment contribution for newly eligible employees. Another amendment was made to the Plan effective January 6, 2015, which eliminated the Chiquita Common Stock as an investment option (see Note 2).

Participant Accounts

Participants may have up to six accounts under the Plan:

Account	Description of Account
Employee Accounts:	
- Employee Before-Tax Contributions - Employee After-Tax Designated Roth Contributions - Rollover Contributions	Reflect all before-tax, after-tax Designated Roth, catch-up and rollover contributions, and the income, losses, withdrawals and distributions attributable to such employee contributions.
Company Accounts:	
- Matching Contributions - Profit Sharing Contributions - Non-elective Contributions	Reflect a participant's share of Company contributions, profit-sharing contributions of certain merged plans, and an amount equal to a participant's unspent employee credits contributed prior to January 1, 2004 from the Company's separate welfare benefit plans, and the income, losses, withdrawals and distributions attributable to such contributions.

Participant Contributions

During 2015 and 2014, participants could elect to defer as a Before-Tax Contribution or After-Tax Designated Roth Contribution any whole percentage of their compensation from 1% to 50%, subject to the non-discrimination standards of the IRC. A participant's taxable compensation is reduced by the amount of Before-Tax Contributions, and those amounts are contributed to the Plan on the participant's behalf by the Company. A participant's Before-Tax Contributions and Designated Roth Contributions in any one year are also limited to a fixed dollar maximum ($18,000 for 2015 and $17,500 for 2014), as specified by the IRC. The first 6% of compensation contributed to the Plan ("Eligible Participant Contributions") is eligible for employer matching contributions. Participants age 50 or older can make catch-up contributions if they contributed the maximum elective deferral under the Plan. A participant's catch-up contributions in any one year are limited to a fixed dollar maximum ($6,000 for 2015 and $5,500 for 2014), as specified by the IRC.

Through 2014, participants were permitted to direct up to 10% of their new contributions to the Chiquita Common Stock Fund and allocate existing amounts in other investment options, provided that, at no time, could a participant's holdings in the Chiquita Common Stock Fund exceed 50% of his or her total holdings in the Plan. See Note 2 regarding the elimination of the Chiquita Common Stock Fund as an investment option in January 2015.

The Plan also accepts rollover contributions ("Rollovers") from other qualified plans and from certain individual retirement accounts. Rollovers are credited to a participant's Rollover Contributions Account and are treated in a manner similar to Before-Tax Contributions or After-Tax Designated Roth Contributions (consistent with how rollover contributions were treated as in the previous plan) for Plan accounting and federal income tax purposes. Rollovers are not eligible for Company matching contributions.

Company Contributions

The Company makes a Basic Matching Contribution and may make a Discretionary Matching Contribution, as described below. These contributions are based on Eligible Participant Contributions. The Company's matching contributions are subject to the non-discrimination standards of the IRC.

> Basic Matching Contributions: The Basic Matching Contribution (also referred to as the "Safe Harbor Matching Contribution") is 100% of a participant's Before-Tax Contributions and/or After-Tax Designated Roth Contributions up to 6% of compensation in both 2015 and 2014.
>
> Discretionary Matching Contributions: Discretionary matching contributions were suspended in 2013; there were no discretionary matching contributions made by the Company during 2015 and 2014.

All Company matching contributions are made in cash. There were no non-elective or profit sharing contributions made for 2015 or 2014.

Under the IRC, a participant's annual Before-Tax Contributions, After-Tax Designated Roth Contributions, employer Matching Contributions and Non-elective Contributions for any calendar year cannot exceed the lesser of a fixed dollar amount ($53,000 for 2015 and $52,000 for 2014) or 100% of the participant's compensation for that calendar year.

Investment Options

The Plan offers a variety of investment options, primarily mutual funds. Subject to the prior limits on investments in the Chiquita Common Stock Fund described above, participants are permitted to direct their new contributions and allocate prior contributions to any of the Plan's investment options. Participants may change the investment allocation of accumulated account balances daily. A participant's future contribution deferral amount and investment allocation may be changed with each pay period. The Plan Administrator may change any of the investment funds offered to participants at its discretion.

Vesting and Forfeitures

Participants are fully vested in their Employee Accounts and their Non-elective Contributions Accounts.

Basic Matching and Discretionary Contributions made by the Company for periods prior to January 1, 2009 and the related earnings become vested at a rate of 20% for each year of service to the Company. Basic Matching Contributions made by the Company for periods after January 1, 2009 and through December 31, 2015 and the related earnings are fully vested at the time the contribution is made. Any Discretionary Matching Contributions made by the Company for periods after January 1, 2009 through 2013 (when Discretionary Contributions were suspended) and the related earnings became vested at a rate of 20% for each year of service to the Company. A participant with less than five years of service becomes fully vested in his or her Matching Contributions Account immediately at age 65 while still actively employed or when employment terminates as a result of retirement, death or disability.

The non-vested portions of a terminating participant's Company Accounts are forfeited upon termination and are used to reduce future Company contributions. There were $79,008 cumulative forfeitures available to offset Company contributions at December 31, 2015 and there were $157,153 available at December 31, 2014. During the years ended December 31, 2015 and 2014, forfeitures used to offset Company contributions were $248,309 and $79,765, respectively.

Withdrawals and Distributions

A participant's account may be withdrawn only in limited circumstances, as permitted by the IRC and the Plan.

Upon termination of service, a participant may apply to receive a distribution of the vested portion of his or her account balance in a lump-sum amount or, if the vested portion exceeds $5,000, leave the account balance in the Plan until age 65. If the participant's account is greater than $1,000 and less than $5,000, the participant may elect to receive distribution in a single lump-sum in cash and/or direct rollover to another qualified plan. If the participant does not specify an election, the payment will be automatically rolled over to an individual retirement plan designated by the Plan Administrator. If the participant's account is less than $1,000, the participant will receive a lump-sum amount. Through 2014, distributions consist of cash or shares of Chiquita common stock if invested in the Chiquita Common Stock Fund and cash from all other investment funds, at the participant's election. See Note 2 regarding the elimination of the Chiquita Common Stock Fund as an investment option in January 2015.

Notes Receivable from Participants

The Plan has a loan feature under which active participants may borrow up to 50% of the present value of their vested and non-forfeitable account balance (up to a maximum of $50,000). The loan must bear interest at a rate reasonable at the time of application. The Company has established a fixed interest rate which is the prime rate plus 1%. Loans are repaid via payroll deduction over a period of not less than one year or more than five years, except for loans used to purchase a primary residence, which are repaid over a period of up to ten years. The participant may prepay the entire outstanding balance of the loan at any time. Upon participant termination, retirement or death, the outstanding loan balance is treated as a distribution to the participant if repayment is not made by the participant within 60 days after notification is received by the participant. Currently outstanding participant loans have interest rates from 4.25% to 9.25% and various maturity dates through 2025.

Note 2 – Change in Control and Elimination of Chiquita Common Stock Fund Investment Option

On October 26, 2014, Chiquita Brands International, Inc. ("CBII" or "Chiquita") entered into an Agreement and Plan of Merger ("Merger Agreement") with Chiquita Holdings Limited (formerly known as Cavendish Global Limited) ("Parent"), a private limited company incorporated under the laws of England and Wales, and Cavendish Acquisition Corporation ("Merger Sub"). Parent and Merger Sub are affiliates of the Cutrale and Safra Groups. Under the Merger Agreement, a Tender Offer commenced for the purchase of all shares of CBII common stock for $14.50 per share. On January 6, 2015, Merger Sub accepted for payment 39,791,364 shares that were validly tendered (not including 1,748,335 shares tendered pursuant to notices of guaranteed delivery), which represented approximately 84.46% of the outstanding shares of CBII, which triggered a change in control. Because the Parent and affiliates did not own more than 90% of the shares of CBII as a result of the Tender Offer, the Top-Up Option under the Merger agreement was exercised on January 6, 2015, whereby 41,286,271 Top-Up shares were issued at $14.50 per share in exchange for a promissory note such that Parent and affiliates controlled at least 90% of the shares of CBII. Parent then completed a short form merger in accordance with New Jersey law, converting each share issued and outstanding into the right to receive $14.50, except for shares owned by the Parent and affiliates. Shares of CBII were delisted from public trading on the New York Stock Exchange before market open on January 7, 2015. Immediately following the short-form merger, Merger Sub merged into CBII with CBII being the surviving entity. Any treasury shares were immediately canceled and the promissory note resulting from the Top-Up Option was eliminated. Following the merger, 1,000 shares of CBII stock remained outstanding and were held by Chiquita US Corporation (formerly known as Cavendish US Corporation), a Delaware corporation and wholly owned, indirect subsidiary of Parent.

As a result of the above described change in control and delisting of the Chiquita Common Stock from public trading, the Chiquita Common Stock Fund is no longer an investment option of the Plan effective in January 2015. The Chiquita Common Stock Fund has been liquidated from the Plan according to the tender offer agreement and assets were transferred into the Wells Fargo Advantage Cash Investment Money Market fund at the time of the change in control.

Note 3 – Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements of the Plan have been prepared on the accrual basis of accounting.

Use of Estimates

The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America, which require management to make estimates and assumptions that affect the amounts and disclosures reported in the financial statements and accompanying notes. The most significant of these estimates and assumptions relate to fair value measurements of the Plan investments. Although these and other estimates and assumptions are based on the best available information, actual results could be materially different from those estimates.

Valuation of Investments

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for further discussion of fair value measurements.

The Plan presents in its Statement of Changes in Net Assets Available for Benefits the net appreciation (depreciation) in fair value of investments which consists of realized gains and losses as well as the unrealized appreciation or depreciation on these investments.

Securities Transactions

Purchases and sales of investments are recorded on a trade date basis.

Dividend and Interest Income

Dividend income is recorded on the ex-dividend date and interest income is recorded on an accrual basis.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued and unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Distributions to Participants

Distributions to participants are reported when paid.

Administrative Expenses

While it has no obligation to do so, the Company has provided certain administrative services to the Plan for no compensation and has paid professional fees for the benefit of the Plan. Certain expenses of the Plan are netted against investment income.

Recently Issued Accounting Pronouncements

On July 31, 2015 the Financial Accounting Standards Board (FASB) issued Accounting Standards Update ("ASU") No. 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965). ASU No. 2015-12 simplifies accounting for employee benefit plans as follows: (i) fully benefit-responsive investment contracts are now to be measured, presented and disclosed only at contract value as opposed to

contract value at fair value, (ii) the requirement to disclose investments that represent 5 percent or more of net assets available for benefits has been eliminated, (iii) the net appreciation or depreciation in investments for the period should be presented in the aggregate, but is no longer required to be disaggregated and disclosed by general type, (iv) if an investment is measured using the net asset value per share (or its equivalent) practical expedient in Topic 820, and that investment is in a fund that files a U.S. Department of Labor Form 5500, Annual Return/Report of Employee Benefit Plan, as a direct filing entity, disclosure of that investment's strategy is no longer required, and (v) employers can measure (as a practical expedient) benefit plan assets on a month-end date nearest to the employer's fiscal year end when the fiscal period does not coincide with a month end. The ASU becomes effective for the Plan January 1, 2016, with early adoption permitted. The adoption of this pronouncement is not expected to have a material effect on the Plan's statements of net assets available for plan benefits or statements of changes in net assets available for plan benefits.

On May 1, 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update ("ASU") No. 2015-07, Fair Value Measurement (Topic 820) - Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or its Equivalent), which removes the requirements to categorize within the fair value hierarchy and to make certain disclosures for investments eligible to be measured at fair value using the net asset value per share practical expedient. The ASU becomes effective for the Plan January 1, 2017, with early adoption permitted. Since this new guidance only amends the disclosure requirements, it will not impact the Plan's statements of net assets available for plan benefits or statements of changes in net assets available for plan benefits.

Note 4 – Investments

The following investments, at fair value, represent 5% or more of the Plan's net assets available for benefits:

		December 31,	
		2015	2014
*	Wells Fargo Cash Investment Money Market	$ 29,612,348	$ 30,511,275
*	Wells Fargo Advantage Growth	11,014,916	11,930,007
*	Wells Fargo/Blackrock S&P 500 Index Fund	12,598,499	14,295,255
	Dodge & Cox Stock Fund	9,888,129	12,007,020
	T. Rowe Price Mid Cap Growth	7,514,907	**

* Denotes party-in-interest

** Investment does not represent 5% or more of the Plan’s net assets for the respective year.

During 2015 and 2014, the Plan's investment balances (including gains and losses on investments bought and sold as well as held during the year) appreciated (depreciated) in value as follows:

	Year Ended December 31,	
	2015	2014
Mutual funds	$ (2,731,956)	$ 5,018,479
Common collective trust (Wells Fargo/BlackRock S&P 500 Index)	165,692	1,747,736
Chiquita Brands International, Inc. common stock	3,729	302,402
	$ (2,562,535)	$ 7,068,617

Note 5 - Trustee Certification

All investment information disclosed in the accompanying financial statements and supplemental schedules, including investments held and notes receivable from participants, at December 31, 2015 and 2014, and net appreciation (depreciation) in fair value of investments and interest, dividends, and other investment income for the years ended December 31, 2015 and 2014, were obtained or derived from information supplied to the Plan administrator and certified as complete and accurate by

Wells Fargo Bank, N.A. (the "Trustee") in accordance with Section 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. The following is a summary of certified information included in the Plan's financial statements and supplemental schedules as of December 31, 2015 and 2014 and for the years then ended:

	2015	2014
Investments:		
Investments, end of year, at fair value	$ 140,019,555	$ 160,244,233
Notes receivable from participants	4,131,449	5,341,605
Investment income:		
Dividends	1,538,088	1,651,393
Net appreciation (depreciation) in fair value of investments	(2,562,535)	7,068,617
Interest income on notes receivable from participants	196,528	214,228

Note 6 – Fair Value Measurements

Fair value is the price to hypothetically sell an asset or transfer a liability in an orderly manner in the principal market for that asset or liability. Accounting standards prioritize the use of observable inputs in measuring fair value. The level of a fair value measurement is determined entirely by the lowest level input that is significant to the measurement. The three levels are (from highest to lowest):

Level 1 – observable prices in active markets for identical assets and liabilities;

Level 2 – observable inputs other than quoted market prices in active markets for identical assets and liabilities, which include quoted prices for similar assets or liabilities in an active market and market-corroborated inputs; and

Level 3 – unobservable inputs.

A description of the valuation methodologies used for assets measured at fair value is as follows:

Mutual funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the SEC. These funds are required to publish their daily net asset value held by the Plan and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Common collective trust fund: Common collective trust fund values are determined by reference to the funds' underlying assets, which are principally marketable equity securities at December 31, 2015 and 2014.

Chiquita Common Stock Fund (Managed Fund): Until it was discontinued as an investment option in 2015, the Chiquita Common Stock Fund held the Company's common stock and a small amount of cash equivalents, which were valued at cost, which approximates fair value. Chiquita common stock was valued at the closing price on the New York Stock Exchange at December 31, 2014.

The Plan adopted the amended fair value measurements and disclosures guidance as it relates to investments in entities calculating Net Asset Value ("NAV") or an equivalent measure of fair value. As a practical expedient, the amendments permit, but do not require, the Plan to measure the fair value of certain investments based on the investee's NAV or its equivalent. Investments valued using NAV as a practical expedient as of December 31, 2015 and 2014 consisted of the Wells Fargo / BlackRock S&P 500 Index ("WFSP"). The WFSP invests in 500 of the largest U.S. companies, which span many different industries and account for about three-fourths of the U.S. stock market's value. The key risk for the fund is the volatility that comes with its full exposure to the stock market. The NAV of the WFSP is determined using the market value or fair value, if market data is unavailable, of the underlying investments. The WFSP allows for daily liquidity with no additional days notice required for redemption for participant directed transactions. The fair value of investments in the fund at December 31, 2015 and 2014 was $12,598,499 and

$14,295,255, respectively. Based upon information provided by the trustee, the account is fully liquid and events limiting the account's ability to transact at NAV are not probable.

There have been no changes in the methodologies used at December 31, 2015 and 2014. The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The Plan carried the following assets at fair value:

		Fair Value Measurements Using		
	Total	Quoted Prices in Active Markets Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)
December 31, 2015:				
Mutual funds - money market	$ 29,612,348	$ 29,612,348	$ —	$ —
Mutual funds – value	9,888,129	9,888,129	—	—
Mutual funds – fixed income	12,391,117	12,391,117	—	—
Mutual funds – growth	32,366,482	32,366,482	—	—
Mutual funds – foreign	6,792,078	6,792,078	—	—
Mutual funds – target retirement	36,370,902	36,370,902	—	—
Common collective trust – equity	12,598,499	—	12,598,499	—
	$ 140,019,555	$ 127,421,056	$ 12,598,499	$ —
December 31, 2014:				
Mutual funds - money market	$ 30,543,968	$ 30,543,968	$ —	$ —
Mutual funds – value	18,287,091	18,287,091	—	—
Mutual funds – fixed income	16,598,181	16,598,181	—	—
Mutual funds – growth	29,836,877	29,836,877	—	—
Mutual funds – foreign	8,314,753	8,314,753	—	—
Mutual funds – target retirement	40,934,862	40,934,862	—	—
Common collective trust – equity	14,295,255	—	14,295,255	—
Chiquita common stock	1,433,246	1,433,246	—	—
	$ 160,244,233	$ 145,948,978	$ 14,295,255	$ —

No transfers were made between levels 1 and 2 for the years ended December 31, 2015 and 2014.

Note 7 – Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

Note 8 – Related Party Transactions

The Plan has invested in the Chiquita Common Stock Fund, which primarily invests in shares of the Company's common stock. This investment option was discontinued in January 2015. As of December 31, 2014, the Plan's interest in the Chiquita Common Stock Fund represented 99,118 shares of the Company's common stock fund with fair market values of $1,433,246. During the year ended December 31, 2015, the Plan sold 99,118 shares for $1,471,867 of Chiquita common stock. During the year ended

December 31, 2014, the Plan sold 63,364 shares for $874,019 and purchased 45,819 shares for $638,228 of Chiquita common stock.

Certain Plan investments are shares of registered investment companies managed by Wells Fargo. Wells Fargo is the Trustee and record keeper of the Plan. These transactions qualify as party-in-interest transactions. Loans to Plan participants also qualify as party-in-interest transactions.

Effective July 1, 2006, the Trustee provides certain administrative services to the Plan pursuant to a Master Plan Services Agreement ("MSA") between the Company and the Trustee. The Trustee receives revenue from mutual fund and common/collective trusts for services the Trustee provides to the funds. This revenue is used to offset certain amounts owed to the Trustee for its administrative services to the Plan. If the revenue received by the Trustee from such mutual fund or common/collective trust fund service providers exceeds the amount owed under the MSA, the Trustee remits the excess to the Plan's trust on a quarterly basis. Such amounts may be applied to pay Plan administrative expenses or allocated to the accounts of the participants. During 2015, $82,322 was received by the Plan and no amounts were used to offset Plan expenses. The Plan or Plan Sponsor may make a payment to the Trustee for administrative expenses not covered by revenue sharing.

Note 9 – Tax Status

As of February 1, 2016, the Plan has filed for, but has not received, a determination letter from the Internal Revenue Service ("IRS") stating that the Plan and related trust are designed in accordance with applicable sections of the IRC. The Plan has received an acknowledgement of request for determination of its tax status from the IRS. The Plan Administrator believes the Plan is currently designed and is being operated in compliance with the applicable requirements of the IRC and, therefore, believes that the Plan, as amended, is qualified and the related trust is tax exempt. Prior to February 1, 2016, the Plan was operating in accordance with the determination letter from the IRS dated September 18, 2013, which stated that the Plan is qualified under Section 401(a) of the IRS and, therefore, the related trust is exempt from taxation.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the applicable taxing authorities. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2015 and 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2012.

Note 10 – Financial Statements versus Form 5500 Filing Difference

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2015 and 2014:

	Year Ended December 31,	
	2015	**2014**
Net assets available for benefits per the financial statements	$ 144,384,850	$ 165,666,884
Deemed distributions	(166,341)	(56,112)
Net assets available for benefits per the Form 5500	$ 144,218,509	$ 165,610,772

The following is a reconciliation of deemed distributions per the financial statements to the Form 5500 as of December 31, 2015:

Total deemed distributions per financial statements	$	—
Deemed distributions associated with defaulted participant loans		(110,229)
Total deemed distributions per Form 5500	$	(110,229)

Note 11 – Subsequent Events

Effective January 1, 2016, the Company's Employee Benefit Committee amended the Plan. The amendments include eliminating the Safe Harbor status of the Plan, changing the Company's basic matching contribution from 6% of compensation to 3%, implementing a 4 year vesting schedule on employer matching funds, and eliminating the early retirement provision for new participants.

In addition, on September 27, 2016, the Employee Benefit Committee appointed a new trustee for the 2017 plan year at which time the Plan assets will transfer.

Subsequent events were evaluated for disclosure through December 19, 2016, which was the date the financial statements were available to be issued.

Chiquita Savings and Investment Plan
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2015
EIN No. 04-1923360, Plan No. 003

	Identity of Issue, Borrower, Lessor, or Similar Party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value			Cost	Current Value
*	Wells Fargo Cash Investment Money Market	Mutual Fund	29,612,348	shares	**	$ 29,612,348
*	Wells Fargo/BlackRock S&P 500 Index Fund	Common Collective Trust	157,086	units	**	12,598,499
*	Wells Fargo Advantage Growth	Mutual Fund	239,455	shares	**	11,014,916
	Dodge & Cox Stock Fund	Mutual Fund	60,749	shares	**	9,888,129
	T. Rowe Price Mid Cap Growth	Mutual Fund	102,495	shares	**	7,514,907
	Vanguard Target Retirement 2025	Mutual Fund	432,497	shares	**	6,755,607
	American Funds Euro Pacific Growth	Mutual Fund	137,487	shares	**	6,230,914
	American Growth Fund	Mutual Fund	145,612	shares	**	6,012,324
	Vanguard Target Retirement 2040	Mutual Fund	207,621	shares	**	5,906,828
	Vanguard Target Retirement 2035	Mutual Fund	341,941	shares	**	5,758,290
	Vanguard Target Retirement 2030	Mutual Fund	196,035	shares	**	5,434,105
	American Beacon Small Cap Value	Mutual Fund	198,749	shares	**	4,463,907
	Vanguard Selected Value	Mutual Fund	154,204	shares	**	3,986,170
	Vanguard Target Retirement 2020	Mutual Fund	126,015	shares	**	3,421,304
	Vanguard Target Retirement 2045	Mutual Fund	189,515	shares	**	3,369,569
	Hartford Small Company HLS	Mutual Fund	191,805	shares	**	3,360,428
	Dodge & Cox Income Fund	Mutual Fund	250,533	shares	**	3,329,584
*	Wells Fargo Advantage Government Securities	Mutual Fund	276,525	shares	**	3,072,188
	Vanguard Target Retirement 2050	Mutual Fund	98,668	shares	**	2,811,044
	Vanguard Target Retirement 2015	Mutual Fund	120,131	shares	**	1,709,464
	Federated Institutional High Yield Bond Fund	Mutual Fund	187,172	shares	**	1,701,398
	Lazard Emerging Markets Equity Intsl	Mutual Fund	41,753	shares	**	561,164
	Vanguard Target Retirement 2055	Mutual Fund	15,350	shares	**	473,236
	Vanguard Target Retirement Income Fund	Mutual Fund	30,962	shares	**	385,479
	Vanguard Target Retirement 2010	Mutual Fund	13,906	shares	**	345,976
	Pimco Real Return Fund	Mutual Fund	28,713	shares	**	301,777
*	Notes Receivable from Participants	Participant Loans	Interest rates range from 4.25% to 9.25%; maturities at various dates through 2025			4,131,449
						$ 144,151,004

* Denotes party-in-interest.

** Cost information is not required for participant-directed investments.

Note: Information in this schedule has been certified as complete and accurate by Wells Fargo Bank, N.A.

Chiquita Savings and Investment Plan
Schedule H, Line 4a - Schedule of Delinquent Participant Contributions
Year Ended December 31, 2015
EIN No. 04-1923360, Plan No. 003

	Participant Contributions Transferred Late to Plan	Total that Constitutes Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Year	Check here if Late Participant Loan Repayments are included:	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
2015	$ 316,017	$ 316,017	$ —	$ —	$ —
2014	$ 363	$ —	$ 363	$ —	$ —