

Chiquita Brands International, Inc.
Summary of Fees for
Special and Non Audit Services

Confidential Treatment
Request by Chiquita Brands

Year ended
December 31, 1996

Domestic

Management Consulting

- Prototype fruit inventory management system \$ 583,800

Tax Services

- Expatriate 109,300
- Consultations on various matters
 - SALT 16,800
 - International (various) 59,600
 - Other (R&E) 19,000
- Research and assistance relating to IRS audit 17,000
- Analysis of tax attributes carryovers (§382) 28,800
- Preparation of special report relating to carryback claims assessment 10,800
- Transfer pricing related 75,200

Special audit services

- SEC filings
 - S-3 registration statements and related comfort procedures 40,300
 - 8K (financial statement restatements) 10,100
- Internal audit outsourcing (Cal Day Fresh internal control review) 31,900
- Information systems auditing (internal audit outsourcing) 18,300
- Specialists' consultation and review of Friday Canning tornado claim to maximize receipt of insurance proceeds 19,100
- Special purpose reports (compliance related) 9,200
- Accounting consultations relating to the Friday Canning tornado claim assessment and proposed Blackstone transaction 48,700

1CHQ6-001205

Chiquita Brands International, Inc.
Summary of Fees for
Special and Non Audit Services

Year ended
December 31, 1996

Domestic (continued)

Special audit services (continued)

• Accounting consultations surrounding the formation of a joint venture in Chile and coordination of the activities of our local office	12,200
• Accounting consultations associated with restructuring the Danyard lease	6,700
• Presentation of audit methodology training seminar for Internal Audit	<u>6,700</u>
	<u>1,123,500</u>

Foreign

Tax Services

• Chile	
– Consultations regarding stamp taxes and taxes relating to employee benefit entitlements	5,500
• Australia	
– Consultations on various corporate matters	49,000
• Belgium	
– Corporate tax consultations relating to the banana ripeners, expatriate compliance and consulting matters and payroll services for the Coordination Center	98,200
• Netherlands	
– Corporate restructuring, planning and accounting and advisory activities	84,900
• New Zealand	
– Advice relating to Interfresh and other items	14,400
• United Kingdom	
– Consultations and compliance related matters	6,700

CBI-V1-001-005769

Chiquita Brands International, Inc.
Summary of Fees for
Special and Non Audit Services

Year ended
December 31, 1996

Foreign (continued)

Tax Services (continued)

- Switzerland
 - Corporate, partnership and individual tax consultations and compliance related matters 60,200

Special Audit Services

- Colombia
 - Entity merger/liquidation assistance 11,900
- New Zealand
 - Accounting and tax services for GWF (South Pacific) Ltd. 22,800
- New Zealand
 - Assistance relating to CBNZ disposition and other items 21,200
- Chile
 - Due diligence associated with the formation of joint venture. 72,100
- Costa Rica
 - Separate financial statements audits of the three Polymer subsidiaries for the years ending 1993-5, as well as 8 month period ending August 1996, for purposes of a local bolsa offering.

33,600

480,500

Total

\$1,604,000

Confidential Treatment
Request by Chiquita Brands

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1CHQ6-001208

CBI-V1-001-005771

Confidential Treatment
Request by Chiquita Brands

**QUARTERLY PAYMENTS
FCPA REPORTING
FIRST QUARTER OF 1997
SUMMARY**

During the first quarter of 1997, we had 100% reporting compliance from the 420 employees required to report under the FCPA. Payments were reported by 11 companies in five countries. Aggregate payments by company ranged between \$92 and \$24,740.

Total payments reported during the first quarter of 1997 were \$57,089 as compared to \$150,911 for the first quarter of 1996.

1CHQ6-001209

CBI-V1-001-005772

Confidential Treatment
Request by Chiquita Brands

SUMMARY OF PAYMENTS
STATEMENT OF POLICIES AND PROCEDURES OF FEBRUARY 19, 1976
JANUARY 1 - MARCH 31, 1997

COUNTRY & COMPANY	PRINCIPAL BUSINESS	1ST QTR 1997	1ST QTR 1998
COLOMBIA			
Baradex	Banana Operations	3,856	8,640
COSTA RICA			
Cobel	Banana Operations	245	3,317
Chiquita Brands	Markets Tropical Fruit	174	147
Chiriqui Land Company	Banana Operations	2,526	2,150
	Sub-total	2,945	6,614
GUATEMALA			
Cobigua	Banana Operations	808	3,138
HONDURAS			
Agriculta de Rio Tinto	Processed Banana Products	846	1,002
Cobalisa	Banana Operations	8,566	5,380
San Alejo Oil Palm Operations	Oil Palm Cultivation	1,496	409
Teta Railroad	Banana Operations	24,740	98,023
	Sub-total	35,650	104,824
PANAMA			
Chiriqui Land Company	Banana Operations	13,936	30,159
Polymer Group	Plastic Products	82	896
	Sub-total	14,030	31,055
UNITED STATES			
Chiquita Brands International, Inc.		0	740
TOTAL PAYMENTS		57,089	150,911

CBI-V1-001-005773

1CHQ6-001210

SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
FIRST QUARTER, 1997 (US\$)Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
Colombia	Banadex	3,656	Army and Police Officials	Donations for security services.
Total Payments		<u>3,656</u>		

CBI-V1-001-005774

Exchange Rate: .0008552

1CHQ6-001211

SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
FIRST QUARTER, 1997 (US\$)Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
Costa Rica	COBAL	245	Health and Labor Officials	Providing meals for health and labor inspections.
	Chiriqui Land Co. (Bocas Division)	2,526	Customs Officials and Security Agents	Facilitating payments for police protection and customs clearances.
	Chiquita Brands	174	Local Police	Donation of kitchen utensils.
Total Payments		<u>2,945</u>		

CBI-V1-001-005775

Exchange Rate .0058

1CHQ6-001212

SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
FIRST QUARTER, 1997 (US\$)Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
Guatemala	COBIGUA	808	Customs Officials	Facilitating payments.
Total Payments		<u>808</u>		

CBI-V1-001-005776

Exchange Rate: .165

1CHQ6-001213

SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
FIRST QUARTER, 1997 (US\$)Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
Honduras	Agricola de Rio Tinto	848	Customs and Commerce Officials	Lunch and transportation expenses provided to facilitate product inspection.
	COBALISA	8,566	Armed Forces	Security of managed farm facilities.
	Tela Railroad Company (Oil Palm)	1,496	Armed Forces	Donations of fuel in exchange for security services.
	Tela Railroad Company (Bananas)	61	Postal Officials	Payment for expediting company mail.
		19,925	Armed Forces	Facilitating payments of cash, fuel, and meals for security and police protection.
		4,230	Customs Officials	Facilitating payments of cash and fuel.
		145	Ecology Foundation	Donation of fuel.
		379	Honduran Tax Officials	Facilitating payment of transportation, lodging and meals related to income tax auditing and review.
	Sub-total	24,740		
	Total Payments	35,650		

CBI-V1-001-005777

Exchange Rate: .105

1CBQ6-001214

SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
FIRST QUARTER, 1997 (US\$)Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
Panama	Chiriqui Land Company	355	National Director of Bananas, Ministry of Treasury, Ministry of Labor, and Police	Travel expenses and meals purchased related to discussions of various banana related issues and contribution of food for activities of National Police.
	Armuelles Division	1,314	Quarantine, Customs and Immigration Inspectors	Inspection/disinfection of ships/containers, inspection of planes for international flights and receiving vessels after working hours.
		1,958	Police, Water Department, INAFORP, Labor, Customs and Immigration Officials.	Charitable donations of fuel, paint, used computer, and lodging at company guest house. Reimbursement of travel expenses.
	Bocas Division	10,311	Customs, Immigration, and Security Agents	Facilitating payments for police protection and customs clearances.
	Sub-total	13,938		
	Polymer Group - Panama	92	Director General of Labor, Director General of Community Development, Minister of Health	Charitable donations.

Total Payments 14,030

1CHQ6-001215

CBI-V1-001-005778

FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD JANUARY 1 - MARCH 31, 1997

Confidential Treatment
Request by Chiquita Brands

REPORT DUE: APRIL 15, 1997

REC'D RESPONSE	NAME	X*IF PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
4/23/97			FRUPAC	OPERATIONS	EXPORTS MANAGER	Santiago, Chile
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	SR. MANAGER	Cincinnati, OH
4/23/97		X	CHIQUITA TROPICAL PRODUCTS	LEGAL	VICE PRESIDENT LEGAL COUNSEL	Panama City, Panama
3/31/97			CHIRIQUI LAND COMPANY	OPERATIONS	TOC COORDINATOR	Amueles, Panama
4/23/97			CHIQUITA TROPICAL PRODUCTS	LEGAL	DIRECTOR LEGAL	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	INT'L LAN ADMINISTRATOR	Cincinnati, OH
3/31/97			FRUPAC	OPERATIONS	DIRECTOR OPERATIONS	San Jose, Costa Rica
4/23/97			TELA RAILROAD COMPANY	LEGAL	LEGAL DEPARTMENT DIRECTOR	San Pedro Sula, Honduras
3/31/97			GREAT WHITE FLEET	OPERATIONS	TECHNICAL SUPERINTENDENT	Miami, FL
4/23/97			CHIQUITA BANANA COMPANY, B.V.	MARKETING	AREA DIRECTOR - SCANDANAVIA	Helsinki, Finland
4/23/97			CHIRIQUI LAND COMPANY	OPERATIONS	DIV. SUPERINTENDENT AGRI.	Bocas, Panama
4/23/97			C.I. BANADEX	HUMAN RESOURCES	HUMAN RESOURCE MANAGER	Medellin, Colombia
4/23/97			CORAL	OPERATIONS	SAFETY SUPERINTENDENT	San Jose, Costa Rica
4/23/97			TELA RAILROAD COMPANY	OPERATIONS	MANAGER TECHNICAL SERVICES/M&S	La Lima, Honduras
5/9/97			FRUPAC	ACCOUNTING	MIS MGR.	Philadelphia, PA
4/23/97			CHIQUITA BRANDS CO., N.A.	ACCOUNTING	CREDIT & CLAIMS	Cincinnati, OH
3/31/97			CBP-PROCESSED FRUIT INGREDIENTS	OPERATIONS	GM PROCESSED BANANA MANUFACTURING	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE SECURITY	DIRECTOR, SECURITY	Cincinnati, OH
4/23/97			CHIQUITA TROPICAL PRODUCTS	LEGAL	ASSISTANT DIRECTOR LEGAL AND GOVT AFFAIRS	Panama City, Panama
4/23/97			CHIQUITA BRANDS, INC.	PACK & ENG SERVICES	SR. MGR. PACKING	San Jose, Costa Rica
3/31/97			CHIQUITA BRANDS, INC.	PROCESSED FOODS	COO-PROCESSED FOODS	Cincinnati, OH
4/23/97			CHIQUITA BRANDS, INC.	INLAND TRANSPORTATION	DIRECTOR, TERMINAL OPERATIONS	Newark, N.J.
4/23/97			CHIQUITA BANANA INTERNATIONAL	CONTROLLER	CONTROLLER - SOUTH EUROPE	Rome, Italy
4/23/97			TELA RAILROAD COMPANY	PROCESSED FOODS	GENERAL MANAGER SAN ALEJO	San Ajo, Honduras
4/23/97		X	CALIFORNIA DAY FRESH	EXECUTIVE	GENERAL MANAGER	Glendale, CA
3/31/97			CHIQUITA BANANA INTERNATIONAL	EXECUTIVE	SR. VICE PRESIDENT	Antwerp, Belgium
4/23/97			FRUPAC	SALES	PRODUCT MGR.	Lake Forest, CA
4/23/97			CHIQUITA BRANDS CO., N.A.	SALES	VP SALES CENTRAL DIVISION	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	MARKETING	SR. ACCOUNT MANAGER	Charlotte, NC
4/23/97			COBIGUA	OPERATIONS	PRODUCTION MANAGER	Puerto Barrios, Guatemala
4/23/97		X	GIA. AGRICOLA DE RIO TINTO, S.A.	OPERATIONS	GENERAL MANAGER	San Pedro Sula, Honduras
4/23/97			COBIGUA	OPERATIONS	PRODUCTION MANAGER	Puerto Barrios, Guatemala
4/23/97			CHIRIQUI LAND COMPANY	OPERATIONS	TOC COORDINATOR	Bocas, Panama
3/31/97			CHIQUITA BANANA COMPANY, B.V.	MARKETING	AREA DIRECTOR, GERMANY	Cologne, Germany
4/23/97			COBIGUA	OPERATIONS	CHIEF ADMINISTRATIVE OFFICER	Guatemala City, Guatemala
4/23/97			CHIQUITA TROPICAL PRODUCTS	TREASURY	DIRECTOR, LATIN AMERICAN TREASURY	Guatemala City, Guatemala
4/23/97			CHIQUITA BRANDS CO., N.A.	SALES	COO-N.A. CENTRAL REGION	Cincinnati, OH
3/31/97			CHIQUITA TROPICAL PRODUCTS	OPERATIONS	V.P. & COUNTRY MANAGER	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS CO., N.A.	EXECUTIVE	V.P. FINANCE	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	WESTERN COMMERCIAL	MANAGER RAW M & I PROC.	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS CO., N.A.	ACCOUNTING	MANGER FINANCE	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	CB-N.A. BANANA SALES	REGION SALES MANAGER	Pleasanton, CA
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	MGR. FINANCIAL ADMIN & CONTROLS	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	DIRECTOR SUPPORT SERVICES	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	OPERATIONS	MGR. FINANCIAL PLANNING	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	SENIOR COUNSEL	Cincinnati, OH
4/23/97			GREAT WHITE FLEET	OPERATIONS	DIR. SHIP MGMT & ENG.	Antwerp, Belgium
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE PLANNING	CORPORATE PLANNER	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE PLANNING	AVP CORPORATE PLANNING	Cincinnati, OH
4/23/97			CHIQUITA TROPICAL PRODUCTS	CONTROLLER	INTERNAL CONTROUTAX MGR.	San Jose, Costa Rica
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	RISK MANAGEMENT	MANAGER MARINE CLAIMS	Cincinnati, OH
4/23/97			CHIQUITA BRANDS, INC.	QUALITY/ENGINEERING	MGR. PACKAGING ENG.	San Jose, Costa Rica
4/23/97			POLYMER	MIS	MGR. INFO SYSTEMS	Panama City, Panama
4/23/97			CHIRIQUI LAND COMPANY	LEGAL	MANAGER INDUSTRIAL RELATIONS	Bocas, Panama
4/23/97			POLYMER de COSTA RICA	OPERATIONS	PRODUCTION MANAGER	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS, INC.	CONTROLLER	DIRECTOR CORPORATE ACCOUNTING	Cincinnati, OH
4/23/97			CHIRIQUI LAND COMPANY	LEGAL	LEGAL COUNSEL	Amueles, Panama

CB-V1-001-005779

1CEQ6-001216

**FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD JANUARY 1 - MARCH 31, 1997**

Confidential Treatment
Request by Chiquita Brands

REPORT DUE: APRIL 16, 1997

REGD RESPONSE	NAME	X IF PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE SERVICES	RELOCATION COORDINATOR	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	REGION SALES VICE PRESIDENT	Costa Mesa, CA
3/20/97			CHIRIQUI LAND COMPANY	LABOR RELATIONS	SUPT. LABOR RELATIONS	Bocas, Panama
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER, INFORMATION SERVICES	Cincinnati, OH
4/23/97		X	COBIGUA	CONTROLLER	CONTROLLER	Guatemala City, Guatemala
4/23/97			CHIQUITA TROPICAL PRODUCTS	MIS	TECH SUPPORT COORD.	San Jose, Costa Rica
4/23/97			COBIGUA	OPERATIONS	PRODUCTION MANAGER	Puerto Barrios, Guatemala
4/23/97			CHIQUITA BANANA INTERNATIONAL	MARKETING	SR. DIRECTOR SALES & MARKETING	Geneva, Switzerland
4/23/97			CHIQUITA BANANA INTERNATIONAL	MARKETING	COUNTRY MANAGER - GREECE	Athens, Greece
3/31/97			SPIERS, N.V.	CONTROLLER	CONTROLLER	Antwerp, Belgium
4/23/97			CHIQUITA BRANDS CO., N.A.	TRANSPORTATION SERVICES	LINER SERVICES - EAST	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	INTERNATIONAL HR CONSULTANT	Cincinnati, OH
4/23/97			GREAT WHITE FLEET	GREAT WHITE FLEET	SNR. DIRECTOR SHIP MANAGEMENT	Antwerp, Belgium
4/23/97			FRUPAC	FRUPAC	V.P. SALES FRUPAC	Philadelphia, PA
3/31/97			CHIQUITA BRANDS, INC.	CONTAINER MAINTENANCE	MGR. CONTAINER MAINT.	Wilmington, DE
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	TREASURY	DIRECTOR FINANCE	Cincinnati, OH
4/23/97			CHIRIQUI LAND COMPANY	OPERATIONS	ASST. PORT SUPERINTENDENT	Amsterdam, Panama
3/31/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FOODS	CHIEF OPERATING OFFICER	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	LOGISTICS	MGR. TECHNICAL SERVICES	Wilmington, DE
3/31/97			GREAT WHITE FLEET	FINANCE	MANAGER FINANCIAL PLANNING & ANALYSIS	Antwerp, Belgium
4/23/97			COBAL	OPERATIONS	SUPERINTENDENT EXPERIMENTS	San Jose, Costa Rica
4/23/97			CHIQUITA BANANA INTERNATIONAL	EXECUTIVE	SR. VICE PRESIDENT	Rome, Italy
3/31/97			TELA RAILROAD COMPANY	OPERATIONS	MGR. PRODUCTION - COBALISA	La Lima, Honduras
3/31/97			CHIQUITA BRANDS, INC.	MARITROP	SUPERVISOR, ACCOUNTING & FINANCE	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE SERVICES	MANAGER - CORPORATE SERVICES	Cincinnati, OH
4/23/97			FRUPAC	OPERATIONS	EAST COAST WAREHOUSE MGR	Philadelphia, PA
4/23/97			CHIQUITA BANANA GROUP	PACKAGING	VICE PRESIDENT PACKAGING	San Pedro Sula, Honduras
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	INTERNAL AUDIT	DIRECTOR AUDIT	Cincinnati, OH
4/23/97			COBAL	OPERATIONS	MGR. PACKAG & HARVESTING	San Jose, Costa Rica
4/23/97			FRUPAC	OPERATIONS	SUPT. SIGATOKA	San Jose, Costa Rica
4/23/97			CHIQUITA BANANA INTERNATIONAL	MARKETING	OPERATIONS DIRECTOR	Philadelphia, PA
4/23/97			CHIQUITA BRANDS, INC.	MARKETING	DIRECTOR SALES & MARKET PLANNING-EUROPE	Geneva, Switzerland
3/31/97			CIA. FRUTERA DE SEVILLA	OPERATIONS	MANAGER MARKETING DEVELOPMENT	Ismir, Turkey
4/23/97			CHIQUITA ITALIA, S.p.A.	SALES	M&S MANAGER	Santa Marta, Colombia
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	DIR. CTR/SOUTH SALES	Rome, Italy
4/23/97			FRUPAC EUROPE	EXECUTIVE	MANAGER INFORMATION ENGINEERING	Cincinnati, OH
4/23/97			CISG	OPERATIONS	DEPUTY GENERAL MANAGER	Gorinchem, Netherlands
3/31/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FOODS	SUPERINTENDENT PORT OPS	Antwerp, Belgium
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	CORP. LICENSING/OPERATIONS MGR.	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	FINANCE & OPS CONTROL	DIRECTOR FINANCIAL REPORTING	Cincinnati, OH
4/23/97			CIL	OPERATIONS	MANAGER FINANCIAL PLANNING	Cincinnati, OH
4/23/97			COBIGUA	MIS	MANAGER BANANA ALLOCATION	Antwerp, Belgium
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	SR. MANAGER MIS	Guatemala City, Guatemala
3/31/97			CHIQUITA BRANDS, INC.	FAR & MIDDLE EAST	MGR. TECHNICAL SERVICES	Cincinnati, OH
4/23/97			CHIQUITA BRANDS, INC.	FAR & MIDDLE EAST	SR. V.P. INTERNATIONAL & CTP DIVISION	Cincinnati, OH
4/23/97			FRUIT EXPRESS PTY.	EXECUTIVE	VICE PRESIDENT	Cincinnati, OH
4/23/97			CALIFORNIA DAY FRESH FOODS	MARKETING	DIRECTOR	Caven, South Australia
4/23/97			TELA RAILROAD	CONTROLLER	DIRECTOR SALES/MARKETING	Glendora, CA
4/23/97			CHIQUITA BRANDS, INC.	MARITROP	ASSISTANT CONTROLLER	La Lima, Honduras
4/23/97			CIL	QUALITY ASSURANCE	DIR. MATERIALS CONTROL	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	DIRECTOR QA & TECH SERVICES	Antwerp, Belgium
4/23/97			GREAT WHITE FLEET	OPERATIONS	MANAGER MIS INTERNATIONAL	Cincinnati, OH
3/31/97			NORTH COAST RIPENERS PTY. LTD.	EXECUTIVE	CONTAINER MAINTENANCE MANAGER	Antwerp, Belgium
3/31/97			CIA. FRUTERA DE SEVILLA	LEGAL	MANAGING DIRECTOR	Brisbane, Queensland, Australia
4/23/97			CHIQUITA BRANDS ADELAIDE	EXECUTIVE	DIRECTOR, LAW DEPARTMENT	Medellin, Colombia
4/23/97			POLYMER UNITED	MARKETING	GENERAL MANAGER	Adelaide, Australia
					REGIONAL DIR. SALE & MKTG	Panama City, Panama

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CBI-V1-001-005780

09/05/97

1CHQ6-001217

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Confidential Treatment
Request by Chiquita Brands

FOREIGN CORRUPT PRACTICES COMPLIANCE PERIOD JANUARY 1 - MARCH 31, 1997

REPORT DUE: APRIL 16, 1997

REC'D RESPONSE	NAME	COMPANY	DEPARTMENT	TITLE	LOCATION
3/31/97		CHIQUITA BRANDS CO., N.A.	PORT OPERATIONS	GENERAL MANAGER	Gulport, MS
5/8/97		BANANA SUPPLY	OPERATIONS	DIRECTOR OF OPERATIONS	Miami, FL
4/23/97		CHIQUITA TROPICAL PRODUCTS	LEGAL	LEGAL COUNSEL	San Jose, Costa Rica
4/23/97		CHIQUITA BRANDS INTERNATIONAL, I.	MIS	PROJECT LEADER	Cincinnati, OH
4/23/97		CHIQUITA BRANDS, INC.	PACKAGING	V.P. TROPICAL QUALITY, PACKAGING & ENGINEERING	San Jose, Costa Rica
4/23/97		CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	REGIONAL DIRECTOR	Meadowdale, Ontario
4/23/97		FRUPAC	FRUPAC	V.P. FINANCE & ADMINISTRATION	Philadelphia, PA
4/23/97		CIA. AGRICOLA DE GUAYAS	OPERATIONS	DIRECTOR OF OPERATIONS	Guayaquil, Ecuador
4/23/97		COBAL	CONTROLLER	CONTROLLER	San Jose, Costa Rica
4/23/97		CHIRIQUI LAND COMPANY	LABOR RELATIONS	SUPERINTENDENT LABOR RELATIONS	Armuellies, Panama
3/31/97		CHIRIQUI LAND COMPANY	MIS	MANAGER SYSTEMS SOFTWARE	Cincinnati, OH
4/23/97		CHIRIQUI LAND COMPANY	OPERATIONS	GENERAL MANAGER	Armuellies, Panama
4/23/97		CHIQUITA S.A.	OPERATIONS	ALLOCATION MANAGER	Geneva, Switzerland
3/31/97		CHIQUITA S.A.	OPERATIONS	MGR. WORLDWIDE ALLOCATION & EUROPEAN PLANNING	Antwerp, Belgium
4/23/97		COBAL	OPERATIONS	DISTRICT SUPERINTENDENT	San Jose, Costa Rica
5/8/97		CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	ASSISTANT GENERAL COUNSEL	Cincinnati, OH
3/31/97		CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	MANAGER FINANCIAL REPORTING	Cincinnati, OH
3/31/97		FRIDAY CANNING CORPORATION	EXECUTIVE	PRESIDENT	New Richmond, WI
4/23/97		CIA. AGRICOLA DEL GUAYAS	CONTROLLER	CONTROLLER	Guayaquil, Ecuador
4/23/97		CALIFORNIA DAY FRESH FOODS	OPERATIONS	DISTRIBUTION MANAGER	Glendora, CA
4/23/97		CHIQUITA BRANDS CO., N.A.	TRANSPORTATION SERVICES	ASST. V.P. TRANSPORTATION SERVICES	Cincinnati, OH
3/31/97		CHIQUITA BRANDS, INC.	MARITROP	VICE PRESIDENT	Cincinnati, OH
3/31/97		CHIQUITA BRANDS INTERNATIONAL, I.	INTERNAL AUDIT	MANAGER AUDIT	Cincinnati, OH
5/7/97		COFACSA	CONTROLLER	ASST. DIVISION CONTROLLER	Tapachula, Mexico
5/7/97		COBAL	OPERATIONS	MGR. LOGISTICS & SVCS.	San Jose, Costa Rica
4/23/97		CHIQUITA BRANDS SOUTH PACIFIC	FINANCE	DIR. FINANCE & ADMIN.	Camborwell, Victoria, Australia
3/31/97		CHIQUITA BRANDS CO., N.A.	ACCOUNTING	ACCOUNTING MANAGER	Cincinnati, OH
4/23/97		FRUPAC	FRUPAC	GENERAL MANAGER	Philadelphia, PA
3/31/97		CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	CD CONSULTANT	Cincinnati, OH
3/31/97		GREAT WHITE FLEET	OPERATIONS	MARINE SUPERINTENDENT	Antwerp, Belgium
4/23/97		CHIQUITA BRANDS INTERNATIONAL, I.	ORG. EFFECTIVENESS	MANAGER ORG & HR DEVELOPMENT	Cincinnati, OH
4/23/97		CHIQUITA TROPICAL PRODUCTS	HUMAN RESOURCES	DIRECTOR HUMAN RESOURCES	San Jose, Costa Rica
3/31/97		CHIQUITA BRANDS INTERNATIONAL, I.	TAX	MANAGER TAX OPERATIONS	Cincinnati, OH
3/31/97		CHIQUITA BRANDS CO., N.A.	CONTAINER MAINTENANCE	MGR. CONTAINER MAINTENANCE	Gulport, MS
4/23/97		DUNAND ET COMPAGNIE DES BANANES	EXECUTIVE	PRESIDENT, DIRECTOR GENERAL	Paris, France
3/31/97		CHIQUITA BRANDS, INC.	CONTROLLER	MANAGER INFORMATION SYSTEMS	Cincinnati, OH
4/23/97		CIL	BUNKERING	BUNKER SCHEDULING MANAGER	Antwerp, Belgium
3/31/97		CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	SR. MGR HUMAN RESOURCES	Cincinnati, OH
3/31/97		CHIQUITA BRANDS CO., N.A.	BANANA PRODUCT MGMT	MANAGER LOGISTICS	Cincinnati, OH
4/23/97		CALIFORNIA DAY FRESH FOODS	OPERATIONS	DIRECTOR OF OPERATIONS	Glendora, CA
4/23/97		CHIRIQUI LAND COMPANY	OPERATIONS	ASST. SUPT. AGRICULTURE	Armuellies, Panama
5/8/97		CHIQUITA BRANDS INTERNATIONAL, I.	OPERATIONS	PROJECT MANAGER	Santiago, Dominican Republic
4/23/97		CHIRIQUI LAND COMPANY	OPERATIONS	PORT SUPERINTENDENT	Bocas, Panama
4/23/97		POLYMER	FINANCE	MGR. ACCOUNTING	San Jose, Costa Rica
4/23/97		CHIRIQUI LAND COMPANY	LABOR RELATIONS	SUPT. LABOR RELATIONS	Bocas, Panama
4/23/97		CHIRIQUI LAND COMPANY	OPERATIONS	ASST. SUPERINTENDENT AGRIC.	Armuellies, Panama
4/23/97		CHIRIQUI LAND COMPANY	OPERATIONS	GENERAL MANAGER	Bocas, Panama
4/23/97		CHIQUITA TROPICAL PRODUCTS	LEGAL	LEGAL COUNSEL	San Jose, Costa Rica
3/31/97		CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	SR. MANAGER HR	Cincinnati, OH
3/31/97		CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER INFORMATION SERVICES	Cincinnati, OH
4/23/97		CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE AFFAIRS	VICE PRESIDENT-CORPORATE AFFAIRS	Cincinnati, OH
3/31/97		CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	MGR. ACCOUNTING	Cincinnati, OH
3/31/97		CHIRIQUI LAND COMPANY	INTERNAL AUDIT	AUDITOR	Cincinnati, OH
4/23/97		CHIQUITA BRANDS INTERNATIONAL, I.	TOC	TOC COORDINATOR	Armuellies, Panama
3/31/97		CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	REGION SALES VP	Cincinnati, OH
3/31/97		CHIQUITA BRANDS INTERNATIONAL, I.	RISK MANAGEMENT	CORPORATE RISK MANAGER	Cincinnati, OH
4/23/97		CHIQUITA TROPICAL PRODUCTS	SALES	SENIOR ACCOUNT MANAGER	Duluth, GA

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FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD JANUARY 1 - MARCH 31, 1997

REPORT DUE: APRIL 15, 1997

REC'D RESPONSE	NAME	PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
3/31/97			CHIQUITA BRANDS, INC.	OPERATIONS	SR. MANAGER ACCOUNTING	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	OPERATIONS	SR. INDUSTRY ANALYST	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	OPERATIONS	ASST. VICE PRESIDENT - CBG	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	COO-EASTERN/WESTERN DIVISION	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	MARITROP	MANAGER SUPPLY LOGISTICS	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	QUALITY ASSURANCE	DIRECTOR TECH-SALES AND QUALITY ASSURANCE	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	INLAND TRANSPORTATION	DIR. CONTAINER OPERATIONS	Wilmington, DE
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	BENEFITS MANAGER	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	SENIOR COUNSEL	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	QUALITY/ENGINEERING	FIELD PACKAGING ENG.	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS, INC.	DOMESTIC ACCOUNTING	MANAGER PAYROLL	Cincinnati, OH
4/23/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FOODS	DIVISION SALES MANAGER	Cincinnati, OH
5/20/97			CHIQUITA BRANDS CO., N.A.	SALES	PRODUCT MGR.	Philadelphia, PA
5/8/97			FRUPAC	SALES	DIRECTOR, FAR EAST OPERATIONS	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	FAR & MIDDLE EAST	ASSISTANT CONTROLLER	Cincinnati, OH
6/18/97			C.I. BANADEX	OPERATIONS	SR. DIRECTOR, BUSINESS DEVELOPMENT	Medellin, Colombia
3/31/97			DOSQUET	EU/ACP SOURCING	CHIEF ADMIN. OFFICER	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	DATA ADMINISTRATOR	Cincinnati, OH
3/31/97			CHIRIQUI LAND COMPANY	ADMINISTRATION	GENERAL MANAGER	Arnufoles, Panama
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	ORG. EFFECTIVENESS	MANAGER, MANAGEMENT DEVELOPMENT	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	OPERATIONS	CHIEF ADMIN. OFFICER	Medellin, Colombia
4/23/97			C.I. BANADEX	EXECUTIVE	TREASURER	Miami, FL
3/31/97			BANANA SUPPLY CO.	EXECUTIVE	PRESIDENT	Sun City, CA
3/31/97			SOLAR AQUA FARMS	EXECUTIVE	HUMAN RESOURCES MANAGER	Glendora, CA
4/23/97			CALIFORNIA DAY FRESH FOODS	HUMAN RESOURCES	V.P. INFORMATION SYSTEMS	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	GENERAL MANAGER - MEDELLIN	Medellin, Colombia
4/23/97			CIA. FRUTERA DE SEVILLA	OPERATIONS	MANAGER AGRICHEMICALS	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	MARITROP	SR. EXECUTIVE VICE PRESIDENT CBG	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	OPERATIONS	SR. DIRECTOR - INFORMATION SERVICES	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER CONTAINER FLEET OPS	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	TREASURY	VICE PRESIDENT AND TREASURER	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	ACCOUNTING	MANAGER ACCOUNTING & FINANCIAL REPORTING	Antwerp, Belgium
3/31/97			GREAT WHITE FLEET	INLAND DISTRIBUTION	A.V.P. SALES PLANNING/CUSTOMER SERVICES	Cincinnati, OH
4/23/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FOODS	DIR. PLANNING & ANALYSIS	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	CONTROLLER	MGR. MARKETING & MANAGEMENT	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	CB-NA BANANA SALES	REGION DIRECTOR WHOLESAL-NA EAST	St. Louis, MO
5/20/97			CHIQUITA BRANDS CO., N.A.	MARKETING	REGION MANAGER - E. EUROPE	Prague, Czech Republic
3/31/97			CHIQUITA BANANA INTERNATIONAL	OPERATIONS	COMMERCIAL MANAGER	Santiago, Chile
4/23/97			FRUPAC	ADMINISTRATION	REGIONAL DIRECTOR, MATERIALS & SUPPLY	San Jose, Costa Rica
4/23/97			MARITROP TRADING CORPORATION	EXECUTIVE	VICE PRESIDENT	Geneva, Switzerland
4/23/97			CHIQUITA BANANA INTERNATIONAL	HUMAN RESOURCES	VP CORPORATE HUMAN RESOURCES	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	EDP OPERATIONS COORDINATOR	Bocas, Panama
3/31/97			CHIRIQUI LAND COMPANY	OPERATIONS	DIRECTOR OF FINANCE AND ACCOUNTING	Santiago, Chile
4/23/97			FRUPAC	OPERATIONS	OPERATIONS MANAGER	Santiago, Chile
4/23/97			FRUPAC	CONTROLLER	CHIEF ADMINISTRATIVE OFFICER	Bocas, Panama
4/23/97			CHIRIQUI LAND COMPANY	HUMAN RESOURCES	MANAGER ORG. DEV. & HUMAN RESOURCES	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	OPERATIONS	ASST. VICE PRESIDENT	Hamilton, Bermuda
3/31/97			CIL	FINANCE	DIRECTOR FIN. & ADMIN.	Panama City, Panama
4/23/97			POLYMER UNITED	MARITROP	MANAGER, M & S	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	MARKETING	DIRECTOR SALES & MARKETING	Paris, France
4/23/97			DUNAND ET COMPAGNIE DES BANANES	EXECUTIVE	SECRETARY GENERAL	Paris, France
4/23/97			DUNAND ET COMPAGNIE DES BANANES	MIS	PROJECT LEADER	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	EU/ACP SOURCING	VICE PRESIDENT	Paris, France
4/23/97			DUNAND ET COMPAGNIE DES BANANES	FINANCE	ASST. VICE PRESIDENT FINANCE	Los Angeles, CA
4/23/97			PROGRESSIVE PRODUCE CO.	TAX	MANAGER, TAX OPS	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	SECRETARY'S OFFICE	ASST. GENERAL COUNSEL & ASST. SECRETARY	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	TREASURY	TREASURER	San Jose, Costa Rica
4/23/97			COBAL	MIS	DIRECTOR DATA ADMINISTRATION	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.			

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**FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD JANUARY 1 - MARCH 31, 1997**

Confidential Treatment
Request by Chiquita Brands

REPORT DUE: APRIL 15, 1997

REC'D RESPONSE	NAME	X IF PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	TAX	ASST. V.P. TAXATION	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	ADMINISTRATION	CHAIRMAN & CEO	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	EXECUTIVE	PRESIDENT AND CHIEF OPERATING OFFICER	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	BOARD OF DIRECTORS	DIRECTOR	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	FINANCE	DIRECTOR, AFFILIATE ACCT.	Antwerp, Belgium
4/23/97			CIL	MARKETING	DIRECTOR SALES ADMINISTRATION	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	MARKETING	MARKETING MANAGER	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	FINANCE	CFO	Los Angeles, CA
4/23/97			PROGRESSIVE PRODUCE	OPERATIONS	DIR. PROCUREMENT & MATERIALS MGMT.	Antwerp, Belgium
3/31/97			GREAT WHITE FLEET	OPERATIONS	MGR. PRODUCTION SERVICES	San Jose, Costa Rica
4/23/97			POLYMER de COSTA RICA	OPERATIONS	DISTRICT SUPERINTENDENT	San Jose, Costa Rica
4/23/97			COBAL	MIS	MANAGER, INFORMATION ENGINEERING	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	OPERATIONS	MANAGING DIRECTOR	Valencia, Spain
3/31/97			MENEU DISTRIBUTION S.A.	PROCESSED FOODS	MANAGER TECHNICAL SERVICES	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Lyntbrook, NY
4/23/97			CHIQUITA BRANDS CO., N.A.	CONTROLLER	DIRECTOR - FINANCIAL PLANNING	Valencia, Spain
4/23/97			MENEU	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Pleasanton, CA
3/31/97			CHIQUITA BRANDS CO., N.A.	OPERATIONS	GENERAL MANAGER	San Jose, Costa Rica
4/23/97			COBAL	CONTROLLER	CONTROLLER	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	HUMAN RESOURCES	MANAGER BENEFITS	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	OPERATIONS	REGIONAL SIGATOKA SUPT.	Amuvelles, Panama
4/23/97			CHIRIQUI LAND COMPANY	QUALITY ASSURANCE	MGR. QJAL ASSURANCE	Antwerp, Belgium
4/23/97			CIL	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	OPERATIONS	DIR. CAP. INVESTMENT & PURCHASING	San Jose, Costa Rica
4/23/97			CHIQUITA TROPICAL PRODUCTS	OPERATIONS	GENERAL MANAGER, COBIGUA	Guatemala City, Guatemala
4/23/97			COBIGUA	CONTROLLER	CONTROLLER	La Lima, Honduras
4/23/97	X		TELA RAILROAD COMPANY	CONTROLLER	FINANCIAL MANAGER	Valencia, Spain
4/23/97			MENEU DISTRIBUTION S.A.	OPERATIONS	EXPORT SUPERINTENDENT	San Jose, Costa Rica
4/23/97			COBAL	FINANCE	DIRECTOR FINANCE	Antwerp, Belgium
4/23/97			GREAT WHITE FLEET	EXECUTIVE	CFO	Los Angeles, CA
4/23/97			AMERICAN PRODUCE COMPANY	OPERATIONS	SENIOR PRODUCTION MANAGER	La Lima, Honduras
4/23/97			TELA RAILROAD COMPANY	OPERATIONS	ASST. SUPT. AGRICULTURE	Bocas, Panama
4/23/97			CHIRIQUI LAND COMPANY	ENGINEERING	MECHANICAL SUPT.	Amuvelles, Panama
4/23/97			CHIRIQUI LAND COMPANY	CB-NA BANANA SALES	MANAGER WHOLESALE BUSINESS - NA WEST	Bohett, WA
3/31/97			CHIQUITA BRANDS CO., N.A.	MIS	DIRECTOR TELECOMMUNICATIONS	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	OPERATIONS	PRODUCTION MANAGER	Amuvelles, Panama
4/23/97			CHIRIQUI LAND COMPANY	OPERATIONS	MGR. TECH SERVICES	Guatemala City, Guatemala
4/23/97			COBIGUA	OPERATIONS	MGR. PACKAGING OPS	San Jose, Costa Rica
4/23/97			COBAL	CONTAINER MAINTENANCE	MANAGER CONTAINER MAINTENANCE	Freeport, TX
3/31/97			CHIQUITA BRANDS CO., N.A.	LEGAL	DIVISION LAWYER	Bocas, Panama
4/23/97	X		CHIRIQUI LAND COMPANY	CONTROLLER	CONTROLLER	San Jose, Costa Rica
4/23/97			MUNDIMAR	HUMAN RESOURCES	DIRECTOR - ORGANIZATIONAL EFFECTIVENESS	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	OPERATIONS	MANAGER PURCHASING - CTP	San Jose, Costa Rica
4/23/97			CHIQUITA TROPICAL PRODUCTS	MARITROP	DIRECTOR PACKAGING MTRL & SUPPLY	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	CONTROLLER	ASST. CONTROLLER	Amuvelles, Panama
4/23/97			CHIRIQUI LAND COMPANY	OPERATIONS	TQC COORDINATOR	San Jose, Costa Rica
4/23/97			COBAL	OPERATIONS	MGR. PROCESS IMPORVEMENT	San Jose, Costa Rica
4/23/97			COBAL	CB-NA BANANA SALES	V.P. SALES	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	OPERATIONS	INV. MANAGER	Glendora, CA
5/20/97			CALIFORNIA DAY FRESH FOODS	CB-NA BANANA SALES	REGION DIRECTOR	Houston, TX
3/31/97			CHIQUITA BRANDS CO., N.A.	EXECUTIVE	MANAGING DIRECTOR	Footscray, Victoria, Australia
3/31/97			CHIQUITA BRANDS MELBOURNE PTY LTD	EXECUTIVE	PRESIDENT	Miami, FL
3/31/97			BANANA SUPPLY CO.	CONTROLLER	CONTROLLER	Bocas, Panama
4/23/97	X		CHIRIQUI LAND COMPANY	CONTROLLER	MANAGER EDP	Amuvelles, Panama
4/23/97			CHIRIQUI LAND COMPANY	EXECUTIVE	GENERAL MANAGER	La Lima, Honduras
4/23/97	X		COBALISA	EXECUTIVE	EXECUTIVE VICE PRESIDENT	Geneva, Switzerland
4/23/97			CHIQUITA BANANA INTERNATIONAL	CONTROLLER	CONTROLLER	Medellin, Colombia
4/23/97	X		C.I. BANADEX			

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**FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD JANUARY 1 - MARCH 31, 1997**

Confidential Treatment
Request by Chiquita Brands

REPORT DUE: APRIL 15, 1997

REC'D RESPONSE	NAME	PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
4/23/97			CHIRIQUI LAND COMPANY	OPERATIONS	AREA SUPT.	Amueles, Panama
3/31/97			CHIRIQUI BRANDS INTERNATIONAL, I.	LEGAL	VICE PRESIDENT, GENERAL COUNSEL AND SECRETARY	Cincinnati, OH
4/23/97			CHIRIQUI TROPICAL PRODUCTS	OPERATIONS	SR. V.P. CBNA	San Jose, Costa Rica
4/23/97			CHIRIQUI BRANDS INTERNATIONAL, I.	CORPORATE SECURITY	L.A. SECURITY COORDINATOR	San Jose, Costa Rica
3/31/97			CHIRIQUI BRANDS CO., N.A.	SALES	REGIONAL DIRECTOR	Cincinnati, OH
3/31/97			CHIRIQUI BRANDS CO., N.A.	CBNA BANANA SALES	DIR. CORP. SALES & CUSTOMER SERVICE	Cincinnati, OH
6/26/97			CHIRIQUI BRANDS, INC.	CONSUMER & TRADE MARKETING	TRADE MARKETING MANAGER	Cincinnati, OH
4/23/97			DUNAND	EXECUTIVE	DIRECTOR AFRIQUE	Paris, France
5/1/97		X	TELA RAILROAD COMPANY	OPERATIONS	GENERAL MANAGER	La Lima, Honduras
3/31/97			CHIRIQUI BRANDS INTERNATIONAL, I.	LEGAL	ASSISTANT GENERAL COUNSEL	Cincinnati, OH
3/31/97			CHIRIQUI BRANDS INTERNATIONAL, I.	MIS	MANAGER INFORMATION SERVICES	Cincinnati, OH
4/23/97			CHIRIQUI BRANDS CO., N.A.	PACKAGED GOODS	CONTROLLER	Cincinnati, OH
4/23/97			GREAT WHITE FLEET	PURCHASING	PURCHASING MANAGER	Antwerp, Belgium
4/23/97			CHIRIQUI BRANDS CO., N.A.	PROCESSED FOODS	MGR. PRODUCT & PROCESS DEVELOPMENT	Cincinnati, OH
4/23/97			GREAT WHITE FLEET			Antwerp, Belgium
4/23/97			FRUPAC	OPERATIONS	SUPPLIES MANAGER	Santiago, Chile
4/23/97			GREAT WHITE FLEET	OPERATIONS	PRESIDENT	Antwerp, Belgium
4/23/97			GREAT WHITE FLEET	CONTROLLER	ASST V.P. TRANSPORTATION ACCTG.	Antwerp, Belgium
4/23/97			CIL	FINANCE	DIRECTOR, ACCOUNTING	Antwerp, Belgium
4/23/97			DUNAND	EXECUTIVE	GENERAL MANAGER	Paris, France
4/23/97			CHIRIQUI BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	DIRECTOR BENEFITS AND COMPENSATION	Cincinnati, OH
4/23/97			CHIRIQUI ITALIA, S.p.A.	SALES	DIRECTOR SALES/NORTH	Milan, Italy
4/23/97			POLYMER UNITED	OPERATIONS	REGIONAL DIRECTOR MANUF.	Panama City, Panama
4/23/97			POLYMER	OPERATIONS	MANAGER PRODUCTION	San Jose, Costa Rica
3/31/97			AMERICAN PRODUCE	EXECUTIVE	VP TROPICAL FRUIT	Los Angeles, CA
4/23/97			CHIRIQUI BRANDS INTERNATIONAL, I.	LEGAL	SENIOR COUNSEL	Cincinnati, OH
4/23/97			CHIRIQUI BRANDS INTERNATIONAL, I.	MIS	SR. DIR INTL. & ACQUISITION SUPPORT	Cincinnati, OH
5/1/97			FRUPAC	SALES	ACCOUNT MGR.	Philadelphia, PA
4/23/97			CIA. PROCESSADORA DE FRUTAS	CONTROLLER	ASST. CONTROLLER	Bocas, Panama
4/23/97			CHIRIQUI LAND COMPANY	TRANSPORT/EXPORT	SUPT. TRANSPORT	Amueles, Panama
4/23/97			CHIRIQUI BRANDS, INC.	FAR & MIDDLE EAST	DIRECTOR FINANCE & ACCTG., FAR EAST REGION	Cincinnati, OH
3/31/97			CHIRIQUI BRANDS INTERNATIONAL, I.	ORG. EFFECTIVENESS	CONSULTANT, CO & TOC	Cincinnati, OH
3/31/97			FRIDAY CANNING CORPORATION	SALES	INTL. SALES MGR.	New Richmond, WI
3/31/97			BRUGOM EN VISSEER, B.V.	EXECUTIVE	CONTROLLER	Netherlands
4/23/97			POLYMER	OPERATIONS	MANAGER PRODUCTION	San Jose, Costa Rica
4/23/97			COBAL	OPERATIONS	MANAGER FINANCIAL ANALYSIS	San Jose, Costa Rica
4/23/97			COBIGUA	ASST. CONTROLLER	SR. ASST. CONTROLLER	Guatemala City, Guatemala
4/23/97			CHIRIQUI BRANDS, INC.	OPERATIONS	CHIEF PILOT	Bocas, Panama
4/23/97			CHIRIQUI BRANDS CO., N.A.	CBNA BANANA SALES	SR. ACCOUNT MANAGER	Portland, OR
3/31/97			CHIRIQUI BRANDS CO., N.A.	CBNA BANANA SALES	REGION DIRECTOR	Charlotte, NC
4/23/97			GREAT WHITE FLEET	PURCHASING	SR. COMMERCIAL MGR.	Antwerp, Belgium
5/1/97			CIA. FRUTERA DE SEVILLA	LEGAL	LEGAL COUNSEL	Santa Marta, Colombia
4/23/97			CHIRIQUI BRANDS CO., N.A.	PROCESSED FRUIT INGRED.	LEGAL COUNSEL	Cincinnati, OH
5/1/97			CHIRIQUI BRANDS INTERNATIONAL, I.	LEGAL	CONTROLLER	Cincinnati, OH
4/23/97			COBIGUA	OPERATIONS	VICE PRESIDENT LABOR RELATIONS	Guatemala City, Guatemala
4/23/97			CHIRIQUI BANANA COMPANY, B.V.	PROCESSED FRUIT INGRED.	TOC MANAGER	Breda, Netherlands
4/23/97			CHIRIQUI BRANDS INTERNATIONAL, I.	ADMINISTRATION	TECH SALES MGR	Cincinnati, OH
4/23/97			CHIRIQUI BRANDS CO., N.A.	PROCESSED FRUIT INGREDIENT	V.P. CHIEF FINANCIAL OFFICER	Cincinnati, OH
3/31/97			FRIDAY CANNING CORPORATION	SALES & MARKETING	MANAGER N AMERICAN SALES	Cincinnati, OH
3/31/97			AGROINDUSTRIAL LOS LAGOS	CONTROLLER	VICE PRESIDENT	New Richmond, WI
4/23/97			CHIRIQUI BRANDS, INC.	QUALITY/ENGINEERING	CONTROLLER	Santiago, OR
4/23/97			TELA RAILROAD	ADMINISTRATIVE	MGR. PACK TECH CENTER	San Jose, Costa Rica
5/1/97			CHIRIQUI LAND COMPANY	ENGINEERING	VP GOVERNMENT AFFAIRS	Tegucigalpa, Honduras
3/31/97			CHIRIQUI BRANDS INTERNATIONAL, I.	TREASURY	CHIEF OF ENGINEERING	Bocas, Panama
4/23/97			CHIRIQUI LAND COMPANY	OPERATIONS	SR. MGR. ANALYSIS	Cincinnati, OH
4/23/97			CHIRIQUI ITALIA, S.p.A.	SALES	SIGATOKA EXTENSION MANAGER	Bocas, Panama
3/31/97			DOSQUET PLANTATION	OPERATIONS	ALLOCATION MANAGER	Rome, Italy
					TEAM LEADER	Abidjan, Ivory Coast

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1CHQ6-001221

REPORT DUE: APRIL 15, 1997

FOREIGN CORRUPT PRACTICES COMPLIANCE PERIOD JANUARY 1 - MARCH 31, 1997

Confidential Treatment
Request by Chiquita Brands

REC'D RESPONSE	NAME	PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
4/23/97			UNITED BRANDS JAPAN, LTD.	ACCOUNTING	ACCOUNTING SUPERVISOR	Tokyo, Japan
5/1/97			CHIQUITA BRANDS CO., N.A.	TRANSPORTATION SERVICES	COMMERCIAL MANAGER	Cincinnati, OH
4/23/97			CHIQUITA BRANDS, INC.	DOMESTIC ACCOUNTING	CONTROLLER	Cincinnati, OH
4/23/97			CHIQUITA BRANDS, INC.	PROCESSED	BUSINESS ANALYST	Cincinnati, OH
4/23/97			BANANA SUPPLY CO.	FINANCE	V.P. FINANCE & ADMIN. CAO	Miami, FL
4/23/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Deerfield, IL
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	AVP INFORMATION SERVICES	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	INTERNAL AUDIT	DIRECTOR, INTERNAL AUDIT	San Jose, Costa Rica
4/23/97			POLYMER	CONTROLLER	MGR. CONSOL. & GEN. ACCT.	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MGR. INFORMATION SECURITY	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	ASST. CORPORATE CONTROLLER	Washington, D.C.
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	BOARD OF DIRECTORS	DIRECTOR	Philadelphia, PA
4/23/97			FRUPAC	ACCOUNTING	ACCOUNTING MGR.	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS, INC.	QUALITY/ENGINEERING	DIRECTOR TROPICAL QUALITY ASSURANCE	Amsterdam, Panama
4/23/97		X	CHIRIQUI LAND COMPANY	CONTROLLER	CONTROLLER	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	DINING SERVICES	EXECUTIVE CHEF	San Jose, Costa Rica
4/23/97			COBAL	CONTROLLER	ASST. CONTROLLER	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS, INC.	ORG. EFFECTIVENESS	CONSULTANT	Panama City, Panama
3/31/97			CHIRIQUI LAND COMPANY	LEGAL	AVP LEGAL & GOVERNMENT AFFAIRS	Long Beach, CA
4/23/97			CHIQUITA BRANDS CO., N.A.	PORT OPERATIONS	MANAGER, WESTERN DIV.	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	HUMAN RESOURCES MANAGER	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	DIR. CORPORATE ACCTS.	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	GTP NORTH AMERICA	PRESIDENT, CHIQUITA BANANA, N.A.	Venezuela
4/23/97			CHIQUITA INTL. TROPICAL SERVICES	OPERATIONS	SR TECHNICAL ADVISOR	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	MANAGER ACCOUNTING	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	FINANCIAL ANALYSIS	CORPORATE PLANNER	Hamilton, Bermuda
3/31/97			CIL	OPERATIONS	V.P. MARKETING & LOGISTICS	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	TAX	TAX COUNSEL	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	MARKETING	VICE PRESIDENT MARKETING	Allentown, PA
3/31/97			THEODORE DIS & SONS BANANA CO.	LEGAL	PRESIDENT	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	CORPORATE COUNSEL	Antwerp, Belgium
4/23/97			GREAT WHITE FLEET	OPERATIONS	FLEET BUYER	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS, INC.	QUALITY/ENGINEERING	SR. MANAGER TRANSPORTATION ENG.	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	RISK MANAGEMENT	MGR. RISK CONTROL	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	ASSISTANT GENERAL COUNSEL	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Alton, OH
4/23/97			FRUPAC	OPERATIONS	TECHNICAL AND GROWERS MANAGER	Santiago, Chile
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	V.P. & CONTROLLER	Cincinnati, OH
4/23/97			FRIDAY CANNING CORPORATION	ADMINISTRATION	SENIOR VICE PRESIDENT	New Richmond, WI
3/31/97			COBAL	MIS	MIS DIRECTOR	San Jose, Costa Rica
4/23/97			COBAL	OPERATIONS	GENERAL MANAGER	San Jose, Costa Rica
4/23/97			CIL	SERVICES GROUP	MANAGER	Antwerp, Belgium
3/31/97			CIA, FRUTERA DE SEVILLA	OPERATIONS	DIRECTOR TECH. SERVICES	Medellin, Colombia
4/23/97			CHIQUITA BRANDS, INC.	CONTROLLER	MANAGER ACCOUNTING	Cincinnati, OH
5/1/97			CHIQUITA BRANDS, INC.	MARITROP	DIRECTOR CAPITAL PROCUREMENT	Cincinnati, OH
3/31/97			POLYMER UNITED	HUMAN RESOURCES	REGIONAL DIRECTOR H.R.	Panama City, Panama
4/23/97		X	CHIQUITA TROPICAL PRODUCTS	LEGAL	VP LEGAL & GOV'T AFFAIRS	San Jose, Costa Rica
4/23/97			COBAL	OPERATIONS	DIV. SUPT. AGRICULTURE	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FRUIT INGRED.	GENERAL MANAGER-PFI	Cincinnati, OH
3/31/97			CHIQUITA BANANA GROUP	OPERATIONS	VP TROPICAL OPS ANALYSIS	San Jose, Costa Rica
4/23/97			GREAT WHITE FLEET	OPERATIONS	SUPERINTENDENT COMM. OPS.	Antwerp, Belgium
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	ASSISTANT GENERAL COUNSEL	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	DIR. HR SYSTEMS & ADMIN	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	ADMINISTRATION	SPECIAL PROJECT MANAGER	Cincinnati, OH
5/1/97			CHIQUITA BRANDS INTERNATIONAL, I.	BOARD OF DIRECTORS	DIRECTOR	Cincinnati, OH
4/23/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Eden Prairie, MN
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	RISK MANAGEMENT	DIRECTOR CORP. RISK MGT.	Cincinnati, OH

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**FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD JANUARY 1 - MARCH 31, 1997**

Confidential Treatment
Request by Chiquita Brands

REPORT DUE: APRIL 15, 1997

REC'D RESPONSE	NAME	X PMT, RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	ADMINISTRATION	EXEC. V.P. CHIEF ADM. OFFICER	Cincinnati, OH
4/23/97			FRUPAC	SALES	ACCOUNT MGR.	Philadelphia, PA
4/23/97			CHIQUITA TROPICAL PRODUCTS	OPERATIONS	SR. VICE PRESIDENT/REGIONAL MANAGER	San Jose, Costa Rica
3/31/97			CHIQUITA BRANDS CO., N.A.	TRANSPORTATION SERVICES	MANAGER INLAND TRANSPORTATION	Cincinnati, OH
3/31/97			FRIDAY CANNING CORPORATION	OPERATIONS	SENIOR VICE PRESIDENT	New Richmond, WI
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	INTERNAL AUDIT	VICE PRESIDENT INTERNAL AUDIT	Cincinnati, OH
4/23/97			FRUPAC	OPERATIONS	GENERAL MANAGER	Santiago, Chile
5/7/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	ASST. GENERAL COUNSEL	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE SERVICES	DIRECTOR CORPORATE SERVICES	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	TAX	TAX PROFESSIONAL	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	TREASURY	DIRECTOR CASH OPERATIONS	Cincinnati, OH
4/23/97			CHIQUITA BANANA COMPANY, B.V.	MARKETING	MGR. RIPE & TECH. SERV.	Bracke, Netherlands
4/23/97			CHIQUITA BRANDS, INC.	OPERATIONS	AVP FINANCE & PLANNING	Cincinnati, OH
4/23/97		X	POLYMER UNITED	OPERATIONS	VICE PRESIDENT POLYMER PANAMA	Panama City, Panama
4/23/97			CALIFORNIA DAY FRESH FOODS	PURCHASING	PURCHASING MANAGER	Glendale, CA
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER CLIENT SERVER	Cincinnati, OH

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**FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD JANUARY 1 - MARCH 31, 1997**

Confidential Treatment
Request by Chiquita Brands

REPORT DUE: APRIL 15, 1997

REC'D RESPONSE	NAME	PKT IF PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
CONFIDENTIAL COMPANIES						
3/31/97			COAST CITRUS		GENERAL MANAGER	San Diego, CA
3/31/97			COAST CITRUS		PRESIDENT	San Diego, CA
3/31/97			COAST CITRUS		CFO	San Diego, CA
4/23/97			CASTELLINI COMPANY		PRESIDENT	Cincinnati, OH
4/23/97			CASTELLINI COMPANY		TREASURER	Cincinnati, OH

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CBI-V1-001-005787

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09/05/97

Confidential Treatment
Request by Chiquita Brands

**QUARTERLY PAYMENTS
FCPA REPORTING
SECOND QUARTER OF 1997
SUMMARY**

During the second quarter of 1997, we had 100% reporting compliance from the 423 employees required to report under the FCPA. Payments were reported by 12 companies in six countries. Aggregate payments by company ranged between \$355 and \$34,734.

Total payments reported during the second quarter of 1997 were \$97,416 as compared to \$67,411 for the second quarter of 1996.

1CHQ6-001225

CBI-V1-001-005788

Confidential Treatment
Request by Chiquita Brands

SUMMARY OF PAYMENTS
STATEMENT OF POLICIES AND PROCEDURES OF FEBRUARY 19, 1976
APRIL 1 - JUNE 30, 1997

COUNTRY & COMPANY	PRINCIPAL BUSINESS	1ST QTR 1997	2ND QTR 1997	1997 FIRST HALF	1996 FIRST HALF
COLOMBIA					
Banadex	Banana Operations	3,666	34,734	38,399	\$,310
COSTA RICA					
Cobal	Banana Operations	245	355	600	3,513
Chiquita Brands	Markets Tropical Fruit	174	576	750	147
Chiriqui Land Company	Banana Operations	2,526	1,869	4,395	3,130
	Sub-total	2,845	2,800	5,745	\$,790
GUATEMALA					
Cobigua	Banana Operations	808	727	1,636	\$,968
HONDURAS					
Agricola de Rio Tinto	Processed Banana Products	848	428	1,276	3,435
Coballisa	Banana Operations	8,566	11,452	20,018	11,611
San Alejo Oil Palm Operations	Oil Palm Cultivation	1,496	1,048	2,544	1,327
Tela Railroad	Banana Operations	24,740	22,365	47,105	124,314
	Sub-total	35,860	35,293	70,843	140,687
PANAMA					
Chiriqui Land Company	Banana Operations	13,938	21,485	35,423	52,405
Polymer Extrusion, S.A.	Plastic Products	.92	1,495	1,587	921
	Sub-total	14,030	22,980	37,010	63,326
UNITED STATES					
Chiquita Brands International, Inc.		0	882	882	1,241
TOTAL PAYMENTS		57,089	97,415	154,505	218,322

CBI-V1-001-005789

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SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
SECOND QUARTER, 1997 (US\$)Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
Colombia	Banadex	29,894	Convivir	Donation to citizen reconnaissance group made at request of Army.
		4,840	Army and Police Officials	Donations for security services.
Total Payments		<u>34,734</u>		

CBI-V1-001-005790

Exchange Rate: .0008552

1CBQ6-001227

SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
SECOND QUARTER, 1997 (US\$)Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
Costa Rica	COBAL	355	Health and Labor Officials	Providing meals for health and labor inspections.
	Chiriqui Land Co. (Bocas Division)	1,869	Customs Officials and Security Agents	Facilitating payments for police protection and customs clearances.
	Chiquita Brands	576	Local Police	Donation of spare car parts.
Total Payments		<u>2,800</u>		

CBI-V1-001-005791

Exchange Rate .0048

1CHQ6-001228

SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
SECOND QUARTER, 1997 (US\$)

Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
Guatemala	COB/GUA	727	Customs Officials	Facilitating payments.
Total Payments		<u>727</u>		

CBI-V1-001-005792

Exchange Rate: .165

1CHQ6-001229

SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
SECOND QUARTER, 1997. (US\$)Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
Honduras	Agricola de Río Tinto	428	Customs and Commerce Officials	Lunch and transportation expenses provided to facilitate product inspection.
	COBALISA	11,108	Armed Forces	Security of managed farm facilities.
		249	Tax Auditor	Facilitating payment related to export tax auditing and review.
		95	Transit Authority	Facilitating payment of cement related to expediting vehicle registrations in La Lima.
	Sub-Total	11,452		
	Tela Railroad Company (Oil Palm)	1,048	Armed Forces	Donations of fuel and building supplies in exchange for security services.
	Tela Railroad Company (Bananas)	49	Postal Officials	Payment for expediting company mail.
		17,439	Armed Forces	Facilitating payments of cash, fuel, and meals for security and police protection.
		4,775	Customs Officials	Facilitating payments for expediting customs clearances.
		56	Ecology Foundation	Donation of fuel. 1c826-001230

CBI-VI-001-005793

SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
SECOND QUARTER, 1997 (US\$)Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
Honduras (Continued)	Tela Railroad Company (Bananas)	46	Customs Officials	Facilitating payment for transportation and meals related to inspection of company owned vehicles.
	Sub-total	22,365		
	Total Payments	<u>35,293</u>		

CBI-V1-001-005794

Exchange Rate: .083

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SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
SECOND QUARTER, 1997 (US\$)Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
Panama	Chiriqui Land Company	222	Social Security Minister, Panamanian Ambassador, Minister and Vice Minister of Labor	Meals purchased related to discussions of various labor, social security, and political issues related to bananas.
	Armuelles Division	2,180	Quarantine, Customs and Immigration Inspectors	Inspection/disinfection of ships/containers, inspection of planes for international flights and receiving vessels after working hours.
		4,387	Police, Technical Institute Instructors, INAFORP	Charitable donations of fuel, cash, travel expenses, and lodging at the company guest house.
		186	Treasury, Labor, Customs, and Municipal Government Officials	Meals purchased related to discussions of various labor, municipal, customs and treasury issues related to bananas.
	Bocas Division	14,510	Customs, Immigration, and Security Agents	Facilitating payments for police protection and customs clearances.
	Sub-total	21,485		

CBI-V1-001-005795

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SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
SECOND QUARTER, 1997 (US\$)Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
Panama (Continued)	Polymer Group Panama	500	"Cambio Democratico" political party	Purchase of tickets to a dinner in honor of Ricardo Martinelli related to the creation of this political party.
		995	Ministry of Health	Donation of a personal computer to facilitate seminars on alcohol and drug addiction.
	Sub-total	1,495		

Total Payments 22,980

CBI-V1-001-005796

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SUPPORT INFORMATION TO SUMMARY REPORT

QUARTERLY REPORT OF PAYMENT
STATEMENT OF POLICIES AND PROCEDURES
SECOND QUARTER, 1997 (US\$)Confidential Treatment
Request by Chiquita Brands

COUNTRY	SUBSIDIARY	AMOUNT (US \$)	GOVERNMENT BRANCH	DESCRIPTION/COMMENTS
United States	Chiquita Brands International, Inc.	882	Foreign Relations Officials	Expenses related to meals provided during meetings to discuss European banana quota issues.
Total Payments		<u>882</u>		

CBI-V1-001-005797

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**FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD APRIL 1 - JUNE 30, 1997**

Confidential Treatment
Request by Chiquita Brands

REPORT DUE: JULY 15, 1997

REC'D RESPONSE	NAME	PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
7/15/97			FRUPAC	OPERATIONS	EXPORTS MANAGER	Santiago, Chile
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	SR. MANAGER	Cincinnati, OH
8/21/97		X	CHIQUITA TROPICAL PRODUCTS	LEGAL	VICE PRESIDENT LEGAL COUNSEL	Panama City, Panama
7/15/97			CHIRIQUI LAND COMPANY	OPERATIONS	TOC COORDINATOR	Amueles, Panama
7/15/97			CHIQUITA TROPICAL PRODUCTS	LEGAL	DIRECTOR LEGAL	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	INTL. LAN ADMINISTRATOR	Cincinnati, OH
7/15/97			FRUPAC	OPERATIONS	DIRECTOR OPERATIONS	San Jose, Costa Rica
7/15/97			TELA RAILROAD COMPANY	LEGAL	LEGAL DEPARTMENT DIRECTOR	San Pedro Sula, Honduras
7/15/97			GREAT WHITE FLEET	OPERATIONS	TECHNICAL SUPERINTENDENT	Miami, FL
7/15/97			CHIQUITA MELBOURNE	FINANCE	SR. ACCOUNTANT	Melbourne, Australia
7/15/97			CHIQUITA BANANA COMPANY, B.V.	MARKETING	AREA DIRECTOR - SCANDANAVIA	Helsinki, Finland
7/15/97			CHIRIQUI LAND COMPANY	OPERATIONS	DIV. SUPERINTENDENT AGRIL	Bocas, Panama
7/15/97			C.I. BANADEX	HUMAN RESOURCES	HUMAN RESOURCE MANAGER	Medellin, Colombia
7/15/97			COBAL	OPERATIONS	SAFETY SUPERINTENDENT	San Jose, Costa Rica
7/15/97			TELA RAILROAD COMPANY	OPERATIONS	MANAGER TECHNICAL SERVICES/MMS	La Lima, Honduras
7/15/97			FRUPAC	ACCOUNTING	MIS MGR.	Philadelphia, PA
7/15/97			CHIQUITA BRANDS CO., N.A.	ACCOUNTING	CREDIT & CLAIMS	Cincinnati, OH
7/15/97			CBP-PROCESSED FRUIT INGREDIENTS	OPERATIONS	GM PROCESSED BANANA MANUFACTURING	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE SECURITY	DIRECTOR, SECURITY	Cincinnati, OH
7/15/97			CHIQUITA TROPICAL PRODUCTS	LEGAL	ASSISTANT DIRECTOR LEGAL AND GOVT AFFAIRS	Panama City, Panama
7/15/97			CHIQUITA BRANDS, INC.	PACK & ENG SERVICES	SR. MGR. PACKING	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS, INC.	PROCESSED FOODS	COO PROCESSED FOODS	Cincinnati, OH
7/15/97			CHIQUITA BRISBANE	FINANCE	SR. ACCOUNTANT	Brisbane, Australia
7/15/97			CHIQUITA BRANDS, INC.	INLAND TRANSPORTATION	DIRECTOR, TERMINAL OPERATIONS	Newark, N.J.
7/15/97			CHIQUITA BANANA INTERNATIONAL	CONTROLLER	CONTROLLER - SOUTH EUROPE	Rome, Italy
7/15/97			CHIQUITA BANANA INTERNATIONAL	EXECUTIVE	SR. VICE PRESIDENT	Antwerp, Belgium
7/15/97			FRUPAC	SALES	PRODUCT MGR.	Lake Forest, CA
7/15/97			CHIQUITA BRANDS CO., N.A.	MARKETING	SR. ACCOUNT MANAGER	Charlotte, NC
7/15/97			COBISUA	OPERATIONS	PRODUCTION MANAGER	Puerto Barrios, Guatemala
7/15/97		X	CIA. AGRICOLA DE RIO TINTO, S.A.	OPERATIONS	GENERAL MANAGER	San Pedro Sula, Honduras
7/15/97			COBISUA	OPERATIONS	PRODUCTION MANAGER	Puerto Barrios, Guatemala
7/15/97			CHIRIQUI LAND COMPANY	OPERATIONS	TOC COORDINATOR	Bocas, Panama
7/15/97			CHIQUITA BANANA COMPANY, B.V.	MARKETING	AREA DIRECTOR, GERMANY	Cologne, Germany
7/15/97			COBISUA	OPERATIONS	CHIEF ADMINISTRATIVE OFFICER	Guatemala City, Guatemala
7/15/97			CHIQUITA TROPICAL PRODUCTS	TREASURY	DIRECTOR, LATIN AMERICAN TREASURY	Guatemala City, Guatemala
7/15/97			CHIQUITA BRANDS CO., N.A.	SALES	COO - N.A. CENTRAL REGION	Cincinnati, OH
7/15/97			CHIQUITA TROPICAL PRODUCTS	OPERATIONS	V.P. & COUNTRY MANAGER	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS CO., N.A.	EXECUTIVE	V.P. FINANCE	Cincinnati, OH
7/15/97			CHIQUITA BRANDS, INC.	WESTERN COMMERCIAL	MANAGER RAW M & I PROC.	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS CO., N.A.	ACCOUNTING	MANAGER FINANCE	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	CBNA BANANA SALES	REGION SALES MANAGER	Pleasanton, CA
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	MFG. FINANCIAL ADMIN & CONTROLS	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	DIRECTOR SUPPORT SERVICES	Cincinnati, OH
7/15/97			CHIQUITA BRANDS, INC.	OPERATIONS	MGR. FINANCIAL PLANNING	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	SENIOR COUNSEL	Cincinnati, OH
7/15/97			GREAT WHITE FLEET	OPERATIONS	DIR. SHIP MGMT & ENG.	Antwerp, Belgium
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE PLANNING	CORPORATE PLANNER	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE PLANNING	AVP CORPORATE PLANNING	Cincinnati, OH
7/15/97			CHIQUITA TROPICAL PRODUCTS	CONTROLLER	INTERNAL CONTROL/TAX MGR.	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	RISK MANAGEMENT	MANAGER MARINE CLAIMS	Cincinnati, OH
7/15/97			CHIQUITA BRANDS, INC.	QUALITY/ENGINEERING	MGR. PACKAGING ENG.	San Jose, Costa Rica
7/15/97			POLYMER	MIS	MGR. INFO SYSTEMS	Panama City, Panama
7/15/97			CHIRIQUI LAND COMPANY	LEGAL	MANAGER INDUSTRIAL RELATIONS	Bocas, Panama
7/15/97			POLYMER de COSTA RICA	OPERATIONS	PRODUCTION MANAGER	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS, INC.	CONTROLLER	DIRECTOR CORPORATE ACCOUNTING	Cincinnati, OH
7/15/97			CHIRIQUI LAND COMPANY	LEGAL	LEGAL COUNSEL	Amueles, Panama
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE SERVICES	RELOCATION COORDINATOR	Cincinnati, OH

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**FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD APRIL 1 - JUNE 30, 1997**

Confidential Treatment
Request by Chiquita Brands

REPORT DUE: JULY 15, 1997

REC'D RESPONSE	NAME	X IF PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
7/15/97			CHIQUITA BRANDS CO., N.A.	CBANA BANANA SALES	REGION SALES VICE PRESIDENT	Costa Mesa, CA
7/15/97			CHIRICUI LAND COMPANY	LABOR RELATIONS	SUPT. LABOR RELATIONS	Bocas, Panama
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER, INFORMATION SERVICES	Cincinnati, OH
7/15/97			COBIGUA	CONTROLLER	CONTROLLER	Guatemala City, Guatemala
7/15/97			CHIQUITA TROPICAL PRODUCTS	MIS	TECH SUPPORT COORD.	San Jose, Costa Rica
7/15/97			COBIGUA	OPERATIONS	PRODUCTION MANAGER	Puerto Barrios, Guatemala
7/15/97			CHIQUITA BANANA INTERNATIONAL	MARKETING	COUNTRY MANAGER - GREECE	Athens, Greece
7/15/97			SPIERS, N.Y.	CONTROLLER	CONTROLLER	Antwerp, Belgium
7/15/97			CHIQUITA BRANDS CO., N.A.	TRANSPORTATION SERVICES	CONTROLLER	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	LINE SERVICES - EAST	Cincinnati, OH
7/15/97			GREAT WHITE FLEET	GREAT WHITE FLEET	INTERNATIONAL HR CONSULTANT	Antwerp, Belgium
7/15/97			FRUPAC	FRUPAC	SNR. DIRECTOR SHIP MANAGEMENT	Philadelphia, PA
7/15/97			CHIQUITA BRANDS, INC.	CONTAINER MAINTENANCE	V.P. SALES FRUPAC	Wilmington, DE
7/15/97			CHIRICUI LAND COMPANY	TREASURY	MGR. CONTAINER MAINT.	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	OPERATIONS	DIRECTOR FINANCE	Amueles, Panama
7/15/97			CHIQUITA BRANDS CO., N.A.	LOGISTICS	ASST. PORT SUPERINTENDENT	Cincinnati, OH
7/15/97			GREAT WHITE FLEET	FINANCE	CHIEF OPERATING OFFICER	Wilmington, DE
7/15/97			CIA. AGRICOLA DE RIO TINTO, S.A.	OPERATIONS	MGR. TECHNICAL SERVICES	Antwerp, Belgium
7/15/97			COBAL	EXECUTIVE	MANAGER FINANCIAL PLANNING & ANALYSIS	San Pedro Sula, Honduras
7/15/97			CHIQUITA BANANA INTERNATIONAL	OPERATIONS	CONTROLLER	San Jose, Costa Rica
7/15/97			TELA RAILROAD COMPANY	OPERATIONS	SUPERINTENDENT EXPERIMENTS	Rome, Italy
7/15/97			CHIQUITA BRANDS, INC.	OPERATIONS	SR. VICE PRESIDENT	La Lima, Honduras
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	OPERATIONS	MGR. PRODUCTION - COBALISA	Cincinnati, OH
7/15/97			FRUPAC	OPERATIONS	SUPERVISOR, ACCOUNTING & FINANCE	Cincinnati, OH
7/15/97			CHIQUITA BANANA GROUP	OPERATIONS	MANAGER - CORPORATE SERVICES	Philadelphia, PA
7/15/97			COBAL	OPERATIONS	EAST COAST WAREHOUSE MGR	San Pedro Sula, Honduras
7/15/97			COBAL	OPERATIONS	VICE PRESIDENT PACKAGING	San Jose, Costa Rica
7/15/97			FRUPAC	OPERATIONS	MGR. PACKAG & HARVESTING	San Jose, Costa Rica
7/15/97			CHIQUITA BANANA INTERNATIONAL	OPERATIONS	SUPT. SIGATOKA	Philadelphia, PA
7/15/97			CHIQUITA BRANDS, INC.	OPERATIONS	OPERATIONS DIRECTOR	Antwerp, Belgium
7/15/97			CIA. FRUTERA DE SEVILLA	MARKETING	SR. DIR. EUR. ALLOCWV ALLOC	Isnik, Turkey
7/15/97			CHIQUITA ITALIA, S.p.A.	MARKETING	MANAGER MARKETING DEVELOPMENT	Santa Maria, Colombia
7/15/97			FRUPAC EUROPE	SALES	M&S MANAGER	Rome, Italy
7/15/97			CISG	EXECUTIVE	DIR. CTR/SOUTH SALES	Gorinchem, Netherlands
7/15/97			CHIQUITA BRANDS CO., N.A.	OPERATIONS	DEPUTY GENERAL MANAGER	Antwerp, Belgium
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	SUPERINTENDENT PORT OPS	Cincinnati, OH
7/15/97			C.I. BANADEX	OPERATIONS	CORP. LICENSING/OPERATIONS MGR.	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	FINANCE & OPS CONTROL	DIRECTOR FINANCIAL REPORTING	Medellin, Colombia
7/15/97			CIL	OPERATIONS	QUALITY & PROCESS CONTROL MANAGER	Cincinnati, OH
7/15/97			COBIGUA	MIS	MANAGER FINANCIAL PLANNING	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER BANANA ALLOCATION	Guatemala City, Guatemala
7/15/97			CHIQUITA BRANDS, INC.	FAR & MIDDLE EAST	SR. MANAGER MIS	Cincinnati, OH
7/15/97			CHIQUITA BRANDS, INC.	FAR & MIDDLE EAST	MGR. TECHNICAL SERVICES	Cincinnati, OH
7/15/97			FRUIT EXPRESS PTY.	EXECUTIVE	SR. V.P. INTERNATIONAL & CTP DIVISION	Cincinnati, OH
7/15/97			TELA RAILROAD	CONTROLLER	VICE PRESIDENT	Caver, South Australia
7/15/97			CHIQUITA BRANDS, INC.	CONTROLLER	DIRECTOR	La Lima, Honduras
7/15/97			CIL	QUALITY ASSURANCE	ASSISTANT CONTROLLER	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	DIR. MATERIALS CONTROL	Antwerp, Belgium
7/15/97			GREAT WHITE FLEET	OPERATIONS	DIRECTOR QA & TECH SERVICES	Cincinnati, OH
7/15/97			NORTH COAST RIPENERS PTY. LTD.	EXECUTIVE	MANAGER MIS INTERNATIONAL	Antwerp, Belgium
7/15/97			NORTH COAST RIPENERS PTY. LTD.	EXECUTIVE	CONTAINER MAINTENANCE MANAGER	Antwerp, Belgium
7/15/97			CIA. FRUTERA DE SEVILLA	LEGAL	GENERAL MANAGER	Brisbane, Queensland, Australia
7/15/97			COBAL	HUMAN RESOURCES	GENERAL MANAGER	Brisbane, Queensland, Australia
7/15/97			CHIQUITA BRANDS ADELAIDE	EXECUTIVE	DIRECTOR, LAW DEPARTMENT	Medellin, Colombia
7/15/97			POLYMER UNITED	MARKETING	GENERAL MANAGER	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS CO., N.A.	PORT OPERATIONS	REGIONAL DIR. SALE & MKTG	Adelaide, Australia
7/15/97					GENERAL MANAGER	Panama City, Panama
7/15/97						Gulfport, MS

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FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD APRIL 1 - JUNE 30, 1997

Confidential Treatment
 Request by Chiquita Brands

REPORT DUE: JULY 16, 1997

REGD RESPONSE	NAME	IF PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
7/15/97			CHIQUITA SYDNEY	EXECUTIVE	GENERAL DIRECTOR	Sydney, Australia
7/15/97			BANANA SUPPLY	OPERATIONS	DIRECTOR OF OPERATIONS	Miami, FL
7/15/97			CHIQUITA TROPICAL PRODUCTS	LEGAL	LEGAL COUNSEL	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	PROJECT LEADER	Cincinnati, OH
7/15/97			BANANA SUPPLY	EXECUTIVE	PRESIDENT	Miami, FL
BR/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	REGIONAL DIRECTOR	Niagara Falls, Ontario
7/15/97			FRUPAC	FRUPAC	V.P. FINANCE & ADMINISTRATION	Philadelphia, PA
7/15/97			CIA, AGRICOLA DE GUAYAS	OPERATIONS	DIRECTOR OF OPERATIONS	Guayaquil, Ecuador
7/15/97			COBAL	CONTROLLER	CONTROLLER	San Jose, Costa Rica
7/15/97			CHIRIQUI LAND COMPANY	LABOR RELATIONS	SUPERINTENDENT LABOR RELATIONS	Amueles, Panama
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER SYSTEMS SOFTWARE	Cincinnati, OH
7/15/97			COBAL	OPERATIONS	GENERAL MANAGER	San Jose, Costa Rica
7/15/97			CHIQUITA S.A.	OPERATIONS	ALLOCATION MANAGER	Geneva, Switzerland
7/15/97			CHIQUITA S.A.	OPERATIONS	MGR. WORLDWIDE ALLOCATION & EUROPEAN PLANNING	Antwerp, Belgium
7/15/97			COBAL	OPERATIONS	DISTRICT SUPERINTENDENT	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	ASSISTANT GENERAL COUNSEL	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	MANAGER FINANCIAL REPORTING	Cincinnati, OH
7/15/97			CIA, AGRICOLA DEL GUAYAS	CONTROLLER	CONTROLLER	Guayaquil, Ecuador
7/15/97			CHIQUITA BRANDS SOUTH PACIFIC	FINANCE	FINANCIAL CONTROLLER	Camden, Victoria, Australia
7/15/97			TELA RAILROAD COMPANY	OIL PALM DIVISION	GENERAL MANAGER	La Lima, Honduras
7/15/97		X	CALIFORNIA DAY FRESH FOODS	OPERATIONS	DISTRIBUTION MANAGER	Glendora, CA
7/15/97			CHIQUITA BRANDS CO., N.A.	TRANSPORTATION SERVICES	ASST. V.P. TRANSPORTATION SERVICES	Cincinnati, OH
7/15/97			CHIQUITA BRANDS, INC.	MARITROP	VICE PRESIDENT	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	INTERNAL AUDIT	MANAGER AUDIT	Cincinnati, OH
7/15/97			COPACSA	CONTROLLER	ASST. DIVISION CONTROLLER	Tepic, Mexico
7/15/97			COBAL	OPERATIONS	MGR. LOGISTICS & SVCS.	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS SOUTH PACIFIC	FINANCE	DIR. FINANCE & ADMIN.	Camden, Victoria, Australia
7/15/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FOODS	CHIEF FINANCIAL OFFICER	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	ACCOUNTING	ACCOUNTING MANAGER	Cincinnati, OH
7/15/97			FRUPAC	FRUPAC	GENERAL MANAGER	Philadelphia, PA
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	CO CONSULTANT	Cincinnati, OH
7/15/97			GREAT WHITE FLEET	OPERATIONS	MARINE SUPERINTENDENT	Antwerp, Belgium
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	ORG. EFFECTIVENESS	MANAGER ORG & HR DEVELOPMENT	San Jose, Costa Rica
7/15/97			CHIQUITA TROPICAL PRODUCTS	HUMAN RESOURCES	DIRECTOR HUMAN RESOURCES	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	TAX	MANAGER TAX OPERATIONS	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	CONTAINER MAINTENANCE	MGR. CONTAINER MAINTENANCE	Guilford, MS
7/15/97			CHIQUITA BRANDS, INC.	CONTROLLER	MANAGER INFORMATION SYSTEMS	Cincinnati, OH
7/15/97			CIL	BUNKERING	BUNKER SCHEDULING MANAGER	Antwerp, Belgium
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	SR. MGR HUMAN RESOURCES	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	BANANA PRODUCT MGMT	MANAGER LOGISTICS	Cincinnati, OH
7/15/97			CALIFORNIA DAY FRESH FOODS	OPERATIONS	DIRECTOR OF OPERATIONS	Glendale, CA
7/15/97			CHIRIQUI LAND COMPANY	OPERATIONS	ASST. SUPT. AGRICULTURE	Amueles, Panama
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	OPERATIONS	PROJECT MANAGER	Santiago, Dominican Republic
7/15/97			CHIRIQUI LAND COMPANY	OPERATIONS	PORT SUPERINTENDENT	Bocas, Panama
7/15/97			POLYMER	FINANCE	MGR. ACCOUNTING	San Jose, Costa Rica
7/15/97			CHIRIQUI LAND COMPANY	LABOR RELATIONS	SUPT. LABOR RELATIONS	Bocas, Panama
7/15/97			CHIRIQUI LAND COMPANY	OPERATIONS	ASST. SUPERINTENDENT AGRI.	Amueles, Panama
7/15/97		X	CHIRIQUI LAND COMPANY	OPERATIONS	GENERAL MANAGER	Bocas, Panama
7/15/97			CHIQUITA TROPICAL PRODUCTS	LEGAL	LEGAL COUNSEL	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	SR. MANAGER HR	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER INFORMATION SERVICES	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE AFFAIRS	VICE PRESIDENT-CORPORATE AFFAIRS	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	MGR. ACCOUNTING	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	INTERNAL AUDIT	AUDITOR	Cincinnati, OH
7/15/97			CHIRIQUI LAND COMPANY	TOC	TOC COORDINATOR	Amueles, Panama
7/15/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	REGION SALES VP	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	RISK MANAGEMENT	CORPORATE RISK MANAGER	Cincinnati, OH

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REPORT DUE: JULY 16, 1997

FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD APRIL 1 - JUNE 30, 1997Confidential Treatment
Request by Chiquita Brands

REC'D RESPONSE	NAME	PMT. RPTO	COMPANY	DEPARTMENT	TITLE	LOCATION
7/15/97			CHIKUITA TROPICAL PRODUCTS	SALES	SENIOR ACCOUNT MANAGER	Duluth, GA
7/15/97			CHIKUITA ADELAIDE	FINANCE	SR. ACCOUNTANT	Adelaide, Australia
7/15/97			CHIKUITA BRANDS, INC.	OPERATIONS	SR. INDUSTRY ANALYST	Cincinnati, OH
7/15/97			CHIKUITA BRANDS CO., N.A.	CS-BNA BANANA SALES	COO-EASTERN/WESTERN DIVISION	Cincinnati, OH
7/15/97			CHIKUITA BRANDS, INC.	MARITROP	MANAGER SUPPLY LOGISTICS	Cincinnati, OH
7/15/97			CHIKUITA BRANDS CO., N.A.	QUALITY ASSURANCE	DIRECTOR TECH SALES AND QUALITY ASSURANCE	Cincinnati, OH
7/15/97			CHIKUITA BRANDS CO., N.A.	INLAND TRANSPORTATION	DIR. CONTAINER OPERATIONS	Wilmington, DE
7/15/97			CHIKUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	BENEFITS MANAGER	Cincinnati, OH
7/15/97			CHIKUITA BRANDS INTERNATIONAL, I.	LEGAL	SENIOR COUNSEL	Cincinnati, OH
7/15/97			FRUIT EXPRESS	FINANCE	SR. ACCOUNTANT	Cavan, South Australia
8/6/97			CHIKUITA BRANDS, INC.	QUALITY/ENGINEERING	FIELD PACKAGING ENG.	San Jose, Costa Rica
7/15/97			CHIKUITA BRANDS, INC.	DOMESTIC ACCOUNTING	MANAGER PAYROLL	Cincinnati, OH
7/15/97			CHIKUITA BRANDS CO., N.A.	PROCESSED FOODS	DIVISION SALES MANAGER	Cincinnati, OH
7/15/97			FRUPAC	SALES	PRODUCT MGR.	Philadelphia, PA
7/15/97			CHIKUITA BRANDS, INC.	FAR & MIDDLE EAST	DIRECTOR, FAR EAST OPERATIONS	Cincinnati, OH
8/21/97			C.I. BANADEX	OPERATIONS	ASSISTANT CONTROLLER	Medellin, Colombia
7/15/97			CHIKUITA BANANA CO.	SALES & MARKETING	SR. DIRECTOR, SALES & MARKETING	Kohl, Germany
7/15/97			CHIKUITA BRANDS INTERNATIONAL, I.	MIS	DATA ADMINISTRATOR	Cincinnati, OH
7/15/97		X	CHIRIQUI LAND COMPANY	ADMINISTRATION	GENERAL MANAGER	Armasales, Panama
7/15/97			CHIKUITA ADELAIDE	SOURCING	MANAGER	Adelaide, Australia
7/15/97			CHIKUITA BRANDS INTERNATIONAL, I.	ORG. EFFECTIVENESS	MANAGER, MANAGEMENT DEVELOPMENT	Cincinnati, OH
7/15/97			C.I. BANADEX	OPERATIONS	CHIEF ADMIN. OFFICER	Medellin, Colombia
7/15/97			BANANA SUPPLY CO.	EXECUTIVE	TREASURER	Miami, FL
7/15/97			SOLAR AQUA FARMS	EXECUTIVE	PRESIDENT	Sun City, CA
7/15/97			CALIFORNIA DAY FRESH FOODS	HUMAN RESOURCES	HUMAN RESOURCES MANAGER	Glendora, CA
7/15/97			CHIKUITA BRANDS INTERNATIONAL, I.	MIS	V.P. INFORMATION SYSTEMS	Cincinnati, OH
7/15/97			CIA. FRUTERA DE SEVILLA	OPERATIONS	GENERAL MANAGER - MEDELLIN	Medellin, Colombia
7/15/97			CHIKUITA BRANDS, INC.	MARITROP	MANAGER AGRICHEMICALS	Cincinnati, OH
7/15/97			CHIKUITA BRANDS, INC.	OPERATIONS	SR. EXECUTIVE VICE PRESIDENT CSB	Cincinnati, OH
7/15/97			CHIKUITA BRANDS INTERNATIONAL, I.	MIS	SR. DIRECTOR - INFORMATION SERVICES	Cincinnati, OH
7/15/97			CHIKUITA BRANDS CO., N.A.	BANANA PRODUCT MGMT	MGR CSB/CONTAINER FLEET OPERATIONS	San Jose, Costa Rica
7/15/97			CHIKUITA BRANDS INTERNATIONAL, I.	TREASURY	VICE PRESIDENT AND TREASURER	Cincinnati, OH
7/15/97			GREAT WHITE FLEET	ACCOUNTING	MANAGER ACCOUNTING & FINANCIAL REPORTING	Antwerp, Belgium
7/15/97			CHIKUITA BRANDS CO., N.A.	INLAND DISTRIBUTION	A.V.P. SALES PLANNING/CUSTOMER SERVICES	Cincinnati, OH
7/15/97			CHIKUITA BRANDS, INC.	PROCESSED FOODS	DIR. PLANNING & ANALYSIS	Cincinnati, OH
7/15/97			CHIKUITA BRANDS INTERNATIONAL, I.	CONTROLLER	MGR MARKETING & MANAGEMENT	Cincinnati, OH
8/21/97			CHIKUITA BRANDS CO., N.A.	CS-BNA BANANA SALES	REGION DIRECTOR WHOLESALERS EAST	St. Louis, MO
7/15/97			CHIKUITA BANANA INTERNATIONAL	MARKETING	REGION MANAGER - E. EUROPE	Prague, Czech Republic
7/15/97			FRUPAC	OPERATIONS	COMMERCIAL MANAGER	Santiago, Chile
7/15/97			MARITROP TRADING CORPORATION	ADMINISTRATION	REGIONAL DIRECTOR, MATERIALS & SUPPLY	San Jose, Costa Rica
7/15/97			CHIKUITA BANANA INTERNATIONAL	EXECUTIVE	VICE PRESIDENT	Geneva, Switzerland
7/15/97			CHIKUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	VP CORPORATE HUMAN RESOURCES	Cincinnati, OH
7/15/97			CHIRIQUI LAND COMPANY	CONTROLLER	EDP OPERATIONS COORDINATOR	Bocas, Panama
7/15/97			FRUPAC	OPERATIONS	DIRECTOR OF FINANCE AND ACCOUNTING	Santiago, Chile
8/12/97			FRUPAC	OPERATIONS	OPERATIONS MANAGER	Santiago, Chile
7/15/97			FRUPAC	OPERATIONS	REGIONAL MANAGER, SAN FELIPE	Santiago, Chile
7/15/97		X	CHIRIQUI LAND COMPANY	CONTROLLER	CHIEF ADMINISTRATIVE OFFICER	Bocas, Panama
7/15/97			CHIKUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	MANAGER ORG. DEV. & HUMAN RESOURCES	Cincinnati, OH
7/15/97			CIL	OPERATIONS	ASST. VICE PRESIDENT	Hamilton, Bermuda
7/15/97			POLYMER UNITED	FINANCE	DIRECTOR FIN. & ADMIN.	Panama City, Panama
7/15/97			CHIKUITA BRANDS, INC.	MARITROP	MANAGER, M & S	Cincinnati, OH
7/15/97			DUNAND ET COMPAGNIE DES BANANES	MARKETING	DIRECTOR SALES & MARKETING	Paris, France
7/15/97			DUNAND ET COMPAGNIE DES BANANES	EXECUTIVE	SECRETARY GENERAL	Paris, France
7/15/97			CHIKUITA BRANDS INTERNATIONAL, I.	MIS	PROJECT LEADER	Cincinnati, OH
7/15/97			DUNAND ET COMPAGNIE DES BANANES	ELIACP SOURCING	VICE PRESIDENT	Paris, France
7/15/97			PROGRESSIVE PRODUCE CO.	EXECUTIVE	PRESIDENT	Los Angeles, CA
7/15/97			CHIKUITA BRANDS INTERNATIONAL, I.	TAX	MANAGER, TAX OPS	Cincinnati, OH

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REPORT DUE: JULY 15, 1997

FOREIGN CORRUPT PRACTICES COMPLIANCE PERIOD APRIL 1 - JUNE 30, 1997

Confidential Treatment
Request by Chiquita Brands

REC'D RESPONSE	NAME	XX IF PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
7/15/97			CHIRIQUITA BRANDS INTERNATIONAL, I.	SECRETARY'S OFFICE	ASST. GENERAL COUNSEL & ASST. SECRETARY	Cincinnati, OH
7/15/97			COBAL	TREASURY	TREASURER	San Jose, Costa Rica
7/15/97			CHIRIQUITA BRANDS INTERNATIONAL, I.	MIS	DIRECTOR DATA ADMINISTRATION	Cincinnati, OH
7/15/97			CHIRIQUITA BRANDS INTERNATIONAL, I.	TAX	ASST. V.P. TAXATION	Cincinnati, OH
7/15/97			CHIRIQUITA BRANDS INTERNATIONAL, I.	EXECUTIVE	CHAIRMAN OF THE BOARD & CEO	Cincinnati, OH
7/15/97			CHIRIQUITA BRANDS INTERNATIONAL, I.	EXECUTIVE	VICE CHAIRMAN OF THE BOARD	Cincinnati, OH
7/15/97			CHIRIQUITA BRANDS INTERNATIONAL, I.	BOARD OF DIRECTORS	DIRECTOR	Cincinnati, OH
7/15/97			CIL	FINANCE	DIRECTOR, AFFILIATE ACCT.	Antwerp, Belgium
7/15/97			CHIRIQUITA SYDNEY	FINANCE	SR. ACCOUNTANT	Sydney, Australia
7/15/97			CHIRIQUITA BRANDS CO., N.A.	MARKETING	DIRECTOR SALES ADMINISTRATION	Cincinnati, OH
7/15/97			CHIRIQUITA BRANDS CO., N.A.	MARKETING	MARKETING MANAGER	Cincinnati, OH
7/15/97			PROGRESSIVE PRODUCE	FINANCE	CFO	Los Angeles, CA
7/15/97			GREAT WHITE FLEET	OPERATIONS	DIR. PROCUREMENT & MATERIALS MGMT.	Antwerp, Belgium
7/15/97			POLYMER & COSTA RICA	OPERATIONS	MGR. PRODUCTION SERVICES	San Jose, Costa Rica
7/15/97			CHIRIQUITA BRANDS SOUTH PACIFIC	OPERATIONS	OPERATIONS MANAGER	Camdenwell, Victoria, Australia
7/15/97			COBAL	OPERATIONS	DISTRICT SUPERINTENDENT	San Jose, Costa Rica
7/15/97			MENEU DISTRIBUTION, S.A.	OPERATIONS	MANAGING DIRECTOR	Valencia, Spain
7/15/97			CHIRIQUITA BRANDS CO., N.A.	PROCESSED FOODS	MANAGER TECHNICAL SERVICES	Cincinnati, OH
7/15/97			CHIRIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Lynbrook, NY
7/15/97			MENEU	CONTROLLER	DIRECTOR - FINANCIAL PLANNING	Valencia, Spain
7/15/97			CHIRIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Pleasanton, CA
7/15/97			COBAL	OPERATIONS	GENERAL MANAGER	San Jose, Costa Rica
7/15/97			CHIRIQUITA BRANDS, INC.	CONTROLLER	CONTROLLER	Cincinnati, OH
7/15/97			CHIRIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	MANAGER	Cincinnati, OH
7/15/97			CHIRIQUI LAND COMPANY	OPERATIONS	REGIONAL SIGATOKA SUPT.	Amuvelles, Panama
7/15/97			CIL	QUALITY ASSURANCE	MGR. QUAL. ASSURANCE	Antwerp, Belgium
7/15/97			CHIRIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Cincinnati, OH
7/15/97			CHIRIQUITA TROPICAL PRODUCTS	OPERATIONS	DIR. CAP. INVESTMENT & PURCHASING	San Jose, Costa Rica
7/15/97			COBIGUA	OPERATIONS	GENERAL MANAGER	Guatemala City, Guatemala
7/15/97		X	TELA RAILROAD COMPANY	CONTROLLER	CONTROLLER	La Lima, Honduras
7/15/97			MENEU DISTRIBUTION, S.A.	CONTROLLER	FINANCIAL MANAGER	Valencia, Spain
8/12/97			COBAL	OPERATIONS	EXPORT SUPERINTENDENT	San Jose, Costa Rica
7/15/97			GREAT WHITE FLEET	FINANCE	DIRECTOR FINANCE	Antwerp, Belgium
7/15/97			AMERICAN PRODUCE COMPANY	EXECUTIVE	CFO	Los Angeles, CA
7/15/97			TELA RAILROAD COMPANY	OPERATIONS	SENIOR PRODUCTION MANAGER	La Lima, Honduras
7/15/97			CHIRIQUI LAND COMPANY	OPERATIONS	SUPERINTENDENT - AGRICULTURE	Bocas, Panama
7/15/97			CHIRIQUI LAND COMPANY	ENGINEERING	MECHANICAL SUPT.	Amuvelles, Panama
7/15/97			CHIRIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	MANAGER WHOLESALE BUSINESS - NA WEST	Bohail, WA
7/15/97			CHIRIQUITA BRANDS INTERNATIONAL, I.	MIS	DIRECTOR TELECOMMUNICATIONS	Cincinnati, OH
7/15/97			CHIRIQUI LAND COMPANY	OPERATIONS	PRODUCTION MANAGER	Amuvelles, Panama
7/15/97			COBIGUA	OPERATIONS	TECH SERVICES MANAGER	Guatemala City, Guatemala
8/21/97			COBAL	OPERATIONS	MGR. PACKAGING OPS	San Jose, Costa Rica
7/15/97			CHIRIQUITA BRANDS CO., N.A.	CONTAINER MAINTENANCE	MANAGER CONTAINER MAINTENANCE	Freeport, TX
7/15/97		X	CHIRIQUI LAND COMPANY	LEGAL	DIVISION LAWYER	Bocas, Panama
7/15/97			MUNDIMAR	FINANCE	CONTROLLER	San Jose, Costa Rica
7/15/97			CHIRIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	DIRECTOR - ORGANIZATIONAL EFFECTIVENESS	Cincinnati, OH
7/15/97			CHIRIQUITA TROPICAL PRODUCTS	OPERATIONS	MANAGER PURCHASING - CTP	San Jose, Costa Rica
7/15/97			CHIRIQUITA BRANDS, INC.	MARITROP	DIRECTOR PACKAGING MTR. & SUPPLY	Cincinnati, OH
7/15/97			CHIRIQUI LAND COMPANY	CONTROLLER	ASST. CONTROLLER	Amuvelles, Panama
7/15/97			COBAL	OPERATIONS	TOC COORDINATOR	San Jose, Costa Rica
7/15/97			CHIRIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	V.P. SALES	Cincinnati, OH
7/15/97			CALIFORNIA DAY FRESH FOODS	OPERATIONS	INV. MANAGER	Glendora, CA
7/15/97			CHIRIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	REGION DIRECTOR	Houston, TX
7/15/97			CHIRIQUITA MELBOURNE	EXECUTIVE	SUCCEEDING GEN. DIRECTOR	Melbourne, Australia
7/15/97			CHIRIQUITA BRANDS MELBOURNE PTY LTD	EXECUTIVE	MANAGING DIRECTOR	Footscray, Victoria, Australia
7/15/97			CHIRIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	DIV. V.P.	Cincinnati, OH
7/15/97		X	CHIRIQUI LAND COMPANY	CONTROLLER	CONTROLLER	Bocas, Panama

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**FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD APRIL 1 - JUNE 30, 1997**

Confidential Treatment
Request by Chiquita Brands

REPORT DUE: JULY 15, 1997

REC'D RESPONSE	NAME	X IF PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
7/15/97	CHIRIQUI LAND COMPANY		CHIRIQUI LAND COMPANY	CONTROLLER	MANAGER EDP	Amuelles, Panama
7/15/97	COBALISA	X	COBALISA	EXECUTIVE	GENERAL MANAGER	La Lima, Honduras
7/15/97	CHIQUITA BANANA INTERNATIONAL		CHIQUITA BANANA INTERNATIONAL	EXECUTIVE	EXECUTIVE VICE PRESIDENT	Geneva, Switzerland
8/21/97	C.I. BANADEX	X	C.I. BANADEX	CONTROLLER	CONTROLLER	Medellin, Colombia
7/15/97	CHIRIQUI LAND COMPANY		CHIRIQUI LAND COMPANY	OPERATIONS	AREA SUPT.	Amuelles, Panama
7/15/97	CHIQUITA BRANDS INTERNATIONAL, I.		CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	VICE PRESIDENT, GENERAL COUNSEL AND SECRETARY	Cincinnati, OH
7/15/97	CHIQUITA TROPICAL PRODUCTS		CHIQUITA TROPICAL PRODUCTS	OPERATIONS	SR. V.P. CBNA	San Jose, Costa Rica
7/15/97	CHIQUITA BRANDS INTERNATIONAL, I.		CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE SECURITY	LA SECURITY COORDINATOR	San Jose, Costa Rica
7/15/97	CHIQUITA BRANDS CO., N.A.		CHIQUITA BRANDS CO., N.A.	SALES	REGIONAL DIRECTOR	Cincinnati, OH
7/15/97	CHIQUITA BRANDS CO., N.A.		CHIQUITA BRANDS CO., N.A.	CBNA BANANA SALES	DIR. CORP. SALES & CUSTOMER SERVICE	Cincinnati, OH
7/15/97	CHIQUITA BRANDS, INC.		CHIQUITA BRANDS, INC.	CONSUMER & TRADE MARKETING	TRADE MARKETING MANAGER	Cincinnati, OH
7/15/97	DUNAND		DUNAND	EXECUTIVE	DIRECTOR AFRIQUE	Paris, France
7/15/97	TELA RAILROAD COMPANY	X	TELA RAILROAD COMPANY	OPERATIONS	GENERAL MANAGER	La Lima, Honduras
7/15/97	CHIQUITA BRANDS INTERNATIONAL, I.		CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	ASSISTANT GENERAL COUNSEL	Cincinnati, OH
7/15/97	CHIQUITA BRANDS INTERNATIONAL, I.		CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER INFORMATION SERVICES	Cincinnati, OH
7/15/97	CHIQUITA BRANDS CO., N.A.		CHIQUITA BRANDS CO., N.A.	PACKAGED GOODS	CONTROLLER	Cincinnati, OH
7/15/97	GREAT WHITE FLEET		GREAT WHITE FLEET	PURCHASING	PURCHASING MANAGER	Antwerp, Belgium
7/15/97	CHIQUITA BRANDS CO., N.A.		CHIQUITA BRANDS CO., N.A.	PROCESSED FOODS	MGR. PRODUCT & PROCESS DEVELOPMENT	Cincinnati, OH
7/15/97	GREAT WHITE FLEET		GREAT WHITE FLEET			Antwerp, Belgium
7/15/97	GREAT WHITE FLEET		GREAT WHITE FLEET	OPERATIONS	PRESIDENT	Antwerp, Belgium
7/15/97	CIL		CIL	CONTROLLER	ASST V.P. TRANSPORTATION ACCTG.	Antwerp, Belgium
7/15/97	DUNAND		DUNAND	FINANCE	DIRECTOR, ACCOUNTING	Antwerp, Belgium
7/15/97	CHIQUITA BRANDS INTERNATIONAL, I.		CHIQUITA BRANDS INTERNATIONAL, I.	EXECUTIVE	GENERAL MANAGER	Paris, France
7/15/97	CHIQUITA ITALIA, S.p.A.		CHIQUITA ITALIA, S.p.A.	HUMAN RESOURCES	DIRECTOR BENEFITS AND COMPENSATION	Cincinnati, OH
7/15/97	POLYMER UNITED		POLYMER UNITED	SALES	DIRECTOR SALES/NORTH	Milan, Italy
7/15/97	POLYMER		POLYMER	OPERATIONS	REGIONAL DIRECTOR MANUF.	Panama City, Panama
7/15/97	AMERICAN PRODUCE		AMERICAN PRODUCE	OPERATIONS	MANAGER PRODUCTION	San Jose, Costa Rica
7/15/97	CHIQUITA BRANDS INTERNATIONAL, I.		CHIQUITA BRANDS INTERNATIONAL, I.	EXECUTIVE	VP TROPICAL FRUIT	Los Angeles, CA
7/15/97	CHIQUITA BRANDS INTERNATIONAL, I.		CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	SENIOR COUNSEL	Cincinnati, OH
7/15/97	CHIQUITA BRANDS INTERNATIONAL, I.		CHIQUITA BRANDS INTERNATIONAL, I.	MIS	SR. DIR INTL & ACQUISITION SUPPORT	Cincinnati, OH
7/15/97	FRUPAC		FRUPAC	SALES	ACCOUNT MGR.	Philadelphia, PA
7/15/97	CIA. PROCESSADORA DE FRUTAS		CIA. PROCESSADORA DE FRUTAS	CONTROLLER	ASST. CONTROLLER	Bocas, Panama
7/15/97	CHIRIQUI LAND COMPANY		CHIRIQUI LAND COMPANY	TRANSPORT/EXPORT	SUPT. TRANSPORT	Amuelles, Panama
7/15/97	CHIQUITA BRANDS, INC.		CHIQUITA BRANDS, INC.	FAR & MIDDLE EAST	DIRECTOR FINANCE & ACCTG. FAR EAST REGION	Cincinnati, OH
7/15/97	CHIQUITA BRANDS INTERNATIONAL, I.		CHIQUITA BRANDS INTERNATIONAL, I.	ORG. EFFECTIVENESS	CONSULTANT, CO & TOC	Cincinnati, OH
7/15/97	FRIDAY CANNING CORPORATION		FRIDAY CANNING CORPORATION	SALES	INTL. SALES MGR.	New Richmond, WI
8/12/97	BRUGIOM EN VISSER, B.V.		BRUGIOM EN VISSER, B.V.	EXECUTIVE	CONTROLLER	Netherlands
7/15/97	POLYMER		POLYMER	OPERATIONS	MANAGER PRODUCTION	San Jose, Costa Rica
7/15/97	COBAL		COBAL	OPERATIONS	MANAGER FINANCIAL ANALYSIS	San Jose, Costa Rica
7/15/97	COBIGUA		COBIGUA	ASST. CONTROLLER	SR. ASST. CONTROLLER	Guatemala City, Guatemala
7/15/97	CHIQUITA BRANDS, INC.		CHIQUITA BRANDS, INC.	OPERATIONS	CHIEF PILOT	Bocas, Panama
7/15/97	CHIQUITA BRANDS CO., N.A.		CHIQUITA BRANDS CO., N.A.	CBNA BANANA SALES	SR. ACCOUNT MANAGER	Sandy, UT
7/15/97	CHIQUITA BRANDS CO., N.A.		CHIQUITA BRANDS CO., N.A.	CBNA BANANA SALES	REGION DIRECTOR	Charlotte, NC
7/15/97	GREAT WHITE FLEET		GREAT WHITE FLEET	PURCHASING	SR. COMMERCIAL MGR.	Antwerp, Belgium
7/15/97	CIA. FRUTERA DE SEVILLA		CIA. FRUTERA DE SEVILLA	LEGAL	LEGAL COUNSEL	Santa Maria, Colombia
7/15/97	CHIQUITA BRANDS CO., N.A.		CHIQUITA BRANDS CO., N.A.	PROCESSED FRUIT-INGRED.	CONTROLLER	Cincinnati, OH
8/12/97	CHIQUITA BRANDS INTERNATIONAL, I.	X	CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	VICE PRESIDENT LABOR RELATIONS	Cincinnati, OH
7/15/97	COBIGUA		COBIGUA	OPERATIONS	TOC MANAGER	Guatemala City, Guatemala
7/15/97	CHIQUITA BANANA COMPANY, B.V.		CHIQUITA BANANA COMPANY, B.V.	PROCESSED FRUIT INGRED.	TECH SALES MGR	Breda, Netherlands
7/15/97	CHIQUITA BRANDS INTERNATIONAL, I.		CHIQUITA BRANDS INTERNATIONAL, I.	ADMINISTRATION	V.P. CHIEF FINANCIAL OFFICER	Cincinnati, OH
7/15/97	CHIQUITA BRANDS CO., N.A.		CHIQUITA BRANDS CO., N.A.	PROCESSED FRUIT INGREDIENT	MANAGER N AMERICAN SALES	Cincinnati, OH
7/15/97	TELA RAILROAD COMPANY	X	TELA RAILROAD COMPANY	OIL PALM DIVISION	GENERAL ACCOUNTANT	La Lima, Honduras
7/15/97	FRIDAY CANNING CORPORATION		FRIDAY CANNING CORPORATION	SALES & MARKETING	VICE PRESIDENT	New Richmond, WI
7/15/97	AGROINDUSTRIAL LOS LAGOS		AGROINDUSTRIAL LOS LAGOS	CONTROLLER	CONTROLLER	Santiago, DR
7/15/97	CHIQUITA BRANDS, INC.		CHIQUITA BRANDS, INC.	QUALITY/ENGINEERING	MGR. PACK TECH CENTER	San Jose, Costa Rica
7/15/97	TELA RAILROAD		TELA RAILROAD	ADMINISTRATIVE	VP GOVERNMENT AFFAIRS	Tegucigalpa, Honduras
7/15/97	CHIRIQUI LAND COMPANY		CHIRIQUI LAND COMPANY	ENGINEERING	CHIEF OF ENGINEERING	Bocas, Panama

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FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD APRIL 1 - JUNE 30, 1997

REPORT DUE: JULY 18, 1997

RESPONSE	NAME	COMPANY	DEPARTMENT	TITLE	LOCATION
7/15/97	SANDSTROM, William	CHIQUITA BRANDS INTERNATIONAL, I.	TREASURY	SR. MGR. ANALYSIS	Cincinnati, OH
7/15/97		CHIRIQUI LAND COMPANY	OPERATIONS	SIGATOKA EXTENSION MANAGER	Boaca, Panama
7/15/97		CHIQUITA ITALIA, S.p.A.	SALES	ALLOCATION MANAGER	Rome, Italy
7/15/97		DOSQUET PLANTATION	OPERATIONS	TEAM LEADER	Abidjan, Ivory Coast
7/15/97		UNITED BRANDS JAPAN, LTD.	ACCOUNTING	ACCOUNTING SUPERVISOR	Tokyo, Japan
7/15/97		CHIQUITA BRANDS CO., N.A.	TRANSPORTATION SERVICES	COMMERCIAL MANAGER	Cincinnati, OH
7/15/97		CHIQUITA BRANDS, INC.	DOMESTIC ACCOUNTING	CONTROLLER	Cincinnati, OH
7/15/97		CHIQUITA BRANDS, INC.	PROCESSED	BUSINESS ANALYST	Cincinnati, OH
7/15/97		CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Deerfield, IL
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	MIS	AVP INFORMATION SERVICES	Cincinnati, OH
7/15/97		POLYMER	CONTROLLER	MGR. CONSOL. & GEN. ACCT.	Cincinnati, OH
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MGR. INFORMATION SECURITY	Cincinnati, OH
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	ASST. CORPORATE CONTROLLER	Cincinnati, OH
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	BOARD OF DIRECTORS	DIRECTOR	Washington, D.C.
7/15/97		FRUPAC	ACCOUNTING	ACCOUNTING MGR.	Philadelphia, PA
7/15/97		CHIQUITA BRANDS, INC.	QUALITY/ENGINEERING	DIRECTOR TROPICAL QUALITY ASSURANCE	San Jose, Costa Rica
7/15/97		CHIRIQUI LAND COMPANY	CONTROLLER	CONTROLLER	Amman, Panama
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	DINING SERVICES	EXECUTIVE CHEF	Cincinnati, OH
7/15/97		COBAL	CONTROLLER	ASST. CONTROLLER	San Jose, Costa Rica
7/15/97		CHIQUITA BRANDS, INC.	ORG. EFFECTIVENESS	CONSULTANT	San Jose, Costa Rica
7/15/97		CHIRIQUI LAND COMPANY	LEGAL	AVP LEGAL & GOVERNMENT AFFAIRS	Panama City, Panama
7/15/97		CHIQUITA BRANDS CO., N.A.	PORT OPERATIONS	MANAGER, WESTERN DIV.	Long Beach, CA
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	MANAGER, WESTERN DIVISION	Cincinnati, OH
7/15/97		CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	VP SALES WESTERN DIVISION	Lake Forest, CA
7/15/97		CHIQUITA BRANDS CO., N.A.	CTP NORTH AMERICA	PRESIDENT, CHIQUITA BANANA, N.A.	Cincinnati, OH
7/15/97		CHIQUITA INTL. TROPICAL SERVICES	OPERATIONS	SR. TECHNICAL ADVISOR	Venezuela
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	MANAGER ACCOUNTING	Cincinnati, OH
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	FINANCIAL ANALYSIS	CORPORATE PLANNER	Cincinnati, OH
7/15/97		CIL	OPERATIONS	V.P. MARKETING & LOGISTICS	Hamilton, Bermuda
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	TAX	TAX COUNSEL	Cincinnati, OH
7/15/97		CHIQUITA BRANDS CO., N.A.	MARKETING	VICE PRESIDENT MARKETING	Allentown, PA
7/15/97		THEODOREIS & SONS BANANA CO.	LEGAL	PRESIDENT	Cincinnati, OH
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	OPERATIONS	CORPORATE COUNSEL	Antwerp, Belgium
7/15/97		GREAT WHITE FLEET	QUALITY/ENGINEERING	FLEET BUYER	San Jose, Costa Rica
7/15/97		CHIQUITA BRANDS, INC.	LEGAL	SR. MANAGER TRANSPORTATION ENG.	Cincinnati, OH
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	ASSISTANT GENERAL COUNSEL	Akron, OH
7/15/97		CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	San Jose, Costa Rica
7/15/97		FRUPAC	OPERATIONS	TECHNICAL AND GROWERS MANAGER	Cincinnati, OH
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	V.P. & CONTROLLER	Cincinnati, OH
7/15/97		FRIDAY CANNING CORPORATION	ADMINISTRATION	SENIOR VICE PRESIDENT	New Richmond, WI
7/15/97		COBAL	MIS	MIS DIRECTOR	San Jose, Costa Rica
7/15/97		COBAL	OPERATIONS	GENERAL MANAGER	San Jose, Costa Rica
7/15/97		CIL	SERVICES GROUP	MANAGER	Antwerp, Belgium
7/15/97		CIA FRUTERA DE SEVILLA	OPERATIONS	DIRECTOR TECH. SERVICES	Medellin, Colombia
7/15/97		CHIQUITA BRANDS, INC.	CONTROLLER	MANAGER ACCOUNTING	Cincinnati, OH
7/15/97		CHIQUITA BRANDS, INC.	MARITROP	DIRECTOR CAPITAL PROCUREMENT	Cincinnati, OH
7/15/97		POLYMER UNITED	HUMAN RESOURCES	REGIONAL DIRECTOR H.R.	Panama City, Panama
7/15/97		CHIQUITA-TROPICAL PRODUCTS	LEGAL	VP LEGAL & GOVT AFFAIRS	San Jose, Costa Rica
7/15/97		COBAL	OPERATIONS	DIV. SUPT. AGRICULTURE	San Jose, Costa Rica
7/15/97		CHIQUITA BRANDS CO., N.A.	PROCESSED FRUIT INGRED.	GENERAL MANAGER-PFI	Cincinnati, OH
7/15/97		CHIQUITA BANANA GROUP	OPERATIONS	VP TROPICAL OPS ANALYSIS	San Jose, Costa Rica
7/15/97		GREAT WHITE FLEET	OPERATIONS	SUPERINTENDENT COMM. OPS.	Antwerp, Belgium
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	ASSISTANT GENERAL COUNSEL	Cincinnati, OH
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	DIR. HR SYSTEMS & ADMIN	Cincinnati, OH
7/15/97		CHIQUITA BRANDS CO., N.A.	ADMINISTRATION	SPECIAL PROJECT MANAGER	Cincinnati, OH
7/15/97		CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Eden Prairie, MN
7/15/97		CHIQUITA BRANDS INTERNATIONAL, I.	RISK MANAGEMENT	DIRECTOR CORP. RISK MGT.	Cincinnati, OH

CB1-V1-001-005804

FOREIGN CORRUPT PRACTICES COMPLIANCE
PERIOD APRIL 1 - JUNE 30, 1997

REPORT DUE: JULY 15, 1997

REC'D RESPONSE	NAME	X IF PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
9/5/97			CHIQUITA BRANDS INTERNATIONAL, I.	EXECUTIVE	PRESIDENT, COO & CFO	Cincinnati, OH
7/15/97			FRUPAC	SALES	ACCOUNT MGR.	Philadelphia, PA
7/15/97			CHIQUITA TROPICAL PRODUCTS	OPERATIONS	SR. VICE PRESIDENT/REGIONAL MANAGER	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS CO., N.A.	TRANSPORTATION SERVICES	MANAGER INLAND TRANSPORTATION	Cincinnati, OH
7/15/97			FRIDAY CANNING CORPORATION	OPERATIONS	SENIOR VICE PRESIDENT	New Richmond, WI
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	INTERNAL AUDIT	VICE PRESIDENT INTERNAL AUDIT	Cincinnati, OH
7/15/97			FRUPAC	OPERATIONS	GENERAL MANAGER	Santiago, Chile
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	ASST. GENERAL COUNSEL	Cincinnati, OH
8/6/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE SERVICES	DIRECTOR CORPORATE SERVICES	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	TAX	TAX PROFESSIONAL	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	TREASURY	DIRECTOR CASH OPERATIONS	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MARKETING	MGR. RIPEIN. & TECH. SERV.	Brada, Netherlands
7/15/97			CHIQUITA BANANA COMPANY, B.V.	OPERATIONS	AVP FINANCE & PLANNING	Cincinnati, OH
7/15/97			CHIQUITA BRANDS, INC.	OPERATIONS	VICE PRESIDENT POLYMER PANAMA	Panama City, Panama
7/15/97		X	POLYMER UNITED	PURCHASING	PURCHASING MANAGER	Glendale, CA
7/15/97			CALIFORNIA DAY FRESH FOODS	MIS	MANAGER CLIENT SERVER	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.			

On medical leave of absence - will resume reporting upon return.

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November 11, 1997

Confidential Treatment
Request by Chiquita Brands

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Confidential Treatment
Request by Chiquita Brands

**CHIQUITA BRANDS
INTERNATIONAL, INC.**



**INTERNAL AUDIT
DEPARTMENT**

1998

AUDIT PLAN

1CHQ5-001244

CBI-V1-001-005807

**CHIQUITA BRANDS INTERNATIONAL INC.
INTERNAL AUDIT DEPARTMENT
1998 AUDIT PLAN**

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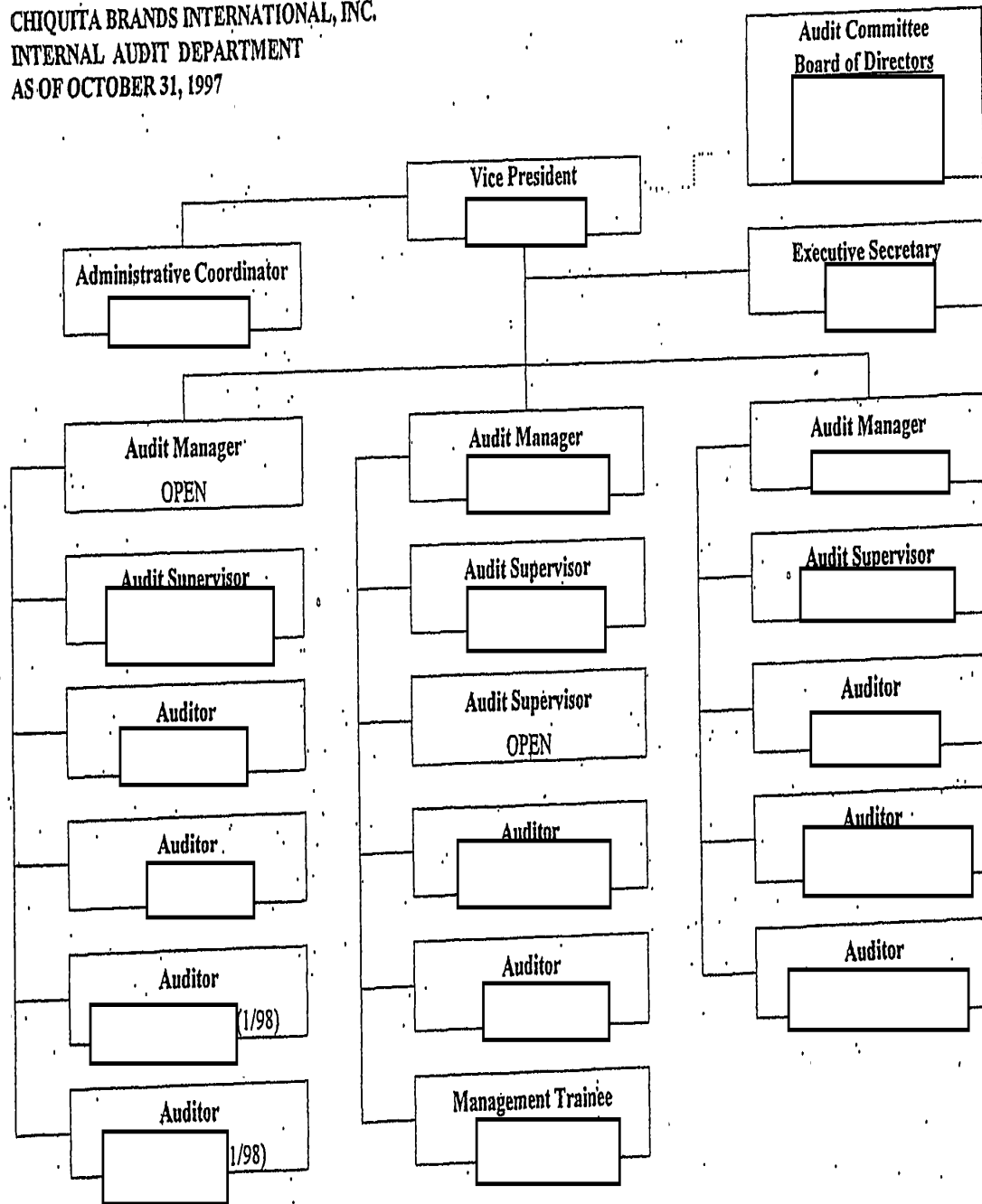
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CHIQUITA BRANDS INTERNATIONAL, INC.
INTERNAL AUDIT DEPARTMENT
AS OF OCTOBER 31, 1997



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CBI-V1-001-005809

1CHQ6-001246

CHIQUITA BRANDS INTERNATIONAL, INC.
INTERNAL AUDIT DEPARTMENT
AS OF OCTOBER 31, 1997

Confidential Treatment
Request by Chiquita Brands

EMPLOYEE NAME	POSITION	HIRED	EDUCATION	PROF. CERT.	CAREER EXPERIENCE COMPANY	YEARS
	Vice President	Sep-97	Accounting, Business Mgmt	CPA	Dole, Kellogg, PepsiCo, Disney, Ernst & Young	13
	Manager	Oct-96	Finance, MBA	CISA/CPA	Texas Instruments, Martin Marietta	12
	Manager	Apr-96	Accounting, MBA	CPA	Ernst & Young, Hoechst Marion Roussel	10
	Supervisor	Jul-97	International Relations, MBA	-	Kaiser Associates	3
	Supervisor	Aug-96	Finance, MBA	-	Andersen Consulting	4
	Supervisor	Jun-96	Finance, Spanish	CPA	Deloitte & Touche	4
	Auditor	Nov-96	French, MBA	CMA	Westinghouse	2
	Auditor	Oct-95	Language, Trade	-	Internships Spain, Belgium	2
	Auditor	Aug-97	Business	CPA	COBIGUA	14
	Auditor	Jun-97	Business Admin	CPA	Arthur Andersen	2
	Auditor	Jan-97	Psychology	-	Dunand	4
	Auditor	Jan-98	International Management, MBA	-	Philip Morris, Corporacion Financiera del Norte	4
	Auditor	Jun-97	Accounting	-	Young & Young (Arthur Andersen)	5
	Auditor	Jan-98	International Finance, MBA	-	Republic National Bank, Popular Bank of Florida	5
	Auditor	Oct-97	Finance, Accounting	-	Tela RR, COBALISA	5
	Admin Coord. II	Apr-94	English	-	University of Cincinnati, Procter & Gamble	12
	Exec. Secretary	Nov-96	-	-	General Electric	14
	Mgmt. Trainee	Jul-97	Electrical Engineering, MBA	-	Lift-Van, Administracion Lozica Al Vear	6

* Date of hire represents transfer in date from another CBII division.

CBI-V1-001-005810

1CHQ6-001247

**CHIQUITA BRANDS INTERNATIONAL INC.
INTERNAL AUDIT DEPARTMENT
1998 AUDIT PLAN**

PERSONNEL HIGHLIGHTS

[] Vice President effective September 1997. [] most recent position was at Dole Food Company, where he held the senior corporate audit position. Previous career experience includes audit and financial management positions with Kellogg Company, PepsiCo, Walt Disney and Ernst & Young LLP. He earned degrees in accounting and business management from the University of Kentucky and is a Certified Public Accountant.

[] Manager effective October 1996. [] graduated from the University of Notre Dame with a Bachelor of Business Administration in Finance and from the University of Denver with an MBA in Finance. [] has worked for Texas Instruments for the past seven years as a Senior Financial Analyst and Internal Auditor. He also worked for Martin Marietta and the Travelers Financial Service in various financial and accounting positions. [] is a Certified Public Accountant and a Certified Information Systems Auditor and is conversant in Spanish.

[] Manager effective September 1996 (previously Supervisor as of April 1996). [] graduated from the University of Missouri - Kansas City with a Bachelor's of Science degree in Accounting and a Masters of Science degree in Accounting. [] has worked for Hoechst Marion Roussel for the past five years as a Senior Financial Analyst and Internal Auditor. She also worked at Ernst & Young LLP for four years and is a Certified Public Accountant.

[] Supervisor effective July 1997. [] graduated from Georgetown University with a Bachelor of Arts degree in International Relations and from Thunderbird in 1997 with a Masters of International Management degree. He has worked for three years as a Senior Consultant for Kaiser Associates, Inc. and is conversant in Spanish.

[] - Supervisor effective August 1996. [] is a Master of International Management from Thunderbird, a Master of Science in Finance from Georgia State and a Bachelor of Business Administration in finance from the University of Georgia. [] joined Chiquita after three years with Andersen Consulting and he is conversant in Spanish.

[] Supervisor effective June 1997 (previously Auditor as of June 1996). [] graduated from Albion College in Michigan with a Bachelor's degree in Finance and Spanish. Before joining Chiquita, [] worked for Deloitte & Touche LLP for three years as a Senior Assistant. During college, she spent one semester of study at the Center for Cross-cultural Study in Sevilla, Spain. [] is conversant in Spanish and is a Certified Public Accountant.

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Confidential Treatment
Request by Chiquita Brands

**CHIQUITA BRANDS INTERNATIONAL INC.
INTERNAL AUDIT DEPARTMENT
1998 AUDIT PLAN**

PERSONNEL HIGHLIGHTS

[] Auditor effective November 1996. [] graduated from The University of South Carolina with a Masters degree in International Business Studies and Magna Cum Laude with a Bachelor of Arts in French and a minor in Business. [] is fluent in French and Portuguese. She worked for Westinghouse Electric Corporation as a Staff Auditor for about two years and she is a Certified Management Accountant.

[] Auditor effective October 1995. [] graduated from Clemson University with a Bachelor of Arts degree in Language (Spanish) and International Trade. [] held an internship for Meneu Distribucion (a CBII entity) in Valencia, Spain during the summer of 1995. She is fluent in Spanish, French and Flemish.

[] Auditor effective August 1997. [] graduated from the Universidad San Carlos de Guatemala - School of Economics. [] has worked at COBIGUA for eight years, Polymer Industrial for four years, and Industrias Tropicales for two years. He is a Certified Public Accountant and he is fluent in Spanish.

[] Auditor effective June 1997. [] graduated from Georgetown University with a Bachelor of Science degree in Business Administration with a double major in Accounting and Finance. He worked for Arthur Andersen LLP in Washington, DC as a Staff Auditor for about two years and held three internships at Ernst & Young LLP in Puerto Rico. [] is a Certified Public Accountant and he is fluent in Spanish.

[] Auditor effective January 1997. [] graduated from the Institut Catholique des Hautes Etudes Commerciales with studies in Economics and Management, she also has a degree in Psychology from the Institut Lebre Marie Haps. [] has worked at Dunand et Compagnie des Bananes for two years. She has also worked at The European Petrochemical Association for four years and Eurocontrol for one year. She is fluent in French, Italian, Flemish, and conversant in Spanish.

[] Auditor effective January 1998. [] will graduate from Thunderbird in December 1997 with a Masters of International Management. He held a summer internship at Philip Morris and has worked at the Corporación Financiera del Norte in Colombia. [] is fluent in Spanish and Italian.

[] -Auditor effective June 1997. [] graduated from Universidad Santa Maria La Antigua, Republic of Panama with a Bachelor of Science degree in Accounting. She has worked with Young & Young LLP (Arthur Andersen affiliate in Panama City) for four years as an Auditor/Senior Auditor. In addition, she has worked in the United States/Panamanian Cultural Center and AT&T Global Information Solutions, both in Panama City. [] is fluent in Spanish.

GBI-V1-001-005812

**CHIQUITA BRANDS INTERNATIONAL INC.
INTERNAL AUDIT DEPARTMENT
1998 AUDIT PLAN**

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PERSONNEL HIGHLIGHTS

[] Auditor effective January 1998. [] will graduate from the University of Miami with a Masters of Business Administration in International Business. [] has been working at the Republic National Bank of Miami for the past year and has also worked at the Popular Bank of Florida for three years. [] is fluent in Spanish.

[] Auditor effective October 1997. [] graduated from Mississippi State University with a Bachelor of Science Degree in Finance and from the University of Southern Mississippi with a Bachelor of Science Degree in Accounting. He has worked five years as a Financial Analyst for the Tela Railroad Company & COBALISA in Honduras. [] is fluent in Spanish.

[] Administrative Coordinator II effective September 1995 (previously Executive Secretary effective April 1994). [] graduated from the University of Cincinnati with a Bachelor's degree in English and Comparative Literature. [] worked for Adia Personnel Services with assignments at Procter & Gamble, Chiquita, KPMG Peat Marwick LLP and the University of Cincinnati. Prior experience includes the Geology/Physics Library and the Langsam Library at the University of Cincinnati.

[] Executive Secretary effective November 1996. [] worked in Chiquita MIS as an Administrative Associate from February 1994 - May 1996. She also worked at Férnco as a Principal Information Records Specialist and General Electric Aircraft Engines as an Administrative Associate.

[] Auditor effective July 1997. [] graduated from Universidad Catolica Argentina with a Bachelor of Science degree in Agricultural Production Engineering and from Thunderbird with a Masters of International Management. He has worked for two years as General Manager at Lift-Van International and three years as an Agricultural Consultant at Administracion Lezica Alvear. Both companies are located in Buenos Aires, Argentina. [] is part of the Tropical Management Development Program and he is fluent in Spanish.

**CHIQUITA BRANDS INTERNATIONAL INC.
INTERNAL AUDIT DEPARTMENT
1998 AUDIT PLAN**

Confidential Treatment
Request by Chiquita Brands

PLAN OBJECTIVES

The following items were the significant factors used to develop the 1998 Audit Plan:

- The risk assessment process, along with our knowledge of the business, was used to select locations to audit in 1998. The Plan will be updated during the year as part of the ongoing risk assessment process.
- Incorporate requests from Senior Management.
- Coordinate Internal Audit and Ernst & Young LLP's requirements to minimize costs and eliminate duplication of work. In conjunction with Ernst & Young LLP, assess audit scopes and approach for major year-end audits to increase audit efficiency and effectiveness.
- Provide minimum annual coverage of each major business unit: Tropical; Transportation; North America Marketing; Europe Marketing; Other International Marketing; Non-Banana Fresh; Processed Foods and Corporate.
- Identify and incorporate management information systems audit projects into the plan and coordinate with Ernst & Young LLP to obtain technical assistance.
- Perform high level reviews at certain locations, in conjunction with Controller's personnel, where there are intervals between audits to ensure a control environment exists and to have a corporate presence at the location.
- Provide appropriate time for special project work to accommodate internal requests for audit assistance.
- Provide for professional development through management and supervisory skills seminars, audit training programs, computer audit techniques, personal computer training and language courses.

1CHQ6-001251

CHIQUITA BRANDS INTERNATIONAL, INC
INTERNAL AUDIT DEPARTMENT
1998 AUDIT PLAN

Confidential Treatment
Request by Chiquita Brands

ALLOCATION BY TYPE OF ACTIVITY

TYPE OF ACTIVITY	1998	Estimated 1997	Actual 1996
Regular/Special Request Audits *	87%	87%	87%
Administrative Functions	2%	2%	4%
Assistance to Other Units	4%	3%	5%
Professional Development	6%	7%	3%
Miscellaneous	1%	1%	1%
TOTAL	100%	100%	100%

* Includes audit work in lieu of Ernst & Young LLP.

ALLOCATION BY BUSINESS UNIT

BUSINESS UNIT	1998	Estimated 1997	Actual 1996
Bananas:			
Tropical	47%	47%	52%
Transportation	4%	4%	3%
Marketing			
North America	11%	8%	9%
Europe	15%	16%	15%
Other International	2%	5%	0%
Non-Banana Fresh	3%	5%	9%
Processed Foods	9%	8%	5%
Corporate	9%	7%	7%
TOTAL	100%	100%	100%

1CHQ6-001252

CBI-V1-001-005815

CHIQUITA BRANDS INTERNATIONAL, INC.
INTERNAL AUDIT DEPARTMENT
1998 AUDIT PLAN

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Request by Chiquita Brands

TROPICAL

AUDIT	LAST AUDIT	RISK WEIGHT	LOCATION
Armuelles Operations	9/97	3.7	Armuelles, Panama
Armuelles Payroll System Implementation	New	---	Armuelles, Panama
Armuelles (1997 Ernst & Young LLP Year End)	10/97	3.3	Armuelles, Panama
Bocas Operations	10/95	3.2	Changuinola, Panama
Bocas (1998 Ernst & Young LLP Year End)	8/96	2.8	Changuinola, Panama
COBAL Operations	8/97	3.1	San Jose, Costa Rica
COBAL MIS	9/96	3.2	San Jose, Costa Rica
COBAL Disbursements	5/95	3.0	San Jose, Costa Rica
COBIGUA Operations	3/97	3.2	Guatemala City, Guatemala
COBIGUA (1997 Ernst & Young LLP Year End)	10/97	3.1	Guatemala City, Guatemala
Colombia Operations	7/97	3.5	Medellin, Colombia
Colombia Financial	7/97	3.2	Medellin, Colombia
Colombia MIS	4/97	3.0	Medellin, Colombia
Colombia--Banadex/Samarex Contract Wharf	New	---	Turbo, Santa Marta, Colombia
Colombia Disbursements	12/93	3.0	Medellin, Colombia
Tela Operations	12/97	2.9	San Pedro Sula, Honduras
Tela Contractor Process Analysis	New	---	San Pedro Sula, Honduras
Tela Purchasing Review	New	---	San Pedro Sula, Honduras
Tela (1998 Ernst & Young LLP Year End)	3/95	2.9	San Pedro Sula, Honduras
Corporate Purchasing/Materials Management	6/97	2.6	Cincinnati, Ohio
Environmental	5/96	3.4	Various Locations
Financial/Accounting Best Practices	New	---	Various Locations
Functionality Review - Tropical Internal Audit Groups	New	---	Various Locations
Operational Best Practices/SOPs	New	---	Various Locations
Packing Stations - Post CAR Review	New	---	Various Locations
Polymer Costa Rica Follow Up	3/97	3.1	San Jose, Costa Rica

CBI-V1-001-005816

CHIQUITA BRANDS INTERNATIONAL, INC.
INTERNAL AUDIT DEPARTMENT
1998 AUDIT PLAN

TRANSPORTATION

Confidential Treatment
 Request by Chiquita Brands

AUDIT	LAST AUDIT	RISK WEIGHT	LOCATION
GWF PC, LAN Security, General Controls	3/94	2.7	Antwerp, Belgium
GWF Internal Control and Purchasing Follow Up	9/97	3.2	Antwerp, Belgium
GWF Labor Resources	New	---	Antwerp, Belgium
North European Liner Services - Review of SOP's	New	---	Antwerp, Belgium

MARKETING - NORTH AMERICA

AUDIT	LAST AUDIT	RISK WEIGHT	LOCATION
BSC/Theodoredis Integration w/CBNA	12/97	2.1	Cincinnati, Ohio
BSC Post CAR review - Atlanta Ripening Room	New	---	Atlanta, Georgia
CBNA Process Improvement - Corporate Accounting	New	---	Cincinnati, Ohio
CBNA Scorecard	New	---	Cincinnati, Ohio
CBNA (1997 Ernst & Young LLP Year End)	12/97	2.4	Cincinnati, Ohio
CBNA - Advertising and Promotional Review	5/96	1.0	Cincinnati, Ohio
CBNA System Implementations	12/97	2.4	Cincinnati, Ohio
Central Disbursements (1997 Ernst & Young LLP Year End)	12/97	2.5	Cincinnati, Ohio
Equipment Maintenance System	New	---	Various Locations, Domestic & Tropical

CBI-V1-001-005817

CHIQUITA BRANDS INTERNATIONAL, INC.
INTERNAL AUDIT DEPARTMENT
1998 AUDIT PLAN

Confidential Treatment
Request by Chiquita Brands

MARKETING - EUROPE

AUDIT	LAST AUDIT	RISK WEIGHT	LOCATION
CBCBV Contract Reviews	New	---	Antwerp, Belgium
CIL (1997 Ernst & Young LLP Year End)	11/97	3.4	Antwerp, Belgium
CIL (1998 Ernst & Young LLP Year End)	11/97	3.4	Antwerp, Belgium
Dunand CODA Implementation/Follow Up	New	---	Paris, France
European Operations	New	---	Antwerp, Belgium
Europe - Advertising and Promotional Review	8/95	1.0	Various Locations
European Sales Offices	2/95	1.0	Various Locations
Ivory Coast Internal Control Review	6/96	3.5	Abidjan, Ivory Coast
Non-EU Markets	New	---	Czech, Poland, Hungary
Treasury/Cash Management	5/96	2.5	Antwerp, Belgium

MARKETING - OTHER INTERNATIONAL

AUDIT	LAST AUDIT	RISK WEIGHT	LOCATION
UB Japan and CFJ - High Level Review	6/93	2.5	Tokyo, Japan
Emerging Markets - China	New	---	China
Philippines JV La Frutera	New	---	Islands of Mindinau, Philippines

CBI-V1-001-005818

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CHIQUITA BRANDS INTERNATIONAL, INC.
INTERNAL AUDIT DEPARTMENT
1998 AUDIT PLAN

Confidential Treatment
Request by Chiquita Brands

NON-BANANA FRESH

AUDIT	LAST AUDIT	RISK WEIGHT	LOCATION
American Produce (1997 Ernst & Young LLP Year End)	11/97	2.5	Los Angeles, California
Exportadora Chiquita Ltd. Financial/Disbursements/MIS	4/95	2.9	Santiago, Chile
Packers of Indian River	5/96	2.0	Ft. Pierce, Florida

PROCESSED FOODS

AUDIT	LAST AUDIT	RISK WEIGHT	LOCATION
California Day Fresh MIS	6/96	2.5	Glendora, California
Canning Acquisitions - Control Review	New	---	Various Locations
Canning Acquisitions - Task Force Assistance	New	---	Various Locations
Jaremar Follow Up 1997 Review	7/97	3.5	San Pedro Sula, Honduras
Jaremar Functionality Review	7/97	3.5	San Pedro Sula, Honduras
PFI (1997 Ernst & Young LLP Year End)	11/97	2.5	Cincinnati, Ohio

CBI-V1-001-005819

1CHQ6-001256

CHIQUITA BRANDS INTERNATIONAL, INC.
INTERNAL AUDIT DEPARTMENT
1998 AUDIT PLAN

Confidential Treatment
Request by Chiquita Brands

CORPORATE

AUDIT	LAST AUDIT	RISK WEIGHT	LOCATION
Cash Management System - Worldwide Treasury	8/97	2.0	Cincinnati, Ohio
CBI Executive Perquisites & Officers Travel and Expense	12/97	1.0	Cincinnati, Ohio
Chiquita Center - Lease Renewal	New	---	Cincinnati, Ohio
Conflict of Interest Statements	12/97	2.0	Cincinnati, Ohio
Corporate Office Renovation Review	New	---	Cincinnati, Ohio
Corporate Operations	New	---	Cincinnati, Ohio
Quarterly Representation Letters	12/97	2.0	Cincinnati, Ohio
Record Retention	New	---	Cincinnati, Ohio
Statement of Policies and Procedures	12/97	2.0	Cincinnati, Ohio

CBI-V1-001-005820

1CHQ6-001257



Chiquita
Brands
International

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Request by Chiquita Brands

Nik
#396

[Redacted]
Vice President and Controller

February 25, 1998

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[Redacted]
Sisco Associates
2517 Massachusetts Ave. N.W.
Washington, D.C. 20008-2823

[Redacted]
Star Bank Center
425 Walnut Street
Mail Location 9105
Cincinnati, OH 45202

[Redacted]
Compression Inc.
50 East Rivercenter Blvd.-Suite 400
Covington, KY 41011

Enclosed is a draft of the financial section of Chiquita's 1997 Annual Report to Shareholders. This information will be reviewed at the Audit Committee meeting to be held on Wednesday, March 4, 1998, at 4:30 p.m. in Conference Room 28B on the 28th floor of the Chiquita Center.

The Audit Committee will reconvene on Thursday, March 5, immediately following the Board of Directors meeting to review the current status of the Company's Year 2000 compliance program.

Sincerely,

[Redacted Signature]

enclosure

cc:

[Redacted]

Ernst & Young:

[Redacted]

[Redacted]

1CHQ6-001265

250 East Fifth Street, Cincinnati, Ohio 45202
(513) 784-8385

CBI-V1-001-005821

Confidential Treatment
Request by Chiquita Brands

Chiquita Brands International, Inc.

FINANCIAL REPORT

DRAFT

Statement of Management Responsibility

The financial information presented in this Annual Report is the responsibility of Chiquita Brands International, Inc. management, which believes that it presents fairly the Company's consolidated financial position and results of operations in accordance with generally accepted accounting principles.

The Company's system of internal accounting controls, which is supported by formal financial and administrative policies, is designed to provide reasonable assurance that the financial records are reliable for preparation of financial statements and that assets are safeguarded against losses from unauthorized use or disposition. Management reviews, modifies and improves these systems and controls as changes occur in business conditions and operations. The Company's worldwide internal audit function reviews the adequacy and effectiveness of controls and compliance with policies.

The Audit Committee of the Board of Directors reviews the Company's financial statements, accounting policies and internal controls. In performing its reviews, the Committee meets periodically with the independent auditors, management and internal auditors to discuss these matters.

The Company engages Ernst & Young LLP, an independent auditing firm, to audit its financial statements and express an opinion thereon. The scope of the audit is set by Ernst & Young LLP, which has full and free access to all Company records and personnel in conducting its audits. Representatives of Ernst & Young LLP are free to meet with the Audit Committee, with or without members of management present, to discuss their audit work and any other matters they believe should be brought to the attention of the Committee.



Chiquita Brands International, Inc.

Confidential Treatment
Request by Chiquita Brands

FINANCIAL REPORT

DRAFT


Report of Ernst & Young LLP, Independent Auditors

The Board of Directors and Shareholders of Chiquita Brands International, Inc.

We have audited the accompanying consolidated balance sheets of Chiquita Brands International, Inc. as of December 31, 1997 and 1996, and the related consolidated statements of income, shareholders' equity and cash flow for each of the three years in the period ended December 31, 1997. These financial statements, appearing on pages 35 through 54, are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits. b6 b7C

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Chiquita Brands International, Inc. at December 31, 1997 and 1996, and the consolidated results of its operations and its cash flow for each of the three years in the period ended December 31, 1997, in conformity with generally accepted accounting principles.


Cincinnati, Ohio
February 11, 1998



Confidential Treatment
Request by Chiquita Brands

Chiquita Brands International, Inc.

SELECTED FINANCIAL DATA

(In thousands, except per share amounts)	1997	1996	1995	1994	1993
Financial Condition					
Working capital	\$ 300,348	\$ 379,977	\$ 366,893	\$ 230,434	\$ 266,793
Capital expenditures	76,248	74,641	64,640	136,981	196,554
Total assets	2,401,613	2,466,934	2,623,533	2,774,239	2,722,824
Capitalization					
Short-term debt	152,564	135,089	172,333	221,051	192,207
Long-term debt	961,972	1,079,251	1,242,046	1,364,836	1,438,378
Shareholders' equity	780,086	724,253	672,207	644,809	584,069
Operations					
Net sales	\$2,433,726	\$2,435,248	\$2,565,992	\$2,505,826	\$2,532,925
Operating income	100,166	84,336	175,770	71,185	103,848
Income (loss) from continuing operations	343	(27,728)	27,969	(84,311)	(51,081)
Discontinued operations	—	—	(11,197)	35,611	—
Extraordinary loss from debt refinancing	—	(22,838)	(7,560)	(22,840)	—
Net income (loss)	343	(50,566)	9,212	(71,540)	(51,081)
Share Data					
Shares used to calculate diluted earnings (loss) per common share	57,025	55,195	53,650	52,033	51,427
Diluted earnings (loss) per common share:					
— Continuing operations	\$ (.29)	\$ (.72)	\$.37	\$ (1.76)	\$ (.99)
— Discontinued operations	—	—	(.21)	.69	—
— Extraordinary items	—	(.41)	(.14)	(.44)	—
— Net income (loss)	(.29)	(1.13)	.02	(1.51)	(.99)
Dividends per common share	.20	.20	.20	.20	.44
Market price per common share:					
High	18.00	16.38	18.00	19.25	17.50
Low	12.75	11.50	12.25	11.25	10.13
End of year	16.31	12.75	13.75	13.63	11.50

Confidential Treatment
Request by Chiquita Brands

Chiquita Brands International, Inc.

MANAGEMENT'S ANALYSIS OF OPERATIONS AND FINANCIAL CONDITION

Operations

Sales of \$2.4 billion in 1997 and 1996 were \$130 million lower than in 1995 primarily as a result of the December 1995 sale of the Costa Rican operations of Chiquita's Numar edible oils group ("Numar Costa Rica"). The acquisition of two vegetable canning companies in the latter part of 1997 did not have a significant effect on net sales or operating income for the year. (See Note 3 to the Consolidated Financial Statements for additional discussion of these acquisitions.)

Operating income of \$100 million for 1997 was adversely affected by a stronger dollar in relation to major European currencies (mitigated in part by the Company's foreign currency hedging program) and by increased banana production costs resulting primarily from widespread flooding in 1996. These factors more than offset the benefit of higher local European pricing for bananas during the second half of the year. In early 1998, the Company is experiencing higher local European banana pricing, the effect of a stronger U.S. dollar and lower North American banana pricing in comparison to early 1997.

For 1996, operating income was \$84 million and included write-downs and costs of \$70 million resulting from industry-wide flooding in Costa Rica, Guatemala and Honduras; modification of distribution logistics and the wind-down of particular production facilities to achieve further long-term reductions in the delivered product cost of Chiquita bananas; and certain claims relating to prior European Union ("EU") quota restructuring actions.

Operating income for 1995 was \$176 million and included a net gain of \$19 million primarily resulting from divestitures of operations and other actions taken as part of the Company's ongoing program to improve shareholder value. These divestitures and other actions included sales of older ships, the sale of Numar Costa Rica, the shut-down of a portion of the Company's juice operations and the reconfiguration of banana production assets.

Net interest expense decreased by \$10 million in 1997 and \$33 million in 1996 primarily as a result of refinancing and debt reduction activities. Net income (loss) includes extraordinary charges of \$23 million in 1996 and \$8 million in 1995 resulting from these activities.

Income taxes consist principally of foreign income taxes currently paid or payable. No tax benefit was recorded for unrealized U.S. net operating loss carryforwards or other available tax credits.

European Union Regulatory Developments

On July 1, 1993, the EU implemented a quota system effectively restricting the volume of Latin American bananas imported into the EU, which had the effect of decreasing the Company's overall volume and market share in Europe. The quota is administered through a licensing system and grants preferred status to producers and importers within the EU and its former colonies, while imposing quotas and tariffs on bananas imported from other sources, including Latin America, Chiquita's primary source of fruit. Since imposition of the EU quota regime, prices within the EU have increased to a higher level than the levels prevailing prior to the quota. Banana prices in other worldwide markets, however, have been lower than in years prior to the EU quota, as the displaced EU volume entered those markets.

Confidential Treatment
Request by Chiquita Brands

Chiquita Brands International, Inc.

MANAGEMENT'S ANALYSIS OF OPERATIONS AND FINANCIAL CONDITION

In two separate rulings, General Agreement on Tariffs and Trade ("GATT") panels found the EU banana policy to be illegal. In March 1994, four of the five countries which had initiated GATT complaints, Costa Rica, Colombia, Nicaragua and Venezuela, settled their GATT actions against the EU by entering into a "Framework Agreement," which guaranteed them preferential EU market access for bananas. The Framework Agreement was implemented in 1995 and imposed additional restrictive and discriminatory quotas and export licenses on U.S. banana marketing firms, while leaving EU firms exempt. This significantly increased the Company's cost to export bananas.

Since implementation of the quota system:

- In September 1994, Chiquita and the Hawaii Banana Industry Association made a joint filing with the Office of the U.S. Trade Representative ("USTR") under Section 301 of the U.S. Trade Act of 1974 charging that the EU quota and licensing regime and the Framework Agreement are unreasonable, discriminatory, and a burden and restriction on U.S. commerce. In response, the U.S. Government initiated formal investigations of the EU banana import policy and of the Framework Agreement export policies.
- In January 1995, the U.S. Government announced a preliminary finding against the EU banana import policy and, a year later, the USTR found the banana Framework Agreement export policies to be unfair.
- In September 1995, the United States, Guatemala, Honduras and Mexico commenced a challenge against the EU quota regime using the procedures of the World Trade Organization ("WTO"). Ecuador, the world's largest exporter of bananas, joined these countries in filing a new WTO action in February 1996.
- In May 1997, a WTO arbitration panel issued its final report on the case against the banana quota regime and Framework Agreement that (a) found the licensing and quota systems under the EU quota regime and the Framework Agreement to violate numerous international trade obligations to the detriment of Latin American supplying countries and U.S. marketing firms such as Chiquita and (b) recommended that the WTO request the EU to conform its import regime for bananas with these obligations.
- In June 1997, the EU appealed the WTO report. In September 1997, the WTO Appellate Body upheld the panel's report and the full WTO body later adopted both the panel and Appellate Body reports.
- Although the EU indicated that it would "honor its international obligations," in December 1997, the governments challenging the EU quota regime requested a WTO arbitrator to determine the "reasonable" period of time for implementation by the EU of the WTO report findings. In January 1998, the arbitrator ruled that the EU must fully implement banana policies consistent with the WTO report findings not later than December 31, 1998.
- In January 1998, the EU governing commission proposed a new quota and license regime for review and possible implementation by the EU. The five governments which filed the WTO complaint, joined by Panama which has recently become a WTO member and initiated its own challenge to the quota and Framework Agreement, have all indicated that they do not believe the current EU proposal complies with the WTO findings.

Confidential Treatment
Request by Chiquita Brands

Chiquita Brands International, Inc.

MANAGEMENT'S ANALYSIS OF OPERATIONS AND FINANCIAL CONDITION

If the EU fails to comply with the WTO rulings by the end of 1998, the WTO authorizes the injured governments to engage in retaliatory trade measures, such as tariffs or withdrawal of trade concessions, against the EU. However, there can be no assurance as to the results of the WTO proceedings, the nature and extent of actions that may be taken by the affected countries or the impact on the EU quota regime or the Framework Agreement.

Financial Condition

Cash flow from operations was \$67 million in 1997, \$123 million in 1996 and \$90 million in 1995. The decrease in 1997 operating cash flow compared to 1996 resulted primarily from the use of cash to fund a short-term increase in working capital and the payment in 1997 of prior year claims relating to earlier EU quota restructuring actions.

Capital expenditures were \$76 million in 1997, \$75 million in 1996 and \$65 million in 1995. The 1997 and 1996 capital expenditures include \$19 million and \$15 million, respectively, to rehabilitate banana farms and other assets damaged by storms in 1996. As a result of the Company's investment spending program for transportation system improvements and fresh fruit production capacity during the early 1990's, recurring capital expenditures (which exclude rehabilitation spending) have been less than depreciation and amortization for each of the past three years and have resulted in free cash flow exceeding the Company's results of operations by \$34 million to \$40 million per year.

In late 1997 and early 1998, the Company issued \$120 million of capital and preference stock and paid approximately \$37 million of cash to acquire the common stock and retire a portion of the outstanding debt of three vegetable canning companies. These acquisitions expand the Company's product lines and geographical coverage in its existing vegetable canning business.

In December 1996, Chiquita entered into a \$125 million senior unsecured revolving credit facility. This facility, which is available through January 2001, provides flexibility in funding seasonal working capital and has allowed the Company to maintain lower cash balances, enabling the Company to further reduce debt and interest costs. Accordingly, debt repayments of \$116 million were made in 1997. No amounts were drawn under this credit facility in 1997.

Chiquita has also strengthened its balance sheet, enhanced short-term liquidity and reduced overall borrowing costs over the past three years through the following achievements:

- In 1996, raised a total of \$255 million from public offerings of preferred shares and senior notes and used the proceeds to prepay subordinated debt, which carried effective interest rates of 11.5% to 12.1%, and high cost subsidiary debt.
- In December 1995, sold its remaining meat operations to Smithfield Foods, Inc. for approximately \$60 million, consisting of \$25 million in cash and approximately 1.1 million shares of Smithfield common stock which were sold for cash in 1996.

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Chiquita Brands International, Inc.

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MANAGEMENT'S ANALYSIS OF OPERATIONS AND FINANCIAL CONDITION

- Sold Numar Costa Rica in December 1995 for approximately \$50 million in cash and \$50 million in secured notes, which were collected in 1996.
- Sold older ships in 1995 for \$90 million in cash and used approximately \$50 million of the proceeds to prepay the related debt. In addition, the Company sold and leased back shipping containers in 1995 and 1994, generating proceeds of \$72 million and retiring approximately \$47 million of related 9.8% debt.
- Replaced \$153 million of ship loans in 1995 with loans having longer maturities totaling \$187 million and negotiated the extension of the maturities on another \$23 million ship loan.
- Used \$36 million of restricted cash to prepay related subsidiary debt in December 1995 and, in 1996, obtained the right to use \$40 million of previously restricted cash for general corporate purposes.

Hedging Activities

Chiquita's products are distributed in more than 50 countries. Its international sales are made primarily in U.S. dollars and major European currencies. The Company manages currency exchange risks from sales originating in currencies other than the dollar generally by exchanging local currencies for dollars immediately upon receipt, and by engaging from time to time in various hedging activities. Debt denominated in currencies of countries other than the U.S. serves as a hedge of the net investments in those countries. At December 31, 1997, the Company had foreign currency option contracts to ensure conversion of approximately \$400 million of foreign sales in 1998 at a rate not higher than 1.72 Deutsche marks per U.S. dollar or lower than 1.56 Deutsche marks per U.S. dollar. (See Note 8 to the Consolidated Financial Statements for additional discussion of the Company's hedging activities.)

Year 2000 Compliance

As has been widely reported, many computer systems process dates based on two digits for the year of a transaction and are unable to process dates in the year 2000 and beyond. In connection with its ongoing information system management efforts, Chiquita has previously replaced or modified a significant portion of its key financial information and operational systems that were not year 2000 compliant. Remaining financial and operational systems have been assessed, and detailed plans have been developed and are being implemented to make the necessary modifications to ensure year 2000 compliance. The financial impact of making the required system changes for year 2000 compliance are not expected to have a material effect on Chiquita's financial statements.

Chiquita Brands International, Inc.

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CONSOLIDATED STATEMENT OF INCOME

(In thousands, except per share amounts)	1997	1996	1995
Net sales	\$2,433,726	\$2,435,248	\$2,565,992
Operating expenses			
Cost of sales	1,935,870	1,947,888	1,958,063
Selling, general and administrative expenses	311,568	313,490	333,537
Depreciation	86,122	89,534	98,622
	<u>2,333,560</u>	<u>2,350,912</u>	<u>2,390,222</u>
Operating income	100,166	84,336	175,770
Interest income	16,540	28,276	28,157
Interest expense	(108,913)	(130,232)	(163,513)
Other income, net	750	892	1,455
Income (loss) from continuing operations before income taxes	8,543	(16,728)	41,869
Income taxes	(8,200)	(11,000)	(13,900)
Income (loss) from continuing operations	343	(27,728)	27,969
Discontinued operations	—	—	(11,197)
Income (loss) before extraordinary items	343	(27,728)	16,772
Extraordinary loss from debt refinancing	—	(22,838)	(7,560)
Net income (loss)	<u>\$ 343</u>	<u>\$ (50,566)</u>	<u>\$ 9,212</u>
Per common share—basic and diluted			
— Continuing operations	\$ (29)	\$ (72)	\$.37
— Discontinued operations	—	—	(.21)
— Extraordinary items	—	(.41)	(.14)
— Net income (loss)	<u>\$ (29)</u>	<u>\$ (1.13)</u>	<u>\$.02</u>

See Notes to Consolidated Financial Statements.

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Chiquita Brands International, Inc.

CONSOLIDATED BALANCE SHEET

(In thousands)	December 31,	
	1997	1996
ASSETS		
Current assets	\$ 125,702	\$ 285,558
Cash and equivalents		
Trade receivables, less allowances of \$10,683 and \$9,832, respectively	184,913	162,566
Other receivables, net	87,301	91,126
Inventories	349,948	275,177
Other current assets	35,602	29,884
<i>Total current assets</i>	783,466	844,311
Property, plant and equipment, net	1,151,396	1,139,677
Investments and other assets	301,173	319,149
Intangibles, net	165,578	163,797
<i>Total assets</i>	<u>\$ 2,401,613</u>	<u>\$ 2,466,934</u>
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities	\$ 59,659	\$ 78,107
Notes and loans payable	92,905	56,982
Long-term debt due within one year	205,323	193,875
Accounts payable	125,231	135,370
Accrued liabilities	483,118	464,334
<i>Total current liabilities</i>	689,080	704,763
Long-term debt of parent company	272,892	374,488
Long-term debt of subsidiaries	86,676	83,797
Accrued pension and other employee benefits	89,761	115,299
Other liabilities	1,621,527	1,742,681
<i>Total liabilities</i>		
Shareholders' equity	253,239	249,256
Preferred and preference stock		
Capital stock, \$.33 par value (61,168 and 55,841 shares outstanding, respectively)	20,389	18,614
Capital surplus	672,944	594,885
Accumulated deficit	(166,486)	(138,502)
<i>Total shareholders' equity</i>	780,086	724,253
<i>Total liabilities and shareholders' equity</i>	<u>\$ 2,401,613</u>	<u>\$ 2,466,934</u>

See Notes to Consolidated Financial Statements.

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Request by Chiquita Brands

Chiquita Brands International, Inc.

CONSOLIDATED STATEMENT OF SHAREHOLDERS' EQUITY

(In thousands)	Preferred and preference stock	Capital stock	Capital surplus	Accumulated deficit	Total shareholders' equity
Balance at December 31, 1994	\$ 190,639	\$ 16,434	\$ 505,800	\$ (68,064)	\$ 644,809
Share issuances					
Option exercises	—	110	3,249	—	3,359
Exchange of capital shares for preference stock	(52,270)	1,081	51,189	—	—
Other	—	553	17,659	—	18,212
Minimum pension liability adjustment	—	—	—	15,124	15,124
Net income	—	—	—	9,212	9,212
Dividends					
Capital stock	—	—	—	(10,236)	(10,236)
Preferred and preference stock	—	78	3,122	(11,473)	(8,273)
Balance at December 31, 1995	138,369	18,256	581,019	(65,437)	672,207
Share issuances					
Option exercises	—	182	5,097	—	5,279
Preferred stock	110,887	—	—	—	110,887
Other	—	176	-8,769	—	8,945
Net loss	—	—	—	(50,566)	(50,566)
Dividends					
Capital stock	—	—	—	(11,094)	(11,094)
Preferred stock	—	—	—	(11,405)	(11,405)
Balance at December 31, 1996	249,256	18,614	594,885	(138,502)	724,253
Share issuances					
Option exercises	—	170	6,045	—	6,215
Acquisition of vegetable canning businesses	3,983	1,528	67,258	—	72,769
Other	—	77	4,756	—	4,833
Net income	—	—	—	343	343
Dividends					
Capital stock	—	—	—	(11,395)	(11,395)
Preferred and preference stock	—	—	—	(16,932)	(16,932)
Balance at December 31, 1997	\$ 253,239	\$ 20,389	\$ 672,944	\$ (166,486)	\$ 780,086

See Notes to Consolidated Financial Statements.

Chiquita Brands International, Inc.

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CONSOLIDATED STATEMENT OF CASH FLOW

(In thousands)	1997	1996	1995
Cash provided (used) by:			
Operations			
Income (loss) from continuing operations	\$ 343	\$ (27,728)	\$ 27,969
Depreciation and amortization	91,588	96,455	104,581
Gain on sales of non-core assets	—	—	(32,100)
Write-downs of farms and cultivations	—	28,300	—
Changes in current assets and liabilities			
Receivables	(12,816)	10,644	16,194
Inventories	4,062	12,402	10,054
Other current assets	(3,776)	7,943	(4,722)
Accounts payable and accrued liabilities	(22,613)	(6,375)	(28,759)
Other	10,155	1,694	(2,906)
Cash flow from operations	66,943	123,335	90,311
Investing			
Capital expenditures	(76,248)	(74,641)	(64,640)
Acquisition of vegetable canning businesses	(14,819)	—	—
Long-term investments	(8,475)	(1,831)	(814)
Restricted cash deposits	—	39,520	35,510
Proceeds from sales of non-core assets	—	81,504	166,835
Other	(1,480)	10,321	(4,188)
Cash flow from investing	(101,022)	54,873	132,703
Financing			
Debt transactions			
Issuances of long-term debt	12,234	191,174	214,171
Repayments of long-term debt	(98,034)	(377,349)	(361,906)
Net repayments of notes and loans payable	(17,865)	(36,817)	(10,236)
Stock transactions			
Issuances of preferred stock	—	110,887	—
Issuances of capital stock	6,215	5,279	3,413
Dividends	(28,327)	(22,499)	(18,509)
Cash flow from financing	(125,777)	(129,325)	(173,067)
Discontinued operations	—	—	21,205
Increase (decrease) in cash and equivalents	(159,856)	48,883	71,152
Balance at beginning of year	285,558	236,675	165,523
Balance at end of year	\$ 125,702	\$ 285,558	\$ 236,675

See Notes to Consolidated Financial Statements.

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Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 1 - Summary of Significant Accounting Policies

American Financial Group, Inc. and its subsidiaries owned approximately 39% of the outstanding capital stock of Chiquita Brands International, Inc. ("Chiquita" or the "Company") as of December 31, 1997.

Consolidation The consolidated financial statements include the accounts of the Company and its majority-owned subsidiaries, other than the Meat Division which was sold in December 1995 and is accounted for as a discontinued operation (see Note 3). Unless otherwise indicated, the accompanying notes present amounts related only to continuing operations. Intercompany balances and transactions have been eliminated.

Investments representing minority interests are accounted for by the equity method when Chiquita has the ability to exercise significant influence in the investees' operations; otherwise, they are accounted for at cost. At December 31, 1997 and 1996, investments in food-related companies of \$86 million and \$72 million, respectively, were accounted for using the equity method. The excess of the carrying value over Chiquita's share of the fair value of the investees' net assets at the date of acquisition is being amortized over periods ranging from 10 to 40 years (\$16 million, net of accumulated amortization, at December 31, 1997).

Use of Estimates The financial statements have been prepared in conformity with generally accepted accounting principles, which require management to make estimates and assumptions that affect the amounts and disclosures reported in the financial statements and accompanying notes.

Cash and Equivalents Cash and equivalents include cash and highly liquid investments with a maturity when purchased of three months or less.

Inventories Inventories are valued at the lower of cost or market. Cost for growing crops and certain banana inventories is determined principally on the "last-in, first-out" (LIFO) basis. Cost for other inventory categories is determined principally on the "first-in, first-out" (FIFO) or average cost basis.

Property, Plant and Equipment Property, plant and equipment are stated at cost and, except for land, are depreciated on a straight-line basis over their estimated useful lives.

Intangibles Intangibles consist primarily of goodwill and trademarks which are amortized over not more than 40 years. Accumulated amortization was \$50 million and \$45 million at December 31, 1997 and 1996, respectively. The carrying value of intangibles is evaluated periodically in relation to the operating performance and future undiscounted cash flows of the underlying businesses.

Revenue Recognition Revenue is recognized on sales of products when the customer receives title to the goods, generally upon delivery.

Income Taxes Deferred income taxes are recognized at currently enacted tax rates for temporary differences between the financial reporting and income tax bases of assets and liabilities. Deferred taxes are not provided on the undistributed earnings of subsidiaries operating outside the U.S. that have been or are intended to be permanently reinvested.

Foreign Exchange Chiquita generally utilizes the U.S. dollar as its functional currency. Net foreign exchange gains (losses) of \$(7) million in 1997, \$1 million in 1996 and \$7 million in 1995 are included in income.

Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The Company enters into foreign currency option contracts and foreign exchange forward contracts to hedge transactions denominated in foreign currencies. These options and forward contracts are specifically designated as hedges and offset the losses or gains from currency risk associated with the hedged transactions. The Company does not enter into options or forward contracts for speculative purposes. Amounts paid for options and any gains realized thereon, as well as any gains or losses on forward contracts used to hedge firm commitments, are deferred until the hedged transaction occurs. Gains and losses on forward contracts used to hedge transactions where a firm commitment does not exist are included in income on a current basis.

Earnings Per Share In 1997, Chiquita adopted Statement of Financial Accounting Standards ("SFAS") No. 128 "Earnings per Share" and applied the new standard to all periods presented in these financial statements. Under SFAS No. 128, basic earnings per share is calculated on the basis of the weighted average number of shares of common stock outstanding during the year reduced by nonvested restricted stock. Diluted earnings per share also includes the dilutive effect, if any, of assumed conversion of preferred and preference stock and convertible debentures and of assumed exercise of stock options. The adoption of SFAS No. 128 had no effect on reported earnings per share amounts.

Other New Accounting Pronouncements In 1997, the Financial Accounting Standards Board issued SFAS No. 130 "Comprehensive Income" and SFAS No. 131 "Segment Information" and, in early 1998, issued SFAS No. 132 "Employers' Disclosures about Pensions and Other Postretirement Benefits." These new standards, which become effective in 1998, are presently under review by the Company. They are not expected to have a material effect on the Company's financial position or results of operations, although they may result in modification of future note disclosures.

Note 2 — Earnings Per Share

Basic and diluted earnings per share calculations are as follows:

(In thousands, except per share amounts)	1997	1996	1995
Income (loss) from continuing operations	\$ 343	\$ (27,728)	\$ 27,969
Dividends on preferred and preference stock	(16,949)	(11,955)	(8,266)
Income (loss) from continuing operations attributable to common shares	\$ (16,606)	\$ (39,683)	\$ 19,703
Weighted average common shares outstanding	57,185	55,450	53,647
Nonvested restricted shares	(160)	(255)	(407)
Shares used to calculate basic earnings per share	57,025	55,195	53,240
Assumed exercise of stock options	—	—	410
Shares used to calculate diluted earnings per share	57,025	55,195	53,650
Basic and diluted income (loss) from continuing operations per share	\$ (.29)	\$ (.72)	\$.37

Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The assumed conversions to common stock of preferred stock, preference stock, 7% convertible subordinated debentures and, for 1997 and 1996, the assumed exercise of outstanding stock options would have an anti-dilutive effect on diluted earnings per share and, therefore, have not been included in the computation. For additional information regarding the 7% convertible subordinated debentures, stock options and preferred and preference stock, see Notes 7, 10 and 11.

Note 3 — Acquisitions and Divestitures

During 1997, the Company acquired separately the Owatonna Canning group of companies and American Fine Foods, Inc., privately-owned companies engaged primarily in the vegetable canning business. In connection with these transactions, Chiquita issued capital stock valued at \$72 million (including \$3 million issued in 1998), preference stock valued at \$4 million, and paid \$19 million to retire debt of the acquired businesses. These transactions were accounted for as purchases and their results of operations since the dates of acquisition have been included in, but did not materially affect, Chiquita's consolidated financial statements. The assets of the acquired companies consist primarily of inventory and property, plant and equipment.

In January 1998, Chiquita acquired Stokely USA, Inc., a publicly-owned vegetable canning business. In connection with the acquisition, Chiquita issued \$11 million of capital stock in exchange for all outstanding Stokely shares and issued \$33 million of capital stock and paid \$18 million of cash to retire equal amounts of Stokely debt. After giving effect to these debt retirements, \$36 million of Stokely debt remained outstanding and was assumed by Chiquita as part of the acquisition. This transaction will be accounted for as a purchase.

The following unaudited pro forma information presents a summary of the consolidated results of operations of the Company as if the acquisitions of Owatonna Canning, AFF and Stokely had occurred on January 1, 1996:

(In thousands, except per share amounts) (Unaudited)	1997	1996
Net sales	\$2,707,000	\$2,736,000
Loss before extraordinary item	(1,300)	(33,000)
Net loss	(1,300)	(56,000)
Net loss per common share	(.29)	(1.07)

In December 1995, the Company sold its Meat Division to Smithfield Foods, Inc. for \$60 million, consisting of \$25 million in cash and 1.1 million shares of Smithfield common stock. These shares were sold for cash in 1996. Smithfield assumed all Meat Division liabilities, including pension obligations. "Discontinued operations" for 1995 consist of the following items relating to the Meat Division: write-off of minimum pension liability adjustment of \$15 million previously charged directly to shareholders' equity; income from operations of \$3 million; and a gain on sale of \$1 million. Meat Division net sales for 1995 were \$1.5 billion.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

During 1995, the Company took other actions as part of its ongoing program to improve shareholder value. These actions, which included sales of older ships, the sale of the Costa Rican operations of the Numar edible oils group, the shut-down of a portion of the Company's juice operations and the reconfiguration of banana production assets, resulted in a net gain of \$19 million. Proceeds consisted of \$167 million in cash and \$50 million of secured notes, which were collected in 1996.

Note 4 — Inventories

Inventories consist of the following:

(In thousands)	December 31,	
	1997	1996
Bananas and other fresh produce	\$ 36,035	\$ 34,557
Canned vegetables	128,824	57,652
Other food products	8,661	9,277
Growing crops	115,007	114,425
Materials and supplies	53,909	49,699
Other	7,512	9,567
	<u>\$ 349,948</u>	<u>\$ 275,177</u>

The carrying value of inventories valued by the LIFO method was \$124 million at December 31, 1997 and \$119 million at December 31, 1996. If inventories were stated at current costs, total inventory values would have been approximately \$45 million and \$33 million higher than reported at December 31, 1997 and 1996, respectively.

Note 5 — Property, Plant and Equipment

Property, plant and equipment consist of the following:

(In thousands)	December 31,		Weighted Average Depreciable Lives
	1997	1996	
Land	\$ 91,718	\$ 89,780	
Buildings and improvements	226,331	204,023	25 years
Machinery and equipment	436,761	398,972	12 years
Ships and containers	673,605	667,530	19 years
Cultivations	293,942	282,528	29 years
Other	78,946	72,700	20 years
	<u>1,801,303</u>	<u>1,715,533</u>	
Accumulated depreciation	<u>(649,907)</u>	<u>(575,856)</u>	
	<u>\$ 1,151,396</u>	<u>\$ 1,139,677</u>	

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Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 6 — Leases

Total rental expense consists of the following:

(In thousands)	1997	1996	1995
Gross rentals			
—ships and containers	\$ 79,746	\$ 60,911	\$ 94,829
—other	35,509	35,893	35,562
	115,255	96,804	130,391
Less sublease rentals	(14,359)	(11,094)	(17,310)
	\$ 100,896	\$ 85,710	\$ 113,081

Future minimum rental payments required under operating leases having initial or remaining non-cancelable lease terms in excess of one year at December 31, 1997 are as follows:

(In thousands)	Ships and containers	Other	Total
1998	\$ 31,912	\$ 19,175	\$ 51,087
1999	35,185	17,077	52,262
2000	30,649	13,327	43,976
2001	16,255	8,164	24,419
2002	16,416	7,019	23,435
Later years	32,117	13,174	45,291

Portions of the minimum rental payments for ships constitute reimbursement for ship operating costs paid by the lessor. Aggregate future minimum rental payments to be received from non-cancelable subleases at December 31, 1997, principally for office space and ships, total \$14 million.

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Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 7 — Debt

Long-term debt consists of the following:

(In thousands)	December 31,	
	1997	1996
Parent Company		
9¼% senior notes, due 2004	\$ 175,000	\$ 175,000
9¼% senior notes, due 2004	248,004	247,770
10¼% senior notes, due 2006	148,861	148,788
7% subordinated debentures, due 2001, convertible into capital stock at \$43 per share	117,215	133,205
Long-term debt of parent company	<u>\$ 689,080</u>	<u>\$ 704,763</u>
Subsidiaries		
Loans secured by ships and containers, due in installments from 1998 to 2009 — average interest rate of 8.6%	\$ 242,463	\$ 269,522
Caribbean Basin Projects Financing Authority (CBI Industrial Revenue Bonds 1993 Series A) loan, due 1998 — variable interest rate of 4.6% (4.5% in 1996)	38,000	38,000
Overseas Private Investment Corporation loan, prepaid in January 1998 — variable interest rate of 8.0% (8.3% in 1996)	11,126	13,406
Foreign currency loans maturing through 2008 — average interest rate of 8% (14% in 1996)	10,478	19,969
Other loans maturing through 2012 — average interest rate of 9%	63,730	90,573
Less current maturities	(92,905)	(56,982)
Long-term debt of subsidiaries	<u>\$ 272,892</u>	<u>\$ 374,488</u>

The 7% subordinated debentures are callable at face value. The 10¼% senior notes are callable beginning in 2001 at a price of 105¼% of face value declining to face value in 2004. Certain of the covenants under the Company's senior note agreements contain restrictions on the payment of cash dividends. At December 31, 1997, approximately \$305 million was available for dividend payments under the most restrictive covenants.

As part of its ongoing program to strengthen its balance sheet and reduce interest costs, the Company completed the following transactions:

- In June 1996, the Company called its \$66 million outstanding 10¼% subordinated debentures for redemption at par, resulting in an extraordinary loss of \$6 million consisting primarily of a non-cash write-off of unamortized discount.
- In July 1996, the Company issued \$150 million principal amount of 10¼% senior notes due 2006. The proceeds from this offering, together with a portion of the proceeds from the sale of Series B preferred stock (see Note 11), were used to redeem the \$220 million outstanding 11¼% subordinated notes at a redemption premium of 5.7% of the principal amount. This prepayment resulted in an extraordinary loss of \$17 million.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

- During 1995, the Company replaced \$153 million of ship loans with loans having longer maturities totaling \$187 million, resulting in an extraordinary loss of \$5 million.
- In December 1995, the Company sold and leased back \$40 million of container equipment and used \$27 million of the sale proceeds to prepay related debt, resulting in an extraordinary loss of \$3 million.

At December 31, 1997, \$116 million of loans secured by ships had interest rates fixed at an average of 7.9% by the terms of the loans or by the operation of interest rate swap agreements (see Note 8). The overall effective interest rate on ship and container loans includes the amortization of deferred hedging losses from interest rate futures contracts.

Maturities on long-term debt during the next five years are:

(In thousands)	Parent Company	Subsidiaries	Total
1998	\$ —	\$ 92,905	\$ 92,905
1999	—	54,986	54,986
2000	—	40,162	40,162
2001	117,215	48,534	165,749
2002	—	32,526	32,526

The Company has a \$125 million senior unsecured revolving credit facility available through January 2001. Interest on borrowings under the facility is based on, at the Company's option, the bank corporate base rate, the federal funds effective rate or prevailing interbank Eurodollar offering rates. The credit facility contains covenants which require the Company to satisfy certain ratios related to net worth, debt-to-equity and interest coverage. An annual fee of up to 1/4% is payable on the unused portion of the facility. At December 31, 1997, no amounts were outstanding under the facility.

The Company maintains various other lines of credit with domestic and foreign banks for borrowing funds on a short-term basis. The average interest rate for all short-term notes and loans payable outstanding at December 31, 1997 was 7.5% (9.2% at December 31, 1996).

Cash payments relating to interest expense were \$104 million in 1997, \$126 million in 1996 and \$156 million in 1995.

Note 8 — Hedging Transactions

Chiquita has interest rate swap agreements maturing between 1998 and 2001 to fix the rate of interest on approximately \$36 million of its variable rate ship loans. The Company has currency and interest rate swap agreements maturing between 2004 and 2005 which have the effect of converting \$44 million of ship loans denominated in British pounds into U.S. dollar loans with variable interest rates that became fixed at 7.7% in 1997.

At December 31, 1997, the Company had option contracts which ensure conversion of approximately \$400 million of foreign sales in 1998 at a rate not higher than 1.72 Deutsche marks per U.S. dollar or lower than 1.56 Deutsche marks per U.S. dollar.

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Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The carrying values and estimated fair values of the Company's debt, associated interest rate agreements and foreign currency swap and option contracts are summarized below:

(In thousands)	December 31, 1997		December 31, 1996	
	Carrying value	Estimated fair value	Carrying value	Estimated fair value
Debt	\$(1,114,536)	\$(1,160,200)	\$(1,214,628)	\$(1,237,300)
Interest rate swap and cap agreements	—	(900)	288	(1,200)
Foreign currency swap agreements	—	6,200	—	7,900
Foreign currency option contracts	7,014	20,600	4,544	9,500

Fair values for the Company's publicly traded debt and foreign currency option contracts are based on quoted market prices. Fair value for other debt is estimated based on the current rates offered to the Company for debt of similar maturities. The fair values of interest rate and foreign currency swap agreements and interest rate cap agreements are estimated based on the cost to terminate the agreements.

The Company is exposed to credit loss in the event of nonperformance by counterparties on interest rate and foreign currency swap agreements. However, because the Company's hedging activities are transacted only with highly rated institutions, Chiquita does not anticipate nonperformance by any of these counterparties. The amount of any credit exposure is limited to unrealized gains on all such contracts.

Note 9 — Pension and Severance Benefits

The Company and its subsidiaries have several defined benefit and contribution pension plans covering approximately 5,000 domestic and foreign employees. Approximately 30,000 employees are covered by Central and South American severance plans. Pension plans covering eligible salaried employees and Central and South American severance plans for all employees call for benefits to be based upon years of service and compensation rates.

Pension and severance expense consists of the following:

(In thousands)	1997	1996	1995
Defined benefit and severance plans:			
Service cost — benefits earned during the period	\$ 5,388	\$ 5,650	\$ 5,664
Interest cost on projected benefit obligation	8,396	8,015	8,622
Actual return on plan assets	(2,176)	(2,320)	(2,505)
Net amortization and deferral	1,747	1,802	1,441
	13,355	13,147	13,222
Defined contribution plans	3,888	3,424	3,458
Total pension and severance expense	\$ 17,243	\$ 16,571	\$ 16,680

In accordance with local government regulations, the Company's severance and pension benefits in Central and South America are generally not funded until benefits are paid. The projected benefit obligations of these benefits in 1997 and 1996 were determined using discount rates of approximately 9 1/4%. The assumed long-term rate of compensation increase was 6% for both years.

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Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The projected benefit obligations of the Company's domestic pension plans were determined using assumed discount rates of approximately 7 1/4% in 1997 and 7 3/4% in 1996. The assumed long-term rate of compensation increase was 5 1/4% in 1997 and 1996 and the assumed long-term rates of return on plan assets were approximately 8 1/4% in 1997 and 9% in 1996. These pension plans are funded in accordance with the requirements of the Employee Retirement Income Security Act. Plan assets consist primarily of corporate debt securities, U.S. government and agency obligations and collective trust funds.

The funded status of the Company's domestic and foreign defined benefit pension and severance plans is as follows:

(In thousands)	Plans for which Assets Exceed Accumulated Benefits at December 31,		Plans for which Accumulated Benefits Exceed Assets at December 31,	
	1997	1996	1997	1996
Plan assets at fair market value	\$ 16,434	\$ 7,488	\$ 22,281	\$ 19,970
Present value of benefit obligations:				
Vested	11,023	5,228	75,872	74,421
Nonvested	169	30	949	1,003
Accumulated benefit obligation	11,192	5,258	76,821	75,424
Additional amounts related to projected pay increases	2,752	2,485	16,327	17,327
Projected benefit obligation	13,944	7,743	93,148	92,751
Projected benefit obligation in excess of plan assets.	2,490	(255)	(70,867)	(72,781)
Projected benefit obligation not yet recognized in the balance sheet:				
Net actuarial loss	954	962	19,162	17,401
Prior service cost	405	94	1,942	3,062
Obligation (asset) at transition, net of amortization	(26)	(33)	4,031	4,570
Adjustment required to recognize minimum liability	—	—	(8,808)	(7,706)
Net balance sheet asset (liability)	\$ 3,823	\$ 768	\$ (54,540)*	\$ (55,454)*

*Includes \$49 million in 1997 and \$51 million in 1996 relating to foreign pension and severance plans that are generally not required to be funded until benefits are paid.

The adjustment required to recognize the minimum pension liability is based on the excess of the accumulated benefit obligation over the fair market value of assets of Central and South American defined benefit pension and severance plans.

CBI-V1-001-005841

Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 10 — Stock Options

Under its non-qualified 1986 Stock Option and Incentive Plan, the Company may grant up to an aggregate of 15 million shares of capital stock in the form of stock options, stock appreciation rights and stock awards. Under this plan, options have been granted to directors, officers and other key employees to purchase shares of the Company's capital stock at the fair market value at the date of grant. The options vest over ten years and may be exercised over a period not in excess of 20 years.

A summary of the Company's stock option activity and related information follows:

(In thousands, except per share amounts)	1997		1996		1995	
	Shares	Weighted Average Exercise Price	Shares	Weighted Average Exercise Price	Shares	Weighted Average Exercise Price
Under option at						
beginning of year	6,893	\$ 13.09	5,993	\$ 12.71	5,214	\$ 12.53
Options granted	2,539	14.08	1,953	13.40	1,765	13.45
Options exercised	(509)	12.23	(546)	9.68	(332)	10.13
Options canceled or expired	(520)	13.15	(507)	13.41	(654)	14.55
Under option at end of year	8,403	\$ 13.44	6,893	\$ 13.09	5,993	\$ 12.71
Options exercisable at end of year	2,943	\$ 13.45	2,381	\$ 13.20	2,439	\$ 12.51
Shares available for future grant	2,536		4,811		6,365	

Options outstanding as of December 31, 1997 have exercise prices ranging from \$10.18 to \$34.44 and a weighted average remaining contractual life of 17 years. More than 95% of these options have exercise prices in the range of \$10.31 to \$16.13.

Under Accounting Principles Board Opinion No. 25 "Accounting for Stock Issued to Employees," because the exercise price of the Company's stock options equals the market price of the underlying stock on the date of grant, no compensation expense is recognized. SFAS No. 123 "Accounting for Stock-Based Compensation" requires disclosure of the estimated fair value of stock options granted after 1994 and pro forma financial information assuming compensation expense was recorded using these fair values.

The estimated weighted average fair value per option share granted would be \$6.34 for 1997, \$5.93 for 1996 and \$6.33 for 1995 using a Black-Scholes option pricing model with the following assumptions: weighted average risk-free interest rates of 6.5% for 1997, 5.8% for 1996 and 7.3% for 1995; dividend yield of 1.5%; volatility factor for the Company's common stock price of approximately 37%; and a weighted average expected life of eight years for options not forfeited.

The estimated pro forma compensation expense based on these option fair values would be approximately \$3 million (\$.05 per share) in 1997, \$2 million (\$.04 per share) in 1996 and \$1 million (\$.03 per share) in 1995. Because SFAS No. 123 applies only to options granted subsequent to 1994, the effect of applying this standard to current year pro forma information is not necessarily indicative of the effect in future years.

CBI-V1-001-005842

Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 11 — Shareholders' Equity

At December 31, 1997, 150 million shares of capital stock were authorized, including unissued shares reserved for the following purposes:

Issuance under stock option and employee benefit plans	15 million
Conversion of 7% subordinated debentures	3 million
Conversion of preferred and preference stock	26 million

During 1996 and 1995, Chiquita issued approximately 296,000 and 725,000 shares of capital stock in repayment of \$4 million and \$11 million of subsidiary debt, respectively. During 1997, in connection with vegetable canning acquisitions, the Company issued 4,585,210 shares of capital stock and 79,659 shares of new \$2.50 Convertible Preference Stock, Series C to the former owners. An additional 182,735 shares of capital stock and 4,712 shares of Series C preference stock were issued in 1998 as part of the final payment for these acquisitions. In January 1998, Chiquita issued 2,966,533 shares of capital stock in connection with the acquisition of Stokely USA, Inc. (see Note 3).

At December 31, 1997, three series of preferred and preference stock are outstanding, each share of which has a liquidation preference of \$50.00 and has an annual dividend rate and is convertible at the holder's option into a number of shares of Chiquita capital stock as follows:

	Shares outstanding	Annual dividend rate	Holders' conversion rate
\$2.875 Convertible Preferred Stock, Series A	2,875,000	\$ 2.875	2.6316
\$3.75 Convertible Preferred Stock, Series B	2,300,000	3.750	3.3333
\$2.50 Convertible Preference Stock, Series C	79,659	2.500	2.9220

Each Series A share is convertible at the Company's option (provided the market value of Chiquita capital stock exceeds \$24.70 per share) into 2.6316 shares of capital stock through February 2001 and thereafter into a number of shares of capital stock (not exceeding 10 shares) having a total market value of \$50.00.

Series B shares were issued in 1996 for aggregate net proceeds of \$111 million. Each of these shares is convertible at the Company's option beginning in September 1999 into a number of shares of capital stock (not exceeding 10 shares) having a total market value of \$51.50 (decreasing thereafter to \$50.00 if converted in or after September 2001).

Each Series C share is convertible at the Company's option beginning in July 2000 into a number of shares of capital stock (not exceeding 10 shares) having a total market value of \$51.50 (decreasing thereafter to \$50.00 if converted after June 2002).

The Series A and Series B shares are non-voting. The Series C shares have one vote per share, voting with the capital stock. In certain circumstances if the Company fails to pay quarterly dividends on Series A, B and C shares, the holders of such shares, voting as a class, have the right to elect two directors in addition to the regular directors. The Board of Directors has the authority to fix the terms of 4,825,000 additional shares of Non-Voting Cumulative Stock and 3,915,629 additional shares of Cumulative Preference Stock.

CBI-V1-001-005843

Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 12 — Income Taxes

Income taxes consist of the following:

(In thousands)	U.S. Federal	U.S. State	Foreign	Total
1997				
Current tax expense	\$ 375	\$ 1,125	\$ 6,076	\$ 7,576
Deferred tax expense	—	—	624	624
	<u>\$ 375</u>	<u>\$ 1,125</u>	<u>\$ 6,700</u>	<u>\$ 8,200</u>
1996				
Current tax expense	\$ 181	\$ 1,210	\$ 9,026	\$ 10,417
Deferred tax expense	—	—	583	583
	<u>\$ 181</u>	<u>\$ 1,210</u>	<u>\$ 9,609</u>	<u>\$ 11,000</u>
1995				
Current tax expense	\$ 1,218	\$ 1,011	\$ 12,657	\$ 14,886
Deferred tax benefit	—	—	(986)	(986)
	<u>\$ 1,218</u>	<u>\$ 1,011</u>	<u>\$ 11,671</u>	<u>\$ 13,900</u>

Income (loss) from continuing operations before income taxes consists of the following:

(In thousands)	1997	1996	1995
Subject to tax in:			
United States	\$ (39,211)	\$ (54,575)	\$ (17,735)
Foreign jurisdictions	47,754	37,847	59,604
	<u>\$ 8,543</u>	<u>\$ (16,728)</u>	<u>\$ 41,869</u>

Income tax expense differs from income taxes computed at the U.S. federal statutory rate for the following reasons:

(In thousands)	1997	1996	1995
Income tax expense (benefit) computed at			
U.S. federal statutory rate	\$ 2,990	\$ (5,855)	\$ 14,654
U.S. alternative minimum tax, net of credit	—	—	821
State income taxes, net of federal benefit	731	787	657
U.S. losses for which no tax benefit has been recognized	13,723	18,819	—
Foreign tax differential	(12,728)	(4,954)	10,595
Use of U.S. net operating loss carryforwards	—	—	(11,959)
Goodwill amortization	1,148	1,154	1,218
Other	2,336	1,049	(2,086)
Income tax expense	<u>\$ 8,200</u>	<u>\$ 11,000</u>	<u>\$ 13,900</u>

CBI-V1-001-005844

Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The components of deferred income taxes included on the balance sheet at December 31, 1997 and 1996 are as follows:

	1997	1996
(In thousands)		
Deferred tax benefits	\$ 27,813	\$ 28,223
Employee benefits	13,074	21,999
Accrued expenses	29,659	15,846
Other	70,546	66,068
	(4,329)	(6,513)
Valuation allowance	66,217	59,555
Deferred tax liabilities	(29,338)	(21,084)
Depreciation and amortization	(20,968)	(20,968)
Growing crops	(8,284)	(9,976)
Long-term debt	(9,344)	(9,390)
Other	(67,934)	(61,418)
	\$ (1,717)	\$ (1,863)
Net deferred tax liability		

Net deferred taxes do not reflect the benefit that would be available to the Company from the use of its U.S. operating loss carryforwards of \$265 million, capital loss carryforwards of \$38 million, alternative minimum tax credits of \$6 million and foreign tax credit carryforwards of \$4 million. The operating loss carryforwards expire from 2007 through 2012, the capital loss carryforwards expire in 2000 and the foreign tax credit carryforwards expire from 1998 through 2002. Undistributed earnings of foreign subsidiaries which have been, or are intended to be, permanently reinvested in operating assets, if remitted, are expected to result in little or no tax by operation of relevant statutes and the carryforward attributes described above. Cash payments for income taxes, net of refunds, were \$5 million in 1997, \$10 million in 1996 and \$14 million in 1995.

CBI-V1-001-005845

Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 13 — Geographic Area Information

The Company is a leading international marketer, producer and distributor of bananas and other quality fresh and processed food products. The Company's products are sold throughout the world and its principal production and processing operations are conducted in Central, South and North America. With the sale of its remaining Meat Division operations in December 1995, the Company's continuing operations constitute a single business segment.

Chiquita's earnings are heavily dependent upon products grown and purchased in Central and South America. These activities, a significant factor in the economies of the countries where Chiquita produces bananas and related products, are subject to the risks that are inherent in operating in such foreign countries, including government regulation, currency restrictions and other restraints, risk of expropriation and burdensome taxes. Certain of these operations are substantially dependent upon leases and other agreements with these governments.

The Company is also subject to a variety of governmental regulations in certain countries where it markets bananas and other products, including import quotas and tariffs, currency exchange controls and taxes.

Financial information by geographic area follows:

(In thousands)	1997	1996	1995
Net sales to unaffiliated customers			
North America	\$1,327,168	\$1,286,096	\$1,261,422
Central and South America	54,946	67,228	177,419
Europe and other international	1,051,612	1,081,924	1,127,151
Consolidated net sales	<u>\$2,433,726</u>	<u>\$2,435,248</u>	<u>\$2,565,992</u>
Operating income			
North America	\$ (27,804)	\$ 10,864	\$ 31,203
Central and South America	6,395	2,063	64,891
Europe and other international	134,566	84,519	93,102
Unallocated expenses	(12,991)	(13,110)	(13,426)
Consolidated operating income	<u>\$ 100,166</u>	<u>\$ 84,336</u>	<u>\$ 175,770</u>
Identifiable assets			
North America	\$ 602,968	\$ 445,105	\$ 439,385
Central and South America	749,259	742,415	835,851
Europe and other international	362,973	395,793	409,677
Shipping operations	516,483	545,267	575,761
Corporate assets	169,930	338,354	362,859
Consolidated assets	<u>\$2,401,613</u>	<u>\$2,466,934</u>	<u>\$2,623,533</u>

CBI-V1-001-005846

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Chiquita Brands International, Inc.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Net sales in the preceding table excludes intercompany sales of bananas from Central and South America to different geographic areas. These sales, which are eliminated in consolidation and are measured at cost under the method used for internal management financial reporting purposes, were approximately \$500 million in each of the last three years. Banana sales to unaffiliated customers in Central and South America and other intergeographic sales are not significant.

Operating income for 1996 includes write-offs and costs totaling \$70 million primarily resulting from flooding in Central America; certain strategic undertakings designed to achieve further long-term reductions in the delivered product cost of bananas; and certain claims relating to prior EU quota restructuring actions. These write-offs and costs reduced operating income by geographic area as follows: North America, \$27 million; Central and South America, \$1 million; and Europe and other international, \$42 million. In 1995, divestitures of certain operations and other actions had the effect of increasing (decreasing) operating income by geographic area as follows: North America, \$(9) million; Central and South America, \$37 million; Europe and other international, \$(9) million.

For purposes of reporting identifiable assets by geographic area, cash and equivalents and trademarks are included in corporate assets. Minority equity investments are included in the geographic area where their operations are located.

Note 14 — Litigation

A number of legal actions are pending against the Company. Based on information currently available to the Company and advice of counsel, management does not believe such litigation will, individually or in the aggregate, have a material adverse effect on the financial statements of the Company.

CBI-V1-001-005847

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Note 15 — Quarterly Financial Data (Unaudited)

The following quarterly financial data are unaudited, but in the opinion of management include all necessary adjustments for a fair presentation of the interim results, which are subject to significant seasonal variations.

1997

(In thousands, except per share amounts)

	March 31	June 30	Sept. 30	Dec. 31
Net sales	\$ 631,410	\$ 646,233	\$ 556,261	\$ 599,822
Cost of sales	(464,071)	(484,036)	(463,993)	(523,770)
Operating income (loss)	71,386	67,897	(5,376)	(33,741)
Net income (loss)	43,294	41,083	(28,015)	(56,019)
Diluted earnings (loss) per share	.60	.57	(.57)	(1.01)
Dividends per common share	.05	.05	.05	.05
Capital stock market price				
High	16.00	15.88	16.13	18.00
Low	12.75	13.75	13.94	15.50

1996

(In thousands, except per share amounts)

	March 31	June 30	Sept. 30	Dec. 31
Net sales	\$ 624,806	\$ 713,698	\$ 541,581	\$ 555,163
Cost of sales	(471,999)	(534,591)	(431,385)	(509,913)
Operating income (loss)	57,861	75,120	15,861	(64,506)
Income (loss) before extraordinary item	24,228	43,089	(7,585)	(87,460)
Extraordinary loss from debt refinancing	—	(5,556)	(17,282)	—
Net income (loss)	24,228	37,533	(24,867)	(87,460)
Diluted earnings (loss) per share				
- Before extraordinary items	.38	.68	(.20)	(1.65)
- Extraordinary items	—	(.09)	(.31)	—
- Net income (loss)	.38	.59	(.51)	(1.65)
Dividends per common share	.05	.05	.05	.05
Capital stock market price				
High	16.38	15.50	13.50	13.88
Low	12.63	13.00	11.50	11.50

Operating income for the quarter ended March 31, 1996 includes write-downs and costs of \$12 million resulting from industry-wide flooding in Costa Rica. Operating income for the quarter ended December 31, 1996 includes write-downs and costs of \$58 million resulting from industry-wide flooding in Guatemala and Honduras; certain strategic undertakings designed to achieve further long-term reductions in the delivered product cost of bananas; and certain claims relating to prior EU quota restructuring actions.

Per share results include the dilutive effect of assumed conversion of preferred stock and options into common stock during the period presented. The effects of assumed conversions are determined independently for each respective quarter and year and may not be dilutive during every period due to variations in operating results. Therefore, the sum of quarterly per share results will not necessarily equal the per share results for the full year.



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UNITED STATES

CBI-V1-001-005849

1CHQ6-001293

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Chiquita MIS Year 2000 Responsibilities

Vice President

ASST. V.P.

- Technical
Infrastructure

Director

- Chiquita Banana
Europe
- GWF
- Marthrop
- Year 2000
Compliance
Reporting

Director

- Diversified
Operations
- Asia / Pacific

Director

- Banana Sourcing
Divisions

Director

- Corporate
Administration
- Chiquita Banana
North America

Manager

- Diversified
Operations
- Asia / Pacific

Manager

- Banana Sourcing
Divisions

1CBQ6-001294

CBI-V1-001-005850

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Year 2000

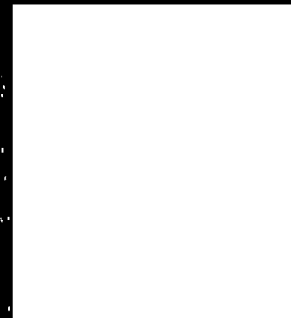
Agenda

I. Opening Remarks



II. Status

- Tropical Banana Operations
- Administration and Sales
- Diversified Operations and Asia/Pacific
- Technical Infrastructure



III. Discussion

CBI-V1-001-005851

1CHQ6-001295

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b7C

Confidential Treatment
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State of the Corporation - Year 2000

- Program of MIS improvement since 1988
- Worldwide standard financial system
- Year 2000 compliance policy
- Majority of compliance efforts on schedule
- Confirmed compliance status for over 254 hardware / software vendors and business partners
- Significant progress has been made; Year 2000 remains key corporate initiative

CBI-V1-001-005852

1CBQ6-001296

Confidential Treatment
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Completions Since 5/97

Area	Application/Component	Location
Tropical Banana Operations	General Ledger/Accounts Payable/Accounts Receivable/Work Order/840 Cost Reporting	Panama-Armuelles Panama-Bocas Colombia
	M&S	Costa Rica
	Production	Panama-Bocas
	Rate Quote	Chiquita Banana N.A.
Administration & Sales	Traffic Management	Chiquita Banana N.A.
	EDI Infrastructure	Chiquita Banana N.A.
	Sales Information System	Chiquita Banana N.A.

CBI-V1-001-005853

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CHYCHITA NCR



Completions Since 5/97

Area	Application/Component	Location
Administration & Sales (cont'd)	Taskman	Maritrop
	Strategic Material Cost	Maritrop
	Definity Part Catalog	Maritrop
	Global Cash Management	Chiquita Banana Europe
	Sprintmail	GWF
	NTC - Ship Manager	GWF
	UFT - Ship Itinerary	GWF
Cash Management	Treasury	

CBI-V1-001-005854

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CHITILITA NSN

Confidential Treatment
Request by Chiquita Brands



Completions Since 5/97

Area	Application/Component	Location
Diversified Operations	Financial Management	California Day Fresh Liberty Fruit Solar Aqua Farms PFI, Europe
	Payroll	American Produce Liberty Fruit Solar Aqua Farms Frupac, Chile Frupac, NA PFI, Europe
	Product Cost	California Day Fresh Liberty Fruit Solar Aqua Farms PFI, Europe

CBI-V1-001-005855

1CHQ6-001299

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CHIQUITA NSR

Confidential Treatment
Request by Chiquita Brands



Completions Since 5/97

Area	Application/Component	Location
Diversified Operations (cont'd)	Production	California Day Fresh Liberty Fruit Solar Aqua Farms PFI, Europe
	Sales Orders	Liberty Fruit Solar Aqua Farms PFI, Europe
	Purchasing	California Day Fresh Liberty Fruit Solar Aqua Farms
	Inventory	California Day Fresh Liberty Fruit Solar Aqua Farms

1CHQ6-001300

CBI-V1-001-005856

Confidential Treatment
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Completions Since 5/97

Area	Application/Component	Location
Asia/Pacific	Payroll	Australia
Technical Infrastructure	AS/400	Progressive Produce Belgium - CBC BV Belgium - GWF Italy - Chiquita Italia
	Voice Mail	CBII CBG CPG/PFI Costa Rica Costa Rica - CTO Australia

CBI-V1-001-005857

1CHQ6-001301

Confidential Treatment
Request by Chiquita Brands



Completions Since 5/97

Area	Application/Component	Location
Technical Infrastructure (cont'd)	LAN Servers	California Day Fresh Honduras Chile Theodoreis
	Telephone System	Australia

CBI-V1-001-005858

1CHQ6-001302

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Request by Chiquita Brands

Legend

 - Compliant

 - Normal

 - Watch

 - Focus

CBI-V1-001-005859

1CBQ6-001303

Confidential Treatment
Request by Chiquita Brands



Summary

 =Compliant

 =Normal

 =Watch

 =Focus

March 1998

- Tropical Banana Operations
- Administration and Sales
 - Chiquita Banana North America
 - Maritrop
 - Chiquita Banana Europe
 - Great White Fleet
 - Corporate Administration
- Diversified Operations
- Asia / Pacific
- Technical Infrastructure

CBI-V1-001-005860

1CHQ6-001304

CONFIDENTIAL

CONFIDENTIAL



Tropical Banana Operations

Normal

 Watch

=Focus

APPLICATION	COSTA RICA	GUATEMALA	HONDURAS	PANAMA-ARMU	PANAMA-BOCAS	COLOMBIA	ECUADOR	MEXICO
General Ledger	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>
Accounts Payable	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>
Accounts Receivable	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>
Work Order	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>
840 Cost Reporting	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>
Fixed Assets	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>
Payroll	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>
M&S	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>
Production	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>	<input checked="" type="radio"/>
Planned Completion	9/98	9/98	8/98	9/98	8/98	4/98	12/98	10/98

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Confidential Treatment
Request by Chiquita Brands



- ⊙ = Compliant
- = Normal
- ◐ = Watch
- = Focus

Chiquita Banana North America

	Application	Status	Planned Completion
STAR (Sales, Tracking, and Reporting Systems)	Allocations	⊙	
	Billing	⊙	
	Claims	⊙	
	Distribution	⊙	
	Inventory	⊙	
	Order Processing	⊙	
	Sales Position	⊙	
	Shipping	⊙	
	Transportation	⊙	
	What-if	⊙	
	Corporate Customer Master	⊙	

CBI-V1-001-005862

1CHQ6-001306

Confidential Treatment
Request by Chiquita Brands



Chiquita Banana North America

- ⊙ = Compliant
- = Normal
- ◐ = Watch
- = Focus

Application	Status	Planned Completion
CODA Financials	⊙	
Equipment Lease & Tracking	⊙	5/98
Equipment Maintenance System	⊙	8/98
Brokerage	⊙	6/98
Prophesy	⊙	
Rate Quote	⊙	
Vlden	⊙	5/98

CBI-V1-001-005863

1CHQ6-001307

- ⊙ = Compliant
- ◐ = Normal
- ◑ = Watch
- = Focus

Chiquita Banana North America





Confidential Treatment
Request by Chiquita Brands



Application	Status	Planned Completion
In-Transit Inventory	⊙	
Traffic Management	⊙	
EDI Infrastructure	⊙	
Retail Quality Audit	⊙	
Green Quality Audit	⊙	
Sales Information System	⊙	
Route Settlement	⊙	6/98
Financial/Management Reporting	⊙	

CBI-V1-001-005864








1CHQ6-001308

-  = Compliant
-  = Normal
-  = Watch
-  = Focus

Maritrop

Confidential Treatment
Request by Chiquita Brands



Application	Status	Planned Completion
Purchasing		4/08
Taskman		
Strategic Material Cost		
Definity Part Catalog		
Roll Stock Inventory		9/08
Discrepancy Log		6/08
Budget System		6/08

CBI-V1-001-005865

1CHQ6-001309

000025755

CHIQUITA NSD

- ⊙ = Compliant
- ⊙ = Normal
- ⊙ = Watch
- = Focus

Confidential Treatment
Request by Chiquita Brands

Chiquita Banana Europe



Application	Status	Planned Completion
CODA Financials	⊙	
European Invoicing	⊙	
Commitment System	⊙	
Financial / Mgmt Reporting	⊙	
Sales Analysis	⊙	
Quote to Net	⊙	
Trade Mgmt System	⊙	
Field Office Systems	⊙	

CBI-V1-001-005866

1CBQ6-001310

CHQUITA NSD 000025756

Confidential Treatment
Request by Chiquita Brands



- = Compliant
- = Normal
- = Watch
- = Focus

Chiquita Banana Europe

Application	Status	Planned Completion
Global Cash Management	●	
ABC Quality	●	
Retail Quality Monitoring	●	
Ad hoc (Ripener)	●	
Brulgom & Vissers (Ripener)	●	11/98
Menou Financials (Ripener)	●	11/98
Spiera (Ripener)	●	3/98
Dunand Distribution	●	3/98
Ripening Process Control Systems	●	

CBI-V1-001-005867

1CBQ6-001311

● = Compliant

● = Normal

● = Watch

● = Focus

Confidential Treatment
Request by Chiquita Brands

Great White Fleet







Application	Status	Planned Completion
Container Control	●	
Record Retention	●	
Voyage Management System	●	
Port Arrival	●	
Sprinkler	●	
NTC-Ship Manager	●	
LIFT-Ship Inventory	●	
Ship Navigation Systems	●	

CBI-VI-001-005868

6/98












1CHQ6-001312

-  = Compliant
-  = Normal
-  = Watch
-  = Focus

Confidential Treatment
Request by Chiquita Brands







Corporate Administration

	Application	Status	Planned Completion
Human Resources	Applicant Tracking		6/98
	Chiquita Flex		
	Deferred Compensation		
	HRIS		
	IES/RES		
	M.I.P.		
	Total Compensation		
Legal	Trop. Retirement		
	SEC Filing		
	Stock Options		
	Secretariat/Viewer		

GBI-V1-001-005869

1CHQ6-001313












CHIQUITA NSD 000025759

-  = Compliant
-  = Normal
-  = Watch
-  = Focus

Confidential Treatment
Request by Chiquita Brands







Corporate Administration

	Application	Status	Planned Completion
Audit	Audit Scheduling		
Controller	CODA Financials		
	Corporate Consolidations		3/98
	Payroll		11/98
	Financial Mgmt. Reporting		
	Fixed Assets		
Tax	Tax Dimensions		
	CorpTax		
Treasury	Cash Management		
	Pyramid Risk		
	Trade Monitoring		6/98

CBI-V1-001-005870

1CHQ6-001314
































































-  = Compliant
-  = Normal
-  = Watch
-  = Focus

Confidential Treatment
Request by Chiquita Brands



Diversified Operations

AMERICAN PRODUCE
CALIFORNIA DAY FRESH
CPG
CANNING COMPANIES
LIBERTY FRUIT
INDIAN RIVER
PROGRESSIVE
SOLAR AQUA

APPLICATION	DIVERSIFIED COMPANIES - DOMESTIC							
Financial Management								
Payroll								
Product Cost								
Production								
Sales Orders								
Purchasing								
Inventory								
Farm Management								
PLANNED COMPLETION	6/98	5/99	12/98					

CBI-V1-001-005871

1CHQ6-001315

CHIQUITA NSD 000025761

Confidential Treatment
Request by Chiquita Brands







Friday Canning

- Canning company acquisitions finalized January 1998
- Most non-compliant systems to be replaced by an enterprise solution at all four companies by May 1999
- Short-term alternative being implemented to standardize payroll for all 24 processing plants

CBI-V1-001-005872

1CHQ6-001316













































-  = Compliant
-  = Normal
-  = Watch
-  = Focus

Confidential Treatment
Request by Chiquita Brands



Diversified Operations

FRUPAC, CHILE
FRUPAC, NA
JAREMAR
PFI, EUROPE
PFI, NA
PFI, PRODUCTION

APPLICATION	DIVERSIFIED COMPANIES - INTERNATIONAL					
Financial Management						
Payroll						
Product Cost						
Production						
Sales Orders						
Purchasing						
Inventory						
Farm Management						
PLANNED COMPLETION	12/98	09/98	12/98			10/98

CBI-V1-001-005873

1CHQ6-001317

● = Compliant

● = Normal

● = Watch

● = Focus

Asia / Pacific

Confidential Treatment
Request by Chiquita Brands



AUSTRALIA

CFJ JAPAN

UBJ JAPAN

APPLICATION

Financial Management



Payroll



Product Cost



Sales Orders



Purchasing



Inventory



PLANNED COMPLETION 05/88 04/88 03/89

CBI-V1-001-005874

1CBQ6-001318

Confidential Treatment
Request by Chiquita Brands



Technical Infrastructure

- = Compliant
- = Normal
- = Watch
- = Focus

CBII
CBG
CPG/PFI
FRIDAY CANNING
FRUPAC
BANANA SUPPLY
CALIFORNIA DAY FRESH
AMERICAN PRODUCE
PROGRESSIVE PRODUCE
SOLAR AQUA FARMS
THEODORE DIS

COMPONENT	NORTH AMERICA										
Mainframe											
AS/400											
Voice Mail											
Telephone System											
Satellite Links											
Trans-Atlantic Routers											
LAN Servers											
PCs											

CBJ-V1-001-005875

1CRQ6-001319

000025765

CHIKUITA NSD

Confidential Treatment
Request by Chiquita Brands

Technical Infrastructure



- =Compliant
- =Normal
- =Watch
- =Focus

COSTA RICA
COSTA RICA - CTO
COLOMBIA
GUATEMALA
GUATEMALA - MEXICO
HONDURAS
PANAMA (BOTH)
ECUADOR
CHILE

COMPONENT	TROPICS								
AR/400									
Microwave & Radio									
Voice Mail									
Telephone System									
Satellite Routers									
Hand Held Data Capture									
LAN Servers									
PCs									
RS 6000									

CBI-V1-001-005876

1CHQ6-001320

CHIQUITA NSD 000025766

Technical Infrastructure



Confidential Treatment
Request by Chiquita Brands

- = Compliant
- = Normal
- = Watch
- = Focus

BELGIUM - CBC BV
BELGIUM - GWF
BELGIUM - SPIERS
BELGIUM - AD HOC
HOLLAND - BRUGOM & VISSERS
ITALY - CBC BV
GENEVA - CBC BV
FRANCE - DUNAND
GERMANY - COLOGNE
SPAIN - MENEU

COMPONENT	EUROPE									
Mainframe										
AB/400										
Voice Mail										
Telephone System										
Satellite Links										
Trans-Atlantic Routers										
LAN Servers										
PCs										

CBI-V1-001-005877

* NOTE Geneva office closed August 97

1CHQ6-001321

Confidential Treatment
Request by Chiquita Brands



Technical Infrastructure

- = Compliant
- = Normal
- = Watch
- = Focus

AUSTRALIA

CFJ JAPAN

UBJ JAPAN

COMPONENT	ASIA / PACIFIC		
ASI/400			
Radio Technology			
Voice Mail			
Telephone System			
Satellite Links			
LAN Servers			
PCs			

CBI-V1-001-005878

1CHQ6-001322

000025768

CHIKUITA NSD

Confidential Treatment
Request by Chiquita Brands



Final Compliance

- American Produce Company
- Chiquita Banana Group (Corporate)
- Chiquita Banana Group (Tropical Accounting)
- Chiquita Banana Company BV
- Chiquita Italia
- Chiquita International Limited
- Consumer Packaged Goods
- Internal Audit (Corporate)
- Legal (Corporate)
- Liberty Fruit & Produce Company
- Packers of Indian River
- Processed Fruit Ingredients (Sales & Administration)
- Solar Aqua Farms
- Theodoredis

CBI-V1-001-005879

1CHQ6-001323

COLOMBIA

Country Summary

Chiquita has two operating divisions in Colombia, Turbo and Santa Marta, named for the geographical area in which they are located. Chiquita only has banana operations in Colombia.

In the area of Turbo, Chiquita owns 4,000 hectares of banana farms in the name of Agrícola El Retiro, S.A. The production from these farms, as well as fruit purchased from independent growers, is exported by C.I. Bananos de Exportación BANADEX, S.A., Chiquita's principal operating subsidiary in Colombia. BANADEX owns a wharf/loading facility in the Gulf of Urabá, located near the Turbo farms. BANADEX' offices are located in Medellín, Colombia.

In the area of Santa Marta, Chiquita owns 1,200 hectares of banana farms, 4,400 hectares of raw land, and manages an additional 450 hectares under joint ventures in which Chiquita is a 50% owner. The production from these farms, as well as fruit purchased from independent growers, is exported by BANADEX.

Active Companies

Corporate Name	Place of Incorporation	Principal Business	Current Status	Date Acquired/ Incorporated
Agrícola El Retiro, S.A.	Colombia	Owens approximately 4,000 hectares of banana farms in Turbo, Colombia.	Active	1/11/89
Bananera Agrícola de Guacamayal S.A.	Colombia	Owens 300 hectares of banana farms under a Joint Venture 50% owned by Chiquita.	Active	9/30/90
C.I. Bananos de Exportación S.A.	Colombia	Banana exporter and technical service company. Owns wharf/loading operation in Turbo, Colombia.	Active	3/9/89



**Chiquita
Brands
International**

MEMORANDUM

TO: All Management
Chiquita Brands International, Inc. and
Subsidiary and Affiliated Companies

FROM: Terri Suter

DATE: September 15, 1996

SUBJECT: U. S. Foreign Corrupt Practices Act
THIRD QUARTER REPORT - 1996

b6
b7C

Your quarterly report for the third quarter of 1996 (July 1, 1996 - September 30, 1996) in connection with the Foreign Corrupt Practices Act must be received no later than OCTOBER 15, 1996. Attached for your convenience is a form of the statement on which your report should be made. Please note that while you are requested to address your report to [redacted] Vice President, General Counsel and Secretary please send the report directly to me (25th floor, Chiquita Center) as soon as possible.

Please feel free to contact [redacted] (ext. 8144) if you have any questions about your reporting requirements or if you have any questions about reporting on matters which you think are or may be sensitive.

If you have any questions about the form or a problem submitting your report, please call [redacted] (ext. 6339).

Again, as a result of reporting requirements it is imperative that your return report be RECEIVED on or before OCTOBER 15, 1996. If there is a problem with mail or express delivery that will cause your report to be received after that date please FAX the completed report to (513) 784-6691 and follow up by mailing the original. Thank you.

memo

SEC-12/14/1999-000001

CBI-V1-001-005900

Confidential Treatment
Request by Chiquita Brands

Appendix^{b6}
b7C

TO:
Vice President, General Counsel and Secretary
Chiquita Brands International, Inc.
250 East Fifth Street
Cincinnati, Ohio 45202

RE: FOREIGN CORRUPT PRACTICES ACT COMPLIANCE

Please be advised of the following:

- I. I have read and understand the letter sent to me by the Office of the General Counsel re: U.S. Foreign Corrupt Practices Act, S.E.C. Consent Decree and the Statement of Policies and Procedures.
- II. I have been given the opportunity to ask any questions regarding the Foreign Corrupt Practices Act, the S.E.C. Consent Decree and the Board Policy (the "Law"). I understand the nature of the payments and contributions that I need to report on a quarterly basis in order to be in compliance with Company policy and the Law. I also understand the requirements of Company policy and the Law for accurate books and records.
- III. Except for any payments detailed in Section V. of this form, by my signature below I confirm the following:
 - A. I have not made, for or on behalf of the Company or any of its subsidiaries or affiliates, either directly or indirectly, any payment, contribution, donation, bartering transaction, gift or any other transfer of anything of value, whether by cash, check or otherwise, to or for the benefit of:
 1. Any candidate or political party.
 2. Any government official or employee of any government.
 3. Any government official or employee of any entity owned or controlled by a foreign government.
 4. Any private person or firm with knowledge or reason to know that such payment will be offered, given or promised, directly or indirectly to a person described in Section III. A. 1, 2 or 3 above.
 - B. I have not caused to be made any payment, contribution, donation, bartering transaction, gift or other transfer of anything of value, whether by cash, check or otherwise, described in Section III. A. 1, 2, 3 or 4 above.
 - C. I am not aware of any payment, contribution, donation, bartering transaction, gift or other transfer of anything of value, whether by cash, check or otherwise, described in Section III. A. 1, 2, 3 or 4 above.
- IV. Except for any inaccurate books, records and accounts detailed in Section VI of this form, by my signature below I confirm that I am not aware of any instances in which the Company's books, records and accounts are inaccurate.

SEC-12/14/1999-000002

CBI-V1-001-005901

<u>Recipient's Name</u>	<u>Recipient's Position</u>	<u>Purpose of Payment</u>	<u>Amount of Payment in Local Currency</u>	<u>Method of Payment</u>	<u>Date of Payment</u>
-------------------------	-----------------------------	---------------------------	--------------------------------------------	--------------------------	------------------------

VL _____ I am aware of the following instances in which the Company's books, records and accounts are inaccurate.

Signature: _____

Print Name: _____

Title: _____

Company: _____

Period Covered

(Circle appropriate period)

January 1 - March 31, 1996

April 1 - June 30, 1996

July 1 - September 30, 1996

October 1 - December 31, 1996

Please contact me to discuss my reporting requirements under the Foreign Corrupt Practices Act. (Optional)

SEC-12/14/1999-000003

CBI-V1-001-005902

TOTAL P.07



MEMORANDUM

Confidential Treatment
Request by Chiquita Brandsb6
b7C

TO: All Management
Chiquita Brands International, Inc. and
Subsidiary and Affiliated Companies

FROM: [REDACTED]

DATE: March 15, 1997

SUBJECT: U. S. Foreign Corrupt Practices Act -
FIRST QUARTER REPORT - 1997

Your quarterly report for the first quarter of 1997 (January 1, 1997 - March 31, 1997) in connection with the Foreign Corrupt Practices Act must be received no later than APRIL 15, 1997. Attached for your convenience is a form of the statement on which your report should be made. Please note that while you are requested to address your report to [REDACTED] Vice President, General Counsel and Secretary please send the report directly to me (25th floor, Chiquita Center) as soon as possible.

Please feel free to contact [REDACTED] ext. 8144) if you have any questions about your reporting requirements or if you have any questions about reporting on matters which you think are or may be sensitive.

If you have any questions about the form or a problem submitting your report, please call [REDACTED] ext. 6339).

Again, as a result of reporting requirements it is imperative that your return report be RECEIVED on or before APRIL 15, 1997. If there is a problem with mail or express delivery that will cause your report to be received after that date please FAX the completed report to (513) 784-6691 and follow up by mailing the original. Thank you.



memo

SEC-12/14/1999-000004

CBI-V1-001-005903

P.04/87

Confidential Treatment
Request by Chiquita Brands

V. _____ I am aware of the following payment(s), contribution(s), donation(s), barter transaction(s), gift(s), or other transfer(s) of anything of value described in Section III. A. 1, 2, 3, and 4.

<u>Recipient's Name</u>	<u>Recipient's Position</u>	<u>Purpose of Payment</u>	<u>Amount of Payment in Local Currency</u>	<u>Method of Payment</u>	<u>Date of of Payment</u>
-----------------------------	---------------------------------	-------------------------------	----------------------------------------------------	------------------------------	-------------------------------

VI. _____ I am aware of the following instances in which the Company's books, records and accounts are inaccurate.

Signature: _____

Period Covered

(Circle appropriate period)

Print Name: _____

January 1 - March 31, 1997

Title: _____

April 1 - June 30, 1997

Company: _____

July 1 - September 30, 1997

October 1 - December 31, 1997

_____ Please contact me to discuss my reporting requirements under the Foreign Corrupt Practices Act. (Optional)

SEC-12/14/1999-000006

CBI-V1-001-005904

CHIQUITA MSD

000025704



513 784 4011

F-17A LONG-TERM DEBT MATURITY SCHEDULE

0733 12/94

Confidential Treatment
Request by Chiquita Brands

P.004

C.I. BANADEX S.A.

C.F.S./BANADEX-

: 1-24-95 : 16:42 :

ENVIO: 331 89 42

LOAN NO	1994	1995	1996	1997	1998	1999	2000	2001	2002
1	X								
2		X							
3			X						
4			X						
5				X					
6									X
7									X
8				X					
9		X							
10			X						
11				X					
12		X							
13			X	X					
14									
15	X								
16		X							
17		X							
18		X							
TOTAL									

2CHQ3-000021

JAN-24-1995 17:43

3319942

CBI-V1-001-005908

000025798

CHIQUITA NSD

b6
b7c

Confidential Treatment
Request by Chiquita Brands

NO: 331 89 42

F-24 PAYMENTS TO CONSULTANTS
(THOUSANDS OF DOLLARS)
12034 (M/R) PRINTED IN U.S.A.

COMPANY NAME

C.I. BANADEX S.A.

CD. NO	MO / Y / AN
0733	12/94

JAN-24-1995 10:33

3319942

CBI-V1-001-005909

P. 022

NAME OF FIRM OR INDIVIDUAL	PROJECT DESCRIPTION	AUTHORIZATION	DATE OF APPROVAL	AMOUNT		
				TOTAL COMMITMENT	ACTUAL YEAR TO DATE	ACTUAL AMT. TO DATE
	ASESORIA GENERAL GERENCIAS		JULY 27/94	4.500 BY MONTH	31.500	
TOTAL						

2CHQ3-000022

1-24-85 : 8:32 : C.F.S./BANADEX- 513 784 4011:22

COLECCION DE VOUCHERS

Confidential Treatment
Request by Chiquita Brands

SENT BY:

1-13-95 : 9:18 : FRUTERA DE SEVILLA

513 784 4011:224

JAN-13-1995 10:17

2708811

CBI-V1-001-005910

P.024

P-6 MOVEMENT OF ACCUMULATED DEPRECIATION

DATA CONTROL						
COMPANY NAME C.I. BANADEX S.A.			SYSTEM	MONTH/YEAR TYPE DIC/94		
ACCOUNT DESCRIPTION	BALANCE AT BEGINNING OF YEAR (A)	DEPRECIATION EXPENSE	RETIREMENTS AND SALES	TRANSFERS FROM (TO) OTHER SUBSIDIARIES	RECLASS AND OTHERS	BALANCE AT END OF PERIOD
AT COST:						
LAND	18A0010	18B0010	18C0010	18D0010	18E0010	00R1010
BUILDING & IMPROVEMENTS	18A0020	18B0020	18C0020	18D0020	18E0020	00R1020
	388,794	428,818			13,275	838,797
CULTIVATIONS	18A0030	18B0030	18C0030	18D0030	18E0030	00R1030
MACHINERY & EQUIPMENT	18A0040	18B0040	18C0040	18D0040	18E0040	00R1040
	840,428	236,287		97,718	18,985	1,002,428
SHIPS	18A0050	18B0050	18C0050	18D0050	18E0050	00R1050
OTHER	18A0060	18B0060	18C0060	18D0060	18E0060	00R1060
	897,289	458,282				998,100
TOTAL AT COST	00A1000	00B1000	00C1000	00D1000	00E1000	00R1000
	1,733,001	1,181,807		97,718	18,280	3,848,400
CAPITALIZED LEASES						
LAND	18F0010	18G0010	18H0010	18I0010	18J0010	00S1010
BUILDING & IMPROVEMENTS	18F0020	18G0020	18H0020	18I0020	18J0020	00S1020
CULTIVATIONS	18F0030	18G0030	18H0030	18I0030	18J0030	00S1030
MACHINERY & EQUIPMENT	18F0040	18G0040	18H0040	18I0040	18J0040	00S1040
SHIPS	18F0050	18G0050	18H0050	18I0050	18J0050	00S1050
OTHER	18F0060	18G0060	18H0060	18I0060	18J0060	00S1060
TOTAL CAPITALIZED LEASES	00F1000	00G1000	00H1000	00I1000	00J1000	00S1000
GRAND TOTAL	00T1001	18A0010	18A0010	18A0010	18A0010	18A0010

2CHQ3-000023

Confidential Treatment
Request by Chiquita Brands

WEEK CAPITALIZED INTEREST

P.003

CD. NO.	MO/YEAR
0733	12/94

CATEGORY OF FIXED ASSETS	FIRST MONTH OF QUARTER	SECOND MONTH OF QUARTER	THIRD MONTH OF QUARTER	TOTAL FOR THE QUARTER	CUMULATIVE YEAR TO DATE CAPITALIZED INTEREST
Buildings & Improvements	NTR				
Cultivations	NTR				
Machinery & Equipment	NTR				
Ships	NTR				
Other					
TOTALS					

1188022

65:60 5661-21-NR

2CHQ3-000024

CBI-V1-001-005911

Confidential Treatment
Request by Chiquita Brands

BY:

DATA CONTROL	
SYSTEM	MONTH/YEAR
8733	DIC/84 TYPE

10:14

2708311

ACCOUNT DESCRIPTION	BALANCE AT BEGINNING OF YEAR (A)	PURCHASES	RETIREMENTS AND SALES	TRANSFERS FROM (TO) OTHER SUBSIDIARIES	RECLASS AND OTHERS	BALANCE AT END OF PERIOD
AT COST:						
LAND	15A0010	15B0010	15C0010	15D0010	15E0010	00R1510
	133,344					133,344
BUILDING & IMPROVEMENTS	15A0020	15B0020	15C0020	15D0020	15E0020	00R1520
	8,451,837	19,517	(231)			8,470,223
CULTIVATIONS	15A0030	15B0030	15C0030	15D0030	15E0030	00R1530
MACHINERY & EQUIPMENT	15A0040	15B0040	15C0040	15D0040	15E0040	00R1540
	3,746,372	86,258	(253,791)	123,488	0	3,661,208
SHIPS	15A0050	15B0050	15C0050	15D0050	15E0050	00R1550
OTHER	15A0090	15B0090	15C0090	15D0090	15E0090	00R1590
	5,365,873	29,416				5,400,000
TOTAL AT COST	00A1000	00B1500	00C1500	00D1500	00E1500	00R1500
	17,744,427	106,180	(254,022)	123,488		17,720,063

CAPITALIZED LEASES						
LAND	15F0010	15G0010	15H0010	15I0010	15J0010	00S1010
BUILDING & IMPROVEMENTS	15F0020	15G0020	15H0020	15I0020	15J0020	00S1020
CULTIVATIONS	15F0030	15G0030	15H0030	15I0030	15J0030	00S1030
MACHINERY & EQUIPMENT	15F0040	15G0040	15H0040	15I0040	15J0040	00S1040
SHIPS	15F0050	15G0050	15H0050	15I0050	15J0050	00S1050
OTHER	15F0090	15G0090	15H0090	15I0090	15J0090	00S1090
TOTAL CAPITALIZED LEASES	00F1000	00G1500	00H1500	00I1500	00J1500	00S1500
GRAND TOTAL	00T1501	15A0010	15B0010	15C0010	15D0010	15E0010

1-13-85 : 9:12 : FRUTERA DE SEVILLA

513 784 401:420

2CHQ3-000025

CBI-V1-001-005912

Confidential Treatment
Request by Chiquita Brands

C.I. BANADEX S.A.

DATA CONTROL

SYSTEM	MONTH/YEAR TYPE
	DICM

ACCOUNT DESCRIPTION	BALANCE AT BEGINNING OF YEAR (A)	DEPRECIATION EXPENSE	RETIREMENTS AND SALES	TRANSFERS FROM (TO) OTHER SUBSIDIARIES	RECLASS AND OTHERS	BALANCE AT END OF PERIOD
AT COST:						
LAND	18A0018	18B0018	18C0018	18D0018	18E0018	00F0018
BUILDING & IMPROVEMENTS	18A0028	18B0028	18C0028	18D0028	18E0028	00F0028
	385,704	420,818			13,278	838,797
CULTIVATIONS	18A0038	18B0038	18C0038	18D0038	18E0038	00F0038
MACHINERY & EQUIPMENT	18A0048	18B0048	18C0048	18D0048	18E0048	00F0048
	640,428	298,287		97,718	18,985	1,032,428
SHOPS	18A0058	18B0058	18C0058	18D0058	18E0058	00F0058
OTHER	18A0068	18B0068	18C0068	18D0068	18E0068	00F0068
	587,388	458,582			3,264	1,157,295
TOTAL AT COST	00A1888	00B1888	00C1888	00D1888	00E1888	00F1888
	1,733,901	1,181,807		97,718	13,320	3,044,490

CAPITALIZED LEASES						
LAND	18F0018	18G0018	18H0018	18I0018	18J0018	00K0018
BUILDING & IMPROVEMENTS	18F0028	18G0028	18H0028	18I0028	18J0028	00K0028
CULTIVATIONS	18F0038	18G0038	18H0038	18I0038	18J0038	00K0038
MACHINERY & EQUIPMENT	18F0048	18G0048	18H0048	18I0048	18J0048	00K0048
SHOPS	18F0058	18G0058	18H0058	18I0058	18J0058	00K0058
OTHER	18F0068	18G0068	18H0068	18I0068	18J0068	00K0068
TOTAL CAPITALIZED LEASES	00F1888	00G1888	00H1888	00I1888	00J1888	00K1888
GRAND TOTAL	00T1888	18A0018	18A0018	18A0018	18A0018	18A0018

BY:

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CBI-V1-001-005913

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Confidential Treatment
Request by Chiquita Brands

F-23 OPERATING LEASE - NET RENTAL EXPENSE
(DOLLARS)
13183 (6/82)

COMPANY NAME

C.I. BANADEX

CO. NO.	MO./YEAR
0733	12/94

OPERATING LEASE RENTAL EXP. BY MAJOR CLASSIFICATION OF ASSET (2)	(A)		(B)		(A+B)	
	MINIMUM RENTALS (1)		CONTINGENT RENTALS (1)		TOTAL RENTAL EXPENSE (3)	
	CURRENT YEAR	PRIOR YEAR	CURRENT YEAR	PRIOR YEAR	CURRENT YEAR	PRIOR YEAR
LAND						
BUILDINGS AND IMPROVEMENTS						
MACHINERY AND EQUIPMENT	36.107				36.107	
SHIPS						
CULTIVATIONS						
OTHER (4)	37.943				37.943	
TOTALS	74.050				74.050	

RENTAL INCOME FROM SUB-LEASES BY MAJOR CLASSIFICATION OF ASSET					TOTAL SUB-LEASE INCOME (5)	
					CURRENT YEAR	PRIOR YEAR
LAND						
BUILDINGS AND IMPROVEMENTS						
MACHINERY AND EQUIPMENT						
SHIPS						
CULTIVATIONS						
OTHER (4)						
TOTAL SUB-LEASE INCOME						
NET RENTAL EXPENSE						

- (1) Minimum rentals refer to the fixed portion of the lease payment. Contingent rentals refer to the variable portion based on factors other than the passage of time such as usage, sales or some other similar basis.
 (2) If any individual lease exceeds \$20,000, provide the additional information required by F-235. If the total of any major classification exceeds \$50,000, provide the additional information required by F-235.
 (3) Explain if prior year to current year fluctuation is more than \$200,000.
 (4) Explain major items if more than \$20,000.
 (5) Explain if more than \$20,000.

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CBI-VI-001-005914

NO: 331 99 42

1-26-95 : 8:02 :

C.F.S./BANADEX-

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Confidential Treatment
Request by Chiquita Brands

DETAIL OF EXPENSES (1 OF 3)

Page 1500

COMPANY NAME

BANADEX S.A.

DATA CONTROL		
SYSTEM	COMPANY NO.	MONTH/YEAR/TYPE
CCS A	0733	12/94 A

ACCOUNT DESCRIPTION	ACCOUNT NUMBER	LINE NUMBER	AMOUNT (Whole Dollars)
COST OF SALES AND SERVICES-OTHER			
BEGINNING INVENTORY	85210	1830	
ADD PURCHASES	85310	1835	22,810,718
ADD OTHER COSTS			
SALARIES AND WAGES	85409	1845	2,082,317.10
RENTALS	85408	1890	74,060.10
REPAIRS	85409	1855	1,007,225.70
TAXES	85412	1860	243,007.40
	85416		
PENSIONS	85424	1890	
OTHER EMPLOYEE BENEFITS	85427	1895	189,895.10
FUEL, LIGHT AND POWER	85430	1890	318,804.40
FREIGHT AND CARGAGE	85438	1895	108,209.20
MATERIAL AND SUPPLIES	85438	1700	5,942,844.80
TRAVEL AND ENTERTAINMENT	85439	1705	184,228.50
RELOCATION	85442	1710	8,539.40
INSURANCE	85460	1715	244,408.80
TELEPHONE, TELEGRAPH, RADIO AND CABLE	85463	1720	120,691.40
ADVERTISING AND PROMOTION			17,522.75
CONTRIBUTIONS AND WELFARE	85472	1730	3,589.70
DAMAGE TO PROPERTY-CLAIMS-INJURIES TO PERSONS	85475	1735	
COMMISSIONS, FEES AND SERVICES	85478	1740	5,055,085.70
INTERCOMPANY CHARGES AND CREDITS	85487	1760	(4,279,872.70)
MISCELLANEOUS	85488	1765	(2,981,328.50)
LESS ENDING INVENTORY	85510	1770	
TOTAL OTHER COST OF SALES AND SERVICES P-2 LINE	85999	1775	3,355,036.

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CHIQUITA NSD

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Confidential Treatment
Request by Chiquita Brands

DETAIL OF PROPERTY PLANT AND EQUIPMENT - RECLASS AND OTHER

Page 1050.3

(DOLLARS)

COMPANY NAME

C.I. BANADEX S.A.

COMPANY NO.	MONTH/YEAR
0733	12/94

RECLASS AND OTHER - AT COST

CLASSIFICATION	RECLASS AMOUNT	OTHER AMOUNT	TOTAL AMOUNT	EXPLANATION
AND	N.T.R.			
BUILDINGS AND IMPROVEMENTS				
CULTIVATIONS				
MACHINERY AND EQUIPMENT				
OTHER				
TOTAL AT COST (1) (MUST AGREE WITH F-4 ACCT. DOT 1800)				

RECLASS AND OTHER - CAPITALIZED LEASES

CLASSIFICATION	RECLASS AMOUNT	OTHER AMOUNT	TOTAL AMOUNT	EXPLANATION
BUILDINGS AND IMPROVEMENTS				
CULTIVATIONS				
MACHINERY AND EQUIPMENT				
TOTAL CAPITALIZED LEASES (2) (MUST AGREE WITH F-4 ACCT. DOT 1800)				

TOTAL RECLASS & OTHER (1) + (2)
(MUST AGREE WITH F-4 ACCT. DOT 1800)

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1-13-95 : 8:16 : FRUTERA DE SEVILLA

SENT BY:

CHIQUITA NSD

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DATE RUN .08/23/96
TIME RUN 151329

UNITED BRANDS COMPANY
BALANCE SHEET BY COMPANY

RPT. NO. CCS-M-03R PAGE 61
AS OF DECEMBER 1995

ACCOUNT DESCRIPTION	BANADEK TURBO CS0733	TURBO TRUST CS3744	ANTIOQUI CS0575	CAUCA CS0578	MAGDALEN CS0584	SANGIL CS0590
CASH AND EQUIVALENTS	832,836	3,266	(31)	402	253	9
TRADE RECEIVABLES	729,778					
OTHER RECEIVABLES	2,679,879					
TRADE-ALLOWANCE FOR DOUBTFUL ACCOUNTS	(140,580)					
OTHER-ALLOWANCE FOR DOUBTFUL ACCOUNTS						
TOTAL INVENTORIES	3,906,274					
TOTAL PREPAID EXPENSES	103,172					
PREPAID INCOME TAXES	234,730					
TOTAL CURRENT ASSETS	8,346,089	3,266	(31)	402	253	9
TOTAL INVESTMENT AND LONG-TERM RECEIVABLES	91,895					
ALLOWANCE FOR DOUBTFUL ACCOUNTS L/T						
PROPERTY, PLANT AND EQUIPMENT	21,319,490	1,431,573				
ACCUMULATED DEPRECIATION	(7,074,941)	(214,735)				
TOTAL OTHER NON-CURRENT ASSETS						
TOTAL DEFERRED CHARGES	164,611	22,922	3,240	2,948	2,948	2,949
DEFERRED INCOME TAX BENEFITS						
TRADEMARKS-NET OF AMORTIZATION						
GOODWILL-NET OF AMORTIZATION						
INVESTMENTS IN CONSOLIDATED SUBSIDIARIES U						
INVESTMENTS IN CONSOLIDATED SUBSIDIARIES-N	25,615	43,595,129	3,339,575	1,515,600	576,575	1,104,600
ACCOUNTS RECEIVABLE WITH AFFIL COS - U.S.	27,275,442	493,443	5,907	5,971	6,221	6,371
ACCOUNTS RECEIVABLE WITH AFFIL COS - NON-U						
INTERCOMPANY LOANS		(20,909,021)	(42,190)	(137,215)	(79,190)	(134,215)
IN-TRANSIT						
TOTAL ASSETS	50,148,201	24,422,577	3,306,501	1,387,706	506,807	979,714
TOTAL NOTES AND LOANS PAYABLE	2,707,000					
TOTAL LONG-TERM DEBT DUE WITHIN ONE YEAR	1,197,000					
TOTAL ACCOUNTS PAYABLE	3,984,370					
DIVIDENDS PAYABLE						
TOTAL ACCRUED LIABILITIES	960,200					
US, FOREIGN & STATE INCOME TAXES	5,062					
DEFERRED INCOME TAXES-CURRENT						
TOTAL CURRENT LIABILITIES	8,853,632					
TOTAL LONG-TERM DEBT	17,073,451					
TOTAL ACCR. PENSION & SEV. LIAB.						
DEFERRED INCOME						
DEFERRED INCOME TAXES NON-CURRENT						
MINORITY INTEREST						
ACCOUNTS PAYABLE WITH AFFIL CO. - U.S. INC						
ACCOUNTS PAYABLE WITH AFFIL CO. - NON U.S.						
ACCOUNTS PAYABLE GENERAL OFFICE						
TOTAL LIABILITIES	25,927,083					
PREFERRED AND PREFERENCE STOCK						
CAPITAL STOCK	4,943,740	24,241,860	3,320,000	1,401,000	520,000	993,000
CAPITAL SURPLUS	27,289,536					
INCOME RETAINED - BALANCE AT END OF PERIOD	(8,012,158)	180,717	(13,499)	(13,294)	(13,193)	(13,286)
TOTAL SHAREHOLDERS' EQUITY	24,221,118	24,422,577	3,306,501	1,387,706	506,807	979,714
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	50,148,201	24,422,577	3,306,501	1,387,706	506,807	979,714

Confidential Treatment
Request by Chiquin Brands

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CBI-V1-001-005919

CONFIDENTIAL

TIME RUN: 151216
RPT. NO. CCS-M-04R

UNITED FRUITS COMPANY

PERIOD ENDED DECEMBER 1995

STATEMENT OF INCOME AND EXPENSES BY COMPANY

ACCOUNT DESCRIPTION	BANADEX TURBO CS0733	TURBO TRUST CS9744	ANTIOQUI CS0575	CAUCA CS0578	MAGDALEN CS0584	SANGIL CS0590
SALES AND SERVICES-OUTSIDERS	7,893,256					
SALES AND SERVICES-INTERCOMPANY	19,850,379					
TOTAL SALES AND SERVICES	27,743,635					
OPERATING COSTS AND EXPENSES						
COS-DEPRECIATION	1,194,526	71,579				
AMORTIZATION						
COST OF SALES AND SERVICES - OTHER	30,653,936					
TOTAL COST OF SALES AND SERVICES	31,848,462	71,579				
SELL-DEPRECIATION						
AMORTIZATION						
SELLING - OTHER						
TOTAL SELLING						
G&A -DEPRECIATION						
AMORTIZATION		817	116	105	105	105
LEGAL FEES						
GENERAL AND ADMINISTRATIVE - OTHER		35,060	4,430	4,143	4,146	3,982
TOTAL GENERAL AND ADMINISTRATIVE		35,877	4,546	4,248	4,251	4,087
PROVISION FOR BAD DEBTS	246,940					
G&A-DIRECT						
INDIRECT						
TOTAL GENERAL OFFICE ALLOCATIONS						
TOTAL OPERATING COSTS & EXPENSES	32,095,402	107,456	4,546	4,248	4,251	4,087
INCOME (LOSS) FROM OPERATIONS	(4,351,767)	(107,456)	(4,546)	(4,248)	(4,251)	(4,087)

Confidential Treatment
Request by Chiquita Brands

CBI-V1-001-005920

2CHQ3-000033

DATE RUN 08/23/96
TIME RUN: 151216
RPT. NO. CCS-M-04R

UNITED BRANDS COMPANY

PAGE 122
PERIOD ENDED DECEMBER 1995

STATEMENT OF INCOME AND EXPENSES BY COMPANY

ACCOUNT DESCRIPTION	BANADEX TURBO CS0733	TURBO TRUST CS3744	ANTIOQUI CS0575	CAUCA CS0578	MAGDALEN CS0584	SANGIL CS0590
INCOME (LOSS) FROM OPERATIONS	(4,351,767)	(107,456)	(4,546)	(4,248)	(4,251)	(4,087)
I/C - INTEREST INCOME						
INTERCOMPANY INTEREST (EXPENSE)						
DIVIDEND INCOME						
TOTAL INTERCOMPANY ITEMS						
INTEREST (EXPENSE)	(2,958,483)	(37,146)				
AMORTIZATION OF DEBT EXPENSE						
INT. - INTEREST INCOME-PLANTERS' ACCOUNTS	59,208					
INTEREST INCOME-OTHER	278,218					
RENT						
DIVIDEND INCOME						
PROFIT (LOSS) ON SALE OF SECURITIES	(2,476)					
OTHER						
TOTAL INTEREST INCOME & OTHER INCO	334,950					
PROVISION FOR INTERCOMPANY PROFIT (LOSS) I						
PROPERTY GAINS OR (LOSSES)						
EXCH-TRANSLATIONS	595,722					
TRANSACTIONS	(248,466)					
FORWARD CONTRACTS						
TOTAL EXCHANGE GAINS OR (LOSSES)	347,256					
NON-RECURRING ITEMS						
MINORITY INTERESTS						
NET INCOME (LOSS) BEFORE INCOME TAXES	(6,628,044)	(144,602)	(4,546)	(4,248)	(4,251)	(4,087)
PROVISION FOR INCOME TAXES	(5,304)					
NET INCOME (LOSS)	(6,633,348)	(144,602)	(4,546)	(4,248)	(4,251)	(4,087)

Confidential Treatment
Request by Chiquita Brands

TOTAL DEPRECIATION 1,194,526 71,579

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CBI-V1-001-005921

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CHIQUITA NSD

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F-1 BALANCE SHEET (1 of 8)		DATA CONTROL		
COMPANY NAME		SYSTEM	COMPANY No.	MONTH/YEAR/TYPE
C.I. BANADEX S.A. - TURBO			0733	12-95
ACCOUNT DESCRIPTION	LONG FORM			AMOUNT (WHOLE DOLLARS)
	ACCOUNT NUMBER	LINE NUMBER		
CURRENT ASSETS				
CASH	01	0001		779,778
CASH EQUIVALENTS	02	0002		53,058
MARKETABLE SECURITIES	04	0004		
ACCOUNT & NOTES RECEIVABLE				
TRADE OR CUSTOMERS	05A	0050		213,782
CLAIMS				
BALANCE AT BEGINNING OF YEAR	05B1000	0011		0
ADDITIONS	05B2000	0022		0
REDUCTIONS	05B3000	0013		0
FOREIGN EXCHANGE	05B4000	0014		0
OTHER	05B5000	0015		0
BALANCE AT END OF PERIOD	05B	0019		0
U.S GOVERNMENT	05C	0020		0
OTHER GOVTS., INCLUDING STATES, ETC.	05D	0030		515,996
PLANTERS ACCOUNTS				
EMPLOYEES	05E	0040		0
DEPOSITS ON IMPORTS	05F	0050		137,312
FREIGHT AND PASSENGER	05G	0060		0
PROPERTY SALES	05H	0070		0
ACCRUED INTEREST	05I	0080		0
NOTES RECEIVABLE	05J	0090		0
OTHER	05K	0100		0
TOTAL ACCOUNTS & NOTES RECEIVABLES	05X	0110		2,542,566
	05	0130		3,409,656
OTHER ALLOWANCE DOUBTFUL ACCOUNTS				
BALANCE AT BEGINNING OF YEAR	07A1000	0131		0
PROVISION	07A2000	0132		(246,940)
REDUCTIONS	07A3000	0133		100,000
FOREIGN EXCHANGE	07A4000	0134		6,360
OTHER	07A5000	0135		0
BALANCE AT END OF PRIOD	07A	0139		(140,580)
OTHER-ALLOWANCE DOUBTFUL ACCOUNTS				
BALANCE AT BEGINNING OF YEAR	07B1000	0141		0
PROVISION	07B2000	0142		0
REDUCTIONS	07B3000	0143		0
FOREING EXCHANGE	07B4000	0144		0
OTHER	07B5000	0145		0
BALANCE AT END OF PERIOD	07B	0149		0
TOTAL ALLOWANCE DOUBTFUL ACCOUNTS	07	0150		(140,580)
INVENTORIES				
MEAT	08A	0160		0
BANANAS & RELATED PRODUCTS	08B	0170		0
OTHER FOOD PRODUCTS	08C	0180		0
GROWING CROPS	08D	0190		0
MATERIAL & SUPPLIES	08E	0200		4,263,652
OTHER	08X	0210		0

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CBI-V1-001-005922

CHIQUITA NSD

000025812

Confidential Treatment
Request by Chiquita Brands

F1 BALANCE SHEET (2 of 8)		DATA CONTROL		
COMPANY NAME		SYSTEM	COMPANY No.	MONTH/YEAR/TYPE
C.I. BANADEX S.A. - TURBO			0733	12-95
ACCOUNT DESCRIPTION		LONG FORM		
		ACCOUNT NUMBER	LINE NUMBER	AMOUNT (WHOLE DOLLARS)
MEAT INVENTORY RESERVE				
BEGINNING BALANCE	08F1000	0211		0
CHARGE/(CREDIT) P&L	08F2000	0212		0
REDUCTIONS	08F3000	0213		0
OTHER	08F6000	0216		0
BALANCE AT END OF PERIOD	08F	0219		0
BANANA INVENTORY RESERVE				
BALANCE AT BEGINNING OF YEAR	08G1000	0231		0
CHARGE/(CREDIT) P&L	08G2000	0232		0
REDUCTIONS	08G3000	0233		0
OTHER	08G5000	0235		0
BALANCE AT END OF PERIOD	08G	0239		0
OTHER FOOD PRODUCTS INVENTORY RESERVE				
BALANCE AT BEGINNING OF YEAR	08H1000	0251		0
CHARGE/(CREDIT) P&L	08H2000	0252		0
REDUCTIONS	08H3000	0253		0
OTHER	08H5000	0255		0
BALANCE AT END OF PERIOD	08H	0259		0
GROWING CROPS INVENTORY RESERVE				
BALANCE AT BEGINNING OF YEAR	08I1000	0271		0
CHARGE/(CREDIT) P&L	08I2000	0272		0
REDUCTIONS	08I3000	0273		0
OTHER	08I5000	0275		0
BALANCE AT END OF PERIOD	08I	0279		0
OBSOLETE MATL AND SUPPLY INV RESERVE				
BALANCE AT BEGINNING OF YEAR	08J1000	0291		0
CHARGE/(CREDIT) P&L	08J2000	0292		(329,600)
REDUCTIONS	08J3000	0293		196,000
OTHER	08J5000	0295		0
BALANCE AT END OF PERIOD	08J	0299		(133,600)
OTHER INVENTORY RESERVE				
BALANCE AT BEGINNING OF YEAR	08Y1000	0311		0
CHARGE/(CREDIT) P&L	08Y2000	0312		0
REDUCTIONS	08Y3000	0313		0
OTHER	08Y5000	0315		0
BALANCE AT END OF PERIOD	08Y	0319		0
TOTAL INVENTORIES	08	0320		4,130,052

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CBI-V1-001-005923

CHIQUITA NSD

000025813

F1 BALANCE SHEET (3 of 8)		DATA CONTROL	
COMPANY NAME	SYSTEM	COMPANY No.	MONTH/YEAR/TYPE
C.I. BANADEX S.A. - TURBO		0733	12-95
ACCOUNT DESCRIPTION	ACCOUNT NUMBER	LONG FORM LINE NUMBER	AMOUNT (WHOLE DOLLARS)
PREPAID EXPENSES			
RENTALS	10A	0330	0
TAXES & LICENSES	10B	0340	0
INTEREST	10C	0350	0
INSURANCE	10D	0360	78,051
CHARTER HIRE	10E	0370	0
ADVERTISING	10F	0380	0
SHORT-TERM DEPOSITS	10G	0390	0
LTYE DEFERRED COSTS	10H	0400	0
OTHER	10X	0410	25,121
TOTAL PREPAID EXPENSES	10	0420	103,172
PREPAID U.S. & FOREIGN INCOME TAXES			
BALANCE AT BEGINNING OF YEAR	11A	0421	783,510
ADDITIONS	11B	0422	654,355
REDUCTIONS	11C	0423	(1,201,310)
EXCHANGE	11D	0424	(1,826)
BALANCE AT END OF PERIOD	11	0429	234,730
TOTAL CURRENT ASSETS	0070111	0430	8,569,567
PLANTERS ACCOUNTS	12A	0440	0
PROPERTY SALES RECEIVABLES	12B	0450	0
GOV'T SHIPBUILDING SUBSIDIES	12C	0460	0
GOV'T LOANS AND ADVANCES	12D	0470	0
FRANCHISEE RECEIVABLES	12E	0480	0
EMPLOYEE LOANS	12F	0490	0
DEPOSITS	12G	0500	87,517
NOTES RECEIVABLE	12H	0510	0
LIVESTOCK	12I	0520	4,078
INVESTMENTS IN UNAFFILIATED COMPANIES	12J	0530	0
INVESTMENTS IN AFFILIATED COMPANIES	12K	0540	0
LONG-TERM RECEIVABLES-OTHER	12X	0550	0
TOTAL INVESTMENTS & LONG-TERM RECEIV	12	0560	91,894
ALLOW FOR DOUBTFUL ACCOUNTS LONG-TERM			
BALANCE AT BEGINNING OF YEAR	141000	0561	0
PROVISION	142000	0562	0
REDUCTIONS	143000	0563	0
FOREIGN EXCHANGE	144000	0564	0
OTHER	145000	0565	0
BLANCE AT END OF PERIOD	14	0569	0
PROPERTY, PLANT AND EQUIPMENT	15	2500	21,452,490
ACCUMULATED DEPRECIATION	16	2700	(7,074,941)
OTHER NON-CURRENT ASSETS			
ASSETS HELD FOR DISPOSAL	18A	0585	0
RESERVE FOR ASSETS HELD FOR DISPOSAL	18B	0590	0
TOTAL OTHER NON-CURRENT ASSETS	18	0595	0

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CBI-V1-001-005924

CHIQUITA NSD

000025814

Confidential Treatment
Request by Chiquita Brands

F-1 BALANCE SHEET (4 of 8)		DATA CONTROL	
COMPANY NAME	SYSTEM	COMPANY No.	MONTH/YEAR/TYPE
C.I. BANADEX S.A. - TURBO		0733	12-95
ACCOUNT DESCRIPTION	ACCOUNT NUMBER	LONG FORM LINE NUMBER	AMOUNT (WHOLE DOLLARS)
DEFERRED CHARGES			
EMPLOYEE HOUSING	20A	0600	0
BOXING STATION COSTS	20B	0610	0
PROJECT START-UP COSTS	20C	0620	0
PROPERTY CEDED TO GOVERNMENTS	20D	0630	0
SALE AND LEASEBACK CONSTS	20E	0640	0
UNAMORTIZED DEBT ISSUE EXPENSE	20G	0650	0
UNAMORTIZED LEGAL FEES FOR BORROWING	20I	0660	0
PERIOD CLEARING-EXCHANGE	20J	0670	0
PERIOD CLEARING-OTEHR	20K	0680	0
OTHER	20X	0690	226,109
TOTAL DEFERRED CHARGE	20	0710	226,109
DEFERRED INCOME TAX BENEFITS			
BALANCE AT BEGINNING OF YEAR	22A	0711	0
ADDITIONS	22B	0712	0
REDUCTIONS	22C	0713	0
BALANCE AT END OF PERIOD	22	0719	0
TRADEMARKS			
BALANCE AT BEGINNING OF YEAR	23A1000	0721	0
ADDITIONS	23A2000	0722	0
REDUCTIONS	23A3000	0723	0
OTHER	23A5000	0725	0
BALANCE AT END OF PERIOD	23A	0729	0
BALANCE AT BEGINNIG OF YEAR	23B1000	0731	0
AMORTIZATION	23B2000	0732	0
REDUCTIONS	23B3000	0733	0
OTHER	23B5000	0735	0
BALANCE AT END OF PERIOD	23B	0739	0
TOTAL TRADEMRKS	23	0740	0
GOODWILL			
BALANCE AT BEGINNING OF YEAR	25A1000	0741	0
ADDITIONS	25A2000	0742	0
REDUCTIONS	25A3000	0743	0
OTHER	25A5000	0745	0
BALANCE AT END OF PERIOD	25A	0749	0
AMOTIZATION OF GOODWILL			
BALANCE AT BEGINNING OF YEAR	25B1000	0751	0
AMOTIZATION	25B2000	0752	0
REDUCTIONS	25B3000	0753	0
OTHER	25B5000	0755	0
BALANCE AT END OF PERIOD	25B	0759	0
TOTAL GOODWILL	25	0760	0

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CBI-V1-001-005925

CHIQUITA NSD

000025815

F-1 BALANCE SHEET (5 of 8)		DATA CONTROL		
COMPANY NAME		SYSTEM	COMPANY No.	MONTH/YEAR/TYPE
C.I. BANADEX S.A. - TURBO			0733	12-95
ACCOUNT DESCRIPTION		LONG FORM		
		ACCOUNT NUMBER	LINE NUMBER	AMOUNT (WHOLE DOLLARS)
INVEST IN CONSOLID SUBSIDIARIES-U.S.	27	0765		0
INVEST IN CONS. SUBSIDIARIES-NON-U.S. INC.	28	0770		26,521
INTERCO RECEIVABLE (PAYABLE) - TRADE	29	0776		27,231,979
INTERCOMPANY LOANS	32	0780		0
IN-TRANSIT RECEIVABLE	31	0790		0
TOTAL ASSETS	00T0131	0799		50,523,920
CURRENT LIABILITIES				
NOTES AND LOANS PAYABLE				
LOANS IN U.S. DOLLARS-BANKS	33A	0800		2,707,000
LOANS IN EURO DOLLARS-BANKS	33B	0810		0
LOANS IN OTHER CURRENCIES-BANKS	33C	0820		0
LOANS-OTHER	33X	0830		0
TOTAL NOTES AND LOANS PAYABLE	33	0840		2,707,000
LONG-TERM DEBT DUE WITHIN ONE YEAR				
LOANS IN U.S. DOLAARS-BANKS	35A	0850		0
LOANS IN EURO DOLLARS-BANKS	35B	0860		0
LOANS IN OTHER CURRIENCIES-BANKS	35C	0870		0
INDUTRIAL REVENUE BONDS	35D	0880		0
DEFERRED ACQUISITION PAYMENTS	35E	0890		0
OBLIGATIONS UNDER CAPITALIZED LEASES	35L	0900		0
OTHER	35X	0910		0
TOTAL L/TERM DEBT DUE WITHIN ONE YEAR	35	0920		0
ACCOUNTS PAYABLE				
TRADE CREDITORS	37A	0930		2,190,678
DUTIES, EXCISE AND OTHER TAXES	37B	0940		0
CUSTOMER AND OTHER DEPOSITS	37C	0950		46,336
LOCAL & FOREING GOVERNMENTS	37D	0960		224,825
BANK OVERDRAFTS	37E	0970		0
EMPLOYEE WITHHOLDING ACCOUNTS	37F	0980		20,633
ESTIMATED BILL	37H	0990		0
PAYROLL TAXES WITHHELD	37J	1000		163,344
BALANCE AT BEGINNING OF YEAR	37K1000	1011		0
PROVISION	37K2000	1012		0
REDUCTIONS	37K3000	1013		0
FOREING EXCHANGE	37K4000	1014		0
OTHER	37K5000	1015		0
BALANCE AT END OF PERIOD	37K	1019		0
OTHER	37X	1020		553,139
TOTAL ACCOUNTS PAYABLE	37	1030		3,198,956
DIVIDENDS PAYABLE	38	1040		0
ACCRUED LIABILITIES				
PAYROLLS	39A	1050		0
INTEREST	39B	1060		476,508
TAXES-OTHER THAN INCOME TAXES	39C	1070		0
HEALTH INSURANCE	39D	1080		0
INSURANCE-OTHER	39E	1090		0

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CBI-V1-001-005926

CHIQUITA NSD

000025816

Confidential Treatment
Request by Chiquita Brands

F-1 BALANCE SHEET (6 of 8)		DATA CONTROL	
COMPANY NAME	SYSTEM	COMPANY No.	MONTH/YEAR/TYPE
C.I. BANADEX S.A. - TURBO		0733	12-95
ACCOUNT DESCRIPTION	ACCOUNT NUMBER	LONG FORM LINE NUMBER	AMOUNT (WHOLE DOLLARS)
PENSION AND SEVERANCE			
BALANCE AT BEGINNING OF YEAR	39F1000	1101	(368,862)
PROVISION	39F2000	1102	852,773
REDUCTIONS	39F3000	1103	3,404
FOREIGN EXCHANGE	39F4000	1104	(6,037)
OTHER	39F5000	1105	0
BALANCE AT END OF PERIOD	39F	1109	481,257
LTYE ACCRUED COSTS	39G	1110	
RESERVES			
BALANCE AT BEGINNING	39I1000	1131	0
PROVISION	39I2000	1132	0
REDUCTIONS	39I3000	1133	0
FOREIGN EXCHANGE	39I4000	1134	0
OTHER	39I5000	1135	0
BALANCE AT END OF PERIOD	39I	1139	0
EMPLOYER DISABILITY & UNEMPLOYMENT TAX	39J	1140	
LEGAL FEES			
BALANCE AT BEGINNING OF YEAR	39K1000	1151	0
PROVISION	39K2000	1152	0
PRODUCTIONS	39K3000	1153	0
FOREIGN EXCHANGE	39K4000	1154	0
OTHER	39K5000	1155	0
BALANCE AT END OF PERIOD	39K	1159	0
OTHER	39X	1160	2,434
TOTAL ACCRUED LIABILITIES	39	1170	960,200
U.S. DEFERRED INCOME TAXES-CURRENT			
BALANCE AT BEGINNING OF YEAR	41D1000	1181	0
PROVISIONS	41D2000	1182	0
REDUCTIONS	41D3000	1183	0
OTHER	41D4000	1185	0
BALANCE AT END OF PERIOD	41D	1189	0
FOREIGN DEFERRED INCOME TAXES-CURRENT			
BALANCE AT BEGINNING OF YEAR	41E1000	1191	0
PROVISIONS	41E2000	1192	0
REDUCTIONS	41E3000	1193	0
FOREIGN EXCHANGE	41E4000	1194	0
OTHER	41E5000	1195	0
BALANCE AT END OF PERIOD	41E	1199	0
TOTAL DEFERRED INCOME TAXES	41	1200	0
U.S. FEDERAL INCOME TAXES-CURRENT YEAR			
PROVISION	42A2000	1212	0
REDUCTIONS	42A3000	1213	0
OTHER	42A5000	1215	0
BALANCE AT END OF PERIOD	42A	1219	0

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CHIQUITA NSD

000025817

F-1 BALANCE SHEET (7 of 8)		DATA CONTROL		
COMPANY NAME		SYSTEM	COMPANY No.	MONTH/YEAR/TYPE
C.I. BANADEX S.A. - TURBO		0733		12-95
ACCOUNT DESCRIPTION	LONG FORM			
	ACCOUNT NUMBER	LINE NUMBER	AMOUNT (WHOLE DOLLARS)	
U.S. FEDERAL INCOME TAXES-PRIOR YEAR				
BALANCE AT BEGINNING OF YEAR	42B1000	1221	0	
PROVISION	42B2000	1222	0	
REDUCTIONS	42B3000	1223	0	
OTHER	42B5000	1225	0	
BALANCE AT END OF PERIOD	42B	1229	0	
FOREIGN INCOME TAXES-CURRENT YEAR				
PROVISION	42C2000	1242	120,305	
REDUCTIONS	42C3000	1243	(115,001)	
FOREIGN EXCHANGE	42C4000	1244	(242)	
OTHER	42C5000	1245	0	
BALANCE AT EN OF PERIOD	42C	1249	5,063	
FOREIGN INCOME TAXES-PRIOR YEAR				
BALANCE AT BEGINNING OF YEAR	42D1000	1251	204,837	
PROVISION	42D2000	1252	0	
REDUCTIONS	42D3000	1253	(195,483)	
FOREIGN EXCHANGE	42D4000	1254	(9,354)	
OTHER	42D5000	1255	0	
BALANCE AT END OF PERIOD	42D	1259	(0)	
U.S. STATE INCOME TAXES-CURRENT YEAR				
PROVISION	42E2000	1272	0	
REDUCTIONS	42E3000	1273	0	
OTHER	42E5000	1274	0	
BALANCE AT END OF PERIOD	42E	1279	0	
U.S. STATE INCOME TAXES-PRIOR YEAR				
BALANCE AT BEGINNING OF YEAR	42F1000	1281	0	
PROVISION	42F2000	1282	0	
REDUCTIONS	42F3000	1283	0	
OTHER	42F5000	1285	0	
BALANCE AR END OF PERIOD	42F	1289	0	
TOTAL INCOME TAXES	42	1290	5,063	
TOTAL CURRENT LIABILITIES	00T3342	1300	6,871,219	
LOANS IN U.S. DOLLARS-BANKS	43A	1310	17,479,092	
LOANS IN EURO DOLLARS-BANKS	43B	1320		
LOANS IN OTHER CURRENCIES-BANKS	43C	1330	791,359	
INDUSTRIAL REVENUE BONDS	43D	1340	0	
DEFERRED ACQUISITON PAYMENTS	43E	1350	0	
OBLIGATIONS UNDER CAPITALIZED LEASES	43L	1360	0	
OTHER	43X	1370	0	
TOTAL LONG-TERM DEBT	43	1380	18,270,451	
ACCRUED PENSION & SEVERANCE LIABILITIES				
BALANCE AT BEGINNING OF YEAR	44A	1381	387,927	
PROVISIONS	44B	1382	0	
PAYMENTS	44C	1383	(325,730)	
FOREIGN EXCHANGE	44D4000	1384	(62,197)	
BALANCE AT END OF PERIOD	44	1389	0	

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Sheet 44D1000

F-1 BALANCE SHEET (8 of 8)		DATA CONTROL	
COMPANY NAME		SYSTEM	COMPANY No.
C.I. BANADEX S.A. - TURBO		0733	12-95
ACCOUNT DESCRIPTION		ACCOUNT NUMBER	LONG FORM LINE NUMBER
			AMOUNT (WHOLE DOLLARS)
OTHER LIABILITIES AND DEFERRED CREDITS			
DEFERRED INCOME			
BALANCE AT BEGINNING OF YEAR	45A1000	1401	0
ADDITIONS	45A2000	1402	0
REDUCTIONS	45A3000	1403	0
FOREIGN EXCHANGE	45A4000	1404	0
OTHER	45A5000	1405	0
BALANCE AT END OF PERIOD	45A	1409	0
MINORITY INTERESTS	45C	1420	
U.S. DEFERRED INCOME TAXES-NON-CURRENT			
BALANCE AT BEGINNING OF YEAR	45D1000	1421	0
PROVISIONS	45D2000	1422	0
REDUCTIONS	45D3000	1423	0
OTHER	45D5000	1425	0
BALANCE AT END OF PERIOD	45D	1429	0
FOREIGN DEFERRED INC TAXES-NON-CURRENT			
BALANCE AT BEGINNING OF YEAR	45E1000	1441	0
PROVISIONS	45E2000	1442	0
REDUCTIONS	45E3000	1443	0
FOREIGN EXCHANGE	45E4000	1444	0
OTHER	45E5000	1445	0
BALANCE AT END OF PERIOD	45E	1449	0
TOTAL OTHER LIABILITIES & DEFER CREDITS	45	1450	0
ACCOUNTS PAYABLE GENERAL OFFICE	48	1480	0
TOTAL LIABILITIES	00T3348	1499	25,141,670
SHAREHOLDERS EQUITY			
CAPITAL STOCK	54	1510	5,001,510
CAPITAL SURPLUS	55	1520	27,294,170
INCOME RETAINED IN THE BUSINESS			
BALANCE BEG. YEAR	56A		(1,378,810)
CURRENT YEAR S INCOME	56B		(5,534,620)
DIVIDENDS DECLARED	56C		0
DIVIDENDS DECLARED	56D		0
BALANCE EN PERIOD	56		(6,913,430)
TOTAL SHAREHOLDER S EQ.	00T5056		25,382,250
TOTAL LIAB & SHAREHOLDER S	00T3356		50,523,920

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CBI-V1-001-005929

F-2 STATEMENT OF INCOME AND EXPENSES (1 of 2)		DATA CONTROL		
COMPANY NAME		SYSTEM	COMPANY No.	MONTH/YEAR/TYPE
C.I. BANADEX S.A. - TURBO			0733	12-95
ACCOUNT DESCRIPTION		ACCOUNT NUMBER	LINE NUMBER	AMOUNT (WHOLE DOLLARS)
SALES AND SERVICES-OUTSIDERS		60110	1610	7,893,258
SALES AND SERVICES-INTERCOMPANY		60120	1620	18,850,379
TOTAL SALES AND SERVICES		60	1629	27,743,634
OPERATING COSTS AND EXPENSES:				
COST OF SALES AND SERVICES:				
DEPRECIATION		65415	1665	1,194,528
AMORTIZACION		65418	1670	0
OTHER		65999	1775	28,461,761
TOTAL COST OF SALES AND SERVICES		65	1779	28,656,287
SELLING:				
DEPRECIATION		66415	1865	0
AMORTIZATION		66418	1870	0
OTHER		66999	1875	0
TOTAL SELLING		66	1979	0
GENERAL AND ADMINISTRATIVE				
DEPRECIATION		67415	2065	0
AMORTIZATION		67418	2070	0
LEGAL FEES		67479	2145	0
OTHER		67999	2175	0
TOTAL GENERAL AND ADMINISTRATIVE		67	2179	0
PROVISION FOR BAD DEBTS		68	2180	290,759
GENERAL OFFICE ALLOCATIONS:				
DIREC		71560	2185	0
INDIRECT		71561	2190	0
TOTAL GENERAL OFFICE ALLOCATIONS		71	2199	0
TOTAL OPERATING COSTS AND EXPENSES		0076571	2209	29,947,045
INCOME (LOSS) FROM OPERATIONS		0076071	2219	(2,203,411)
INTERCOMPANY ITEMS:				
INTEREST INCOME (SEE F-3)		73570	2220	0
INTEREST EXPENSE (SEE F-3)		73571	2225	0
DIVIDEND INCOME		73572	2230	0
TOTAL INTERCOMPANY ITEMS		73	2239	0
INTEREST EXPENSE		74580	2240	(2,958,483)
AMORTIZATION OF BAD DEBT EXPENSE		75590	2245	0
INTEREST INCOME AND OTHER INCOME (EXPENSE):				
INTEREST INCOME-PLANTERS' ACCOUNTS		76600	2250	59,208
INTEREST INCOME-OTHER		76605	2255	(809,198)
RENT		76610	2260	0
DIVIDEND INCOME		76615	2265	0
PROFIT (LOSS) ON SALE OF SECURITIES		76620	2270	(2,476)
OTHER (SEE F-2A)		76625	2275	0
TOTAL INTEREST INCOME & OTHER INCOME (EXPENSE)		76	2279	(752,467)
PROPERTY GAINS OR (LOSSES)		80640	2280	37,788

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CHIQUITA NSD

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F-2 STATEMENT OF INCOME AND EXPENSES (2 of 2)		DATA CONTROL	
COMPANY NAME		SYSTEM	COMPANY No.
C.I. BANADEX S.A. - TURBO			0733
ACCOUNT DESCRIPTION		ACCOUNT LINE	MONTH/YEAR/TYPE
		NUMBER	NUMBER
			AMOUNT
			(WHOLE DOLLARS)
EXCHANGE GAINS OR (LOSSES):			
TRANSLATIONS	81650	2285	595,723
TRANSACTIONS	81652	2290	(248,466)
FORWARD CONTRACTS	81655	2295	
TOTAL EXCHANGE GAINS OR (LOSSES)	81	2299	347,256
NON-RECURRING ITEMS (SEE F-2A)	84660	2300	0
MINORITY INTERESTS	85670	2305	0
NET INC (LOSS) B/4 INCOME TAXES-CURRENT YEAR	00T6085	2309	(5,529,316)
PROV FOR FEDERAL INCOME TAXES-CURRENT YEAR	88A	2310	(5,304)
PROV FOR FEDERAL INCOME TAXES-PRIOR YEAR	88B	2320	0
PROV FOR FOREIGN INCOME TAXES-YEAR	88D	2325	0
PROV FOR STATE INCOME TAXES-CURRENT YEAR	88E	2330	0
PROV FOR STATE INCOME TAXES-PRIOR YEAR	88F	2335	0
PROV FOR FEDERAL INCOME TAXES DEFERRED	88G	2340	0
PROV FOR FOREIGN INCOME TAXES DEFERRED	88H	2345	0
PROV FOR TAXES ON GOX EXPENSES	88I	2350	0
PROV FOR TAXES ON DIVIDENDS AND OTHER INCOME	88J	2355	0
TOTAL PROVISION FOR U.S. & FOREIGN INCOME TAXES	88	2359	(5,304)
NET INCOME (LOSS)	00T6088	2399	(5,534,620)

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CBI-V1-001-005931

CHIQUITA NSD

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**Confidential Treatment
Request by Chiquita Brands**

INTERCOMPANY ACCOUNTS

[illegible]

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CHIQUITA NSD

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P.015

MOVEMENT OF PROPERTY, PLANT AND EQUIPMENT															
Confidential Treatment Request by Chiquita Brands															
COMPANY NAME				C.I. BANADEX S.A.				DATA CONTROL							
								SYSTEM		COMPANY No.					
										0733					
										MONTH/YEAR TYPE 12/95					
ACCOUNT DESCRIPTION				BALANCE AT BEGINNING OF YEAR (A)		PURCHASES		RETIREMENTS AND SALES		TRANSFERS FROM (TO) OTHER SUBSIDIARIES		RECLASS AND OTHER		BALANCE AT END OF PERIOD	
AT COST:															
LAND				2411	15A0010 159,244	2412	15B0010	2413	15C0010	2414	15D0010	2415	15E0010 68,230	2419	00R1510 228,674
BUILDINGS & IMPROVEMENTS				2421	15A0010 8,470,523	2422	15B0020	2423	15C0020	2424	15D0020	2425	15E0020 (8,267,047)	2429	00R1520 203,278
CULTIVATIONS				2431	15A0030	2432	15B0030	2433	15C0030	2434	15D0030	2435	15E0030 5,310	2439	00R1530 5,310
MACHINERY & EQUIPMENT				2441	15A0040 8,061,506	2442	15B0040 343,892	2443	15C0040 (3,927)	2444	15D0040 3,195,034	2445	15E0040 13,519,342	2449	00R1540 20,777,847
SHIPS				2451	15A0050	2452	15B0050	2453	15C0050	2454	15D0050	2455	15E0050 2,332	2459	00R1550 2,332
OTHER				2471	15A0060 5,409,090	2472	15B0060 3,519	2473	15C0060	2474	15D0060 122,482	2475	15E0060 (5,309,838)	2479	00R1560 233,252
TOTAL AT COST				2481	00A1590 17,720,083	2482	00B1590 389,511	2483	00C1590 (3,927)	2484	00D1590 3,327,516	2485	00E1590 19,328	2489	00R1590 21,452,490
CAPITALIZED LEASES:															
LAND				2511	15F0010	2512	15G0010	2513	15H0010	2514	15I0010	2515	16A0010	2519	00S1510
BUILDINGS & IMPROVEMENTS				2521	15F0020	2522	15G0020	2523	15H0020	2524	15I0020	2525	15J0020	2529	00S1520
CULTIVATIONS				2531	15F0030	2532	15G0030	2533	15H0030	2534	15I0030	2535	15J0030	2539	00S1530
MACHINERY & EQUIPMENT				2541	15F0040	2542	15G0040	2543	15H0040	2544	15I0040	2545	15J0040	2549	00S1540
SHIPS				2551	15F0050	2552	15G0050	2553	15H0050	2554	15I0050	2555	15J0050	2559	00S1550
OTHER				2571	15F0060	2572	15G0060	2573	15H0060	2574	15I0060	2575	15J0060	2579	00S1560
TOTAL CAPITALIZED LEASES				2581	00F1590	2582	00G0090	2583	00H0090	2584	00I0090	2585	00J0090	2589	00S1590
GRAND TOTAL				2591	00T1501 17,720,083	2592	00T1502 389,511	2593	00T1503 (3,927)	2594	00T1504 3,327,516	2595	00T1505 19,328	2599	00T1599 21,452,490

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C.I. BANADEX-

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CHIQUITA NSD

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CBI-V1-001-005934

F-8 MOVEMENT OF PROPERTY, PLANT AND EQUIPMENT													
CONFIDENTIAL TREATMENT Request by Chiquita Brands						DATA CONTROL							
						SYSTEM		COMPANY No.		MONTH/YEAR TYPE			
COMPANY NAME C.I. BANADEX S.A.								0783		1285			
ACCOUNT DESCRIPTION		BALANCE AT BEGINNING OF YEAR (A)		DEPRECIATION EXPENSE		RETIREMENTS AND SALES		TRANSFERS FROM (TO) OTHER SUBSIDIARIES		RECLASS AND OTHER		BALANCE AT END OF PERIOD	
AT COST:													
LAND		2511	16A0010	2512	16B0010	2513	16C0010	2514	16D0010	2515	16E0010	2519	00R1610
BUILDINGS & IMPROVEMENTS		2521	16A0010 838,797	2522	16B0020 422,934	2523	16C0020	2524	16D0020	2525	16E0020 (333,682)	2529	00R1620 427,889
CULTIVATIONS		2531	16A0030	2532	16B0030	2533	16C0030	2534	16D0030	2535	16E0030	2539	00R1630 0
MACHINERY & EQUIPMENT		2541	16A0040 1,052,428	2542	16B0040 510,216	2543	16C0040 (1,734)	2544	16D0040 2,803,427	2545	16E0040 1,068,155	2549	00R1640 8,333,482
SHIPS		2551	16A0050	2552	16B0050 255,391	2553	16C0050	2554	16D0050	2555	16E0050 0	2559	00R1650 255,391
OTHER		2571	16A0060 1,157,235	2572	16B0060 5,984	2573	16C0060	2574	16D0060 47,260	2575	16E0060 (1,152,290)	2579	00R1660 58,189
TOTAL AT COST		2581	00A1699 3,048,450	2582	00B1699 1,194,526	2583	00C1699 (1,734)	2584	00D1699 2,850,687	2585	00E1699 (16,997)	2589	00R1699 7,074,941
CAPITALIZED LEASES:													
BUILDINGS & IMPROVEMENTS		2721	16F0020	2722	16G0020	2723	16H0020	2724	16I0020	2725	16J0020	2729	00S1620
CULTIVATIONS		2731	16F0030	2732	16G0030	2733	16H0030	2734	16I0030	2735	16J0030	2739	00S1630
MACHINERY & EQUIPMENT		2741	16F0040	2742	16G0040	2743	16H0040	2744	16I0040	2745	16J0040	2749	00S1640
SHIPS		2751	16F0050	2752	16G0050	2753	16H0050	2754	16I0050	2755	16J0050	2759	00S1650
OTHER		2771	16F0060	2772	16G0060	2773	16H0060	2774	16I0060	2775	16J0060	2779	00S1660
TOTAL CAPITALIZED LEASES		2781	00F1699	2782	00G1699	2783	00H1699	2784	00I1699	2785	00J1699	2789	00S1699
GRAND TOTAL		2791	00T1601 3,048,450	2792	00T1602 1,194,526	2793	00T1603 (1,734)	2794	00T1604 2,850,687	2795	00T1605 (16,997)	2799	00T1609 7,074,941

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C.I. BANADEX-

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CHINUITA NSD

F-50 DETAIL OF EXPENSES

COMPANY NAME:

C. I. BANANDEX S. A.

COMP #

DATE

0733

DECEMBER-1995

ACCOUNT DESCRIPTION	ACCOUNT NUMBER	AMOUNT (WHOLE DOLARES)
COST OF SALES AND SERVICES-OTHER		
BEGINNING INVENTORY:	65210	0
ADD PURCHASES	65310	16,603,130
ADD OTHER COST		
SALARIES AND WAGES	65403	4,748,152
RENTALS	65406	415,128
REPAIRS	65409	593,930
TAXES	65412	941,690
PENSIONS	65424	0
OTHER EMPLOYEES BENEFITS	65427	298,000
FUEL LIGHT AND POWER	65430	275,220
FREIGHT AND CARTAGE	65433	366,955
MATERIAL AND SUPPLIES	65436	4,895,249
TRAVEL AND ENTERTAINMENT	65439	187,771
RELOCATION	65442	89,582
INSURANCE	65460	165,776
TELEPHONE, TELEGRAPH, RADIO AND CABLE	65463	174,118
MEMBERSHIP DUES AND SUBSCRIPTIONS	65469	12,086
CONTRIBUTIONS AND WELFARE	65472	150,418
DAMAGE TO PROPERTY- CLAIMS-INJURIES TO PERSONS	65475	210,328
COMMISSIONS, FEES AND SERVICES	65478	2,159,465
INTERCOMPANY CHARGES AND CREDITS	65487	(2,962,874)
MISCELLANEOUS	65496	(872,263)
LESS ENDING INVENTORY	65510	
TOTAL OTHER COST OF SALES AND SERVICES F-2 LINE 65999		28,481,761
SELLING- OTHER		
SALARIES AND WAGES	66403	
RENTALS	66406	
REPAIRS	66409	
TAXES	66412	
ADVERTISING	66421	
PENSIONS	66424	
OTHER EMPLOYEES BENEFITS	66427	
FUEL LIGHT AND POWER	66430	
FREIGHT AND CARTAGE	66433	
MATERIAL AND SUPPLIES	66436	
TRAVEL AND ENTERTAINMENT	66439	
RELOCATION	66442	
INSURANCE	66460	
TELEPHONE, TELEGRAPH, RADIO AND CABLE	66463	
MEMBERSHIP DUES AND SUBSCRIPTIONS	66469	
CONTRIBUTIONS AND WELFARE	66472	
DAMAGE TO PROPERTY- CLAIMS-INJURIES TO PERSONS	66475	
COMMISSIONS, FEES AND SERVICES	66478	
RESEARCH & DEVELOPMENT	66484	
INTERCOMPANY CHARGES AND CREDITS	66487	
MISCELLANEOUS	66496	
TOTAL OTHER SELLING EXPENSES F-2 LINE 66999		
SELLING- OTHER		
SALARIES AND WAGES	67403	
RENTALS	67406	
REPAIRS	67409	
TAXES	67412	
ADVERTISING	67421	
PENSIONS	67424	
OTHER EMPLOYEES BENEFITS	67427	
FUEL LIGHT AND POWER	67430	
FREIGHT AND CARTAGE	67433	
MATERIAL AND SUPPLIES	67436	
TRAVEL AND ENTERTAINMENT	67439	
RELOCATION	67442	
INSURANCE	67460	
TELEPHONE, TELEGRAPH, RADIO AND CABLE	67463	
MEMBERSHIP DUES AND SUBSCRIPTIONS	67469	
CONTRIBUTIONS AND WELFARE	67472	
DAMAGE TO PROPERTY- CLAIMS-INJURIES TO PERSONS	67475	
COMMISSIONS, FEES AND SERVICES	67478	
ROYALTIES	67481	
RESEARCH & DEVELOPMENT	67484	
INTERCOMPANY CHARGES AND CREDITS	67487	
MISCELLANEOUS	67496	
TOTAL OTHER GENERAL AND ADMINISTRATIVE COSTS F-2 LINE 67999		

Confidential Treatment
Request by Chinuita Brands

2CHQ3-000048

CBI-V1-001-005935

Confidential Treatment
Request by Chiquita Brands

CHIQUITA NSD

000025826

CBI-V1-001-005936

ACCOUNT	LOCAL CURRENCY		U.S. DOLLAR		U.S. DOLLAR		U.S. DOLLAR		U.S. DOLLAR		TOTAL PER F-1
	AMOUNT	RATE	U.S. DOLLAR EQUIVALENCY	U.S. DOLLARS	AMOUNT	RATE	U.S. DOLLAR EQUIVALENCY	AMOUNT	RATE	U.S. DOLLAR EQUIVALENCY	
01,02 Cash & Cash Equivalents	1,033,577.7	0.001013		1,048.5							
04 Marketable Securities	0.0	0.001013		15.5							
04, 07 Account & Notes Receivable, Net	6,597,266.0	0.001013		2,455.5							
06A-C, F-H, X, Y Inventories	0.0	0.001013		6,678.6							
08 D, I Growing Crops	0.0	0.001013		213.8							1,052.0
08E, J Materials & Supplies	0.0	0.001013		0.0							2,453.5
10 Prepaid Expenses	0.0	0.001013		884.0							8,893.5
11 Prepaid Income Taxes	0.0	0.001013		4,130.1							0.0
0078111 Total Current Assets	721,778.6	0.001013		109.9							884.0
	6,332,623.2	0.001013		730.6							4,130.1
12A-I, X, 14 Other Loans, Notes & Receivables-Net	0.0	0.001013		6,457.1							109.9
12I Livestock	284,329.7	0.001013		7,808.8							730.6
12J, K Investments in A/R & Unaffiliated Companies	0.0	0.001013		267.9							18,265.8
15, 16 Fixed Assets-Net	0.0	0.001013		4.0							
18 Other Non-Current Assets	0.0	0.001013		5.0							10,525.3
20 Deferred Charges	0.0	0.001013		30,827.2							4.0
22 Deferred Income Taxes	0.0	0.001013		802.4							5.0
23A, B Trademarks	0.0	0.001013									30,827.2
23A, B Goodwill	0.0	0.001013									0.0
27, 28 Investments in Consolidated Subsidiaries	0.0	0.001013									802.4
28, 30, 32 Accounts with Affiliated Companies	0.0	0.001013		0.0							0.0
31 In-Transit Receivable	0.0	0.001013		8,422.0							0.0
0070131 Total Assets	0.0	0.001013		10,442.3							0.0
	8,818,952.9	0.001013		8,724.7							8,422.0
33 Notes & Loans Payable	85,107.8	0.001013		66,369.3							10,442.3
35 Long-Term Debt Due Within One Year	1,520,809.9	0.001013		86.2							0.0
37 Accounts Payable	4,398,186.2	0.001013		1,539.7							77,094.0
38 Dividends Payable	0.0	0.001013		4,451.2							
41 Accrued Liabilities & Other Reserves	4,040,798.1	0.001013		4,091.3							7,139.7
42 Current Portion of Deferred Income Taxes	0.0	0.001013		831.5							3,629.7
0073342 U.S. & Foreign Income Taxes	0.0	0.001013		9.0							8,670.9
Total Current Liabilities	10,052,262.2	0.001013		10,178.0							0.0
43 Long-Term Debt	750,980.4	0.001013		11,093.8							4,972.8
45 Accrued Pension & Severance	5,268,624.1	0.001013		790.7							9.8
46, 47 Other Liabilities & Deferred Credits	0.0	0.001013		5,334.8							21,271.8
48 Accounts with Affiliated Companies	0.0	0.001013		6,110.1							
0073346 Accounts Payable G. O	0.0	0.001013									30,239.8
Total Liabilities	15,302,156.7	0.001013		18,303.5							5,334.8
0078088 Total shareholders' Equity				14,402.6							6,110.1
0073358 Total Liabilities & Equity				80,790.5							0.0
											273.0
											62,991.5
											14,402.6
											77,094.0

01/11/96

2CHQ3-000049

P. 082

2668141

JAN-11-1996 13:22

Confidential Treatment
Request by Chiquita Brands

CO. #	MO./YR.
0733	12-95

(A)		(B)	(C)	(D)	(E)		(F)	(G)	(H)	RECONCILIATION OF TAX EXPENSE			
TAXING AUTHORITY		TAX YEAR	BALANCE OF LIABILITY BEGINNING OF PERIOD	PAYMENT DURING PERIOD	CURRENT YEAR	PRIOR YEARS	OTHER CHANGES	BALANCE OF LIABILITY AT END OF PERIOD	CURRENT PROVISION (E) + (F)	DEFERRED PROVISION FROM F-12	STATE PROVISION FROM F-14	TOTAL	
GOBIERNO DE COLOMBIA		1995	204.837	0	5.063	209.900	(204.837)	5.063	214.963	0	0	5.063	
TOTALS		1995	204.837	0	5.063	209.9	(204.84)	5.063	0	214.963	0	5.063	

CHIQUITA NSD

0000025827

CBI-V1-001-005937

2660141

JAN-22-1996 11:51

2CHQ3-000050

Confidential Treatment
Request by Chiquita Brands

ACCOUNT DESCRIPTION		BALANCE AT BEGINNING OF YEAR (A)		PURCHASES		RETIREMENTS AND SALES		TRANSFERS FROM (TO) OTHER SUBSIDIARIES		RECLASS AND OTHER		BALANCE AT END OF PERIOD	
AT COST:													
LAND		2411	15A0010	2412	15B0010	2413	15C0010	2414	15D0010	2415	15E0010	2419	00R1510
			159,344								69,330		228,674
BUILDINGS & IMPROVEMENTS		2421	15A0010	2422	15B0020	2423	15C0020	2424	15D0020	2425	15E0020	2429	00R1520
			8,470,323								(8,267,047)		203,276
CULTIVATIONS		2431	15A0030	2432	15B0030	2433	15C0030	2434	15D0030	2435	15E0030	2439	00R1530
											5,310		5,310
MACHINERY & EQUIPMENT		2441	15A0040	2442	15B0040	2443	15C0040	2444	15D0040	2445	15E0040	2449	00R1540
			3,681,308		385,892		(3,927)		3,195,034		13,519,342		20,777,647
SHIPS		2451	15A0050	2452	15B0050	2453	15C0050	2454	15D0050	2455	15E0050	2459	00R1550
											2,332		2,332
OTHER		2471	15A0090	2472	15B0090	2473	15C0090	2474	15D0090	2475	15E0090	2479	00R1590
			5,409,090		3,819				132,482		(5,309,939)		235,252
TOTAL-AT COST		2481	00A1599	2482	00B1599	2483	00C1599	2484	00D1599	2485	00E1599	2489	00R1599
			17,720,063		389,511		(3,927)		3,327,518		19,328		21,452,490
													0
CAPITALIZED LEASES:													
LAND		2511	15F0010	2512	15G0010	2513	15H0010	2514	15I0010	2515	15J0010	2519	00S1510
BUILDINGS & IMPROVEMENTS		2521	15F0020	2522	15G0020	2523	15H0020	2524	15I0020	2525	15J0020	2529	00S1520
CULTIVATIONS		2531	15F0030	2532	15G0030	2533	15H0030	2534	15I0030	2535	15J0030	2539	00S1530
MACHINERY & EQUIPMENT		2541	15F0040	2542	15G0040	2543	15H0040	2544	15I0040	2545	15J0040	2549	00S1540
SHIPS		2551	15F0050	2552	15G0050	2553	15H0050	2554	15I0050	2555	15J0050	2559	00S1550
OTHER		2571	15F0090	2572	15G0090	2573	15H0090	2574	15I0090	2575	15J0090	2579	00S1590
TOTAL-CAPITALIZED LEASES		2581	00F1599	2582	00G0099	2583	00H0099	2584	00I0099	2585	00J0099	2589	00S1599
GRAND TOTAL		2591	00T1501	2592	00T1502	2593	00T1503	2594	00T1504	2595	00T1505	2599	00T1599
			17,720,063		389,511		(3,927)		3,327,518		19,328		21,452,490

2CHQ3-000051

CHIQUITA NSD

000025828

CBI-V1-001-005938

Confidential Treatment
Request by Chiquita Brands

COMPANY NAME

C.I. BANADEX S.A.

COMPANY NO.

MONTH/YEAR

0733

12/95

RECLASS AND OTHER - AT COST

CLASSIFICATION	RECLASS AMOUNT	OTHER AMOUNT	TOTAL AMOUNT	EXPLANATION
LAND	69,330	0	69,330	INVENTORY ADJUSTMENT
BUILDINGS AND IMPROVEMENTS	(8,267,047)	0	(8,267,047)	INVENTORY ADJUSTMENT
CULTIVATIONS	5,310	0	5,310	INVENTORY ADJUSTMENT
MACHINERY AND EQUIPMENT	13,553,221	(33,879)	13,519,342	INVENTORY ADJUSTMENT
SHIPS	2,332	0	2,332	INVENTORY ADJUSTMENT
OTHER	(5,336,820)	28,881	(5,309,939)	INVENTORY ADJUSTMENT
TOTAL AT COST (1)			19,328	
(MUST AGREE WITH F-5 ACCT. 00E1599)				

RECLASS AND OTHER - CAPITALIZE LEASES

CLASSIFICATION	RECLASS AMOUNT	OTHER AMOUNT	TOTAL AMOUNT	EXPLANATION
LAND				
BUILDINGS AND IMPROVEMENTS				
CULTIVATIONS				
MACHINERY AND EQUIPMENT				
SHIPS				
OTHER				
TOTAL AT COST (1)				
(MUST AGREE WITH F-5 ACCT. 00E1599)				
TOTAL RECLASS & OTHER (1) + (2)			19,328	
(MUST AGREE WITH F-5 ACCT. 00T1505)				

2CHQ3-000053

CHIQUITA NSD

000025830

CBI-V1-001-005940

Confidential Treatment
Request by Chiquita Brands

C.I. BANAOEX S.A.

0733

12/85

JAN 16 1995

RECLASS AND OTHER - AT COST

CLASSIFICATION	RECLASS AMOUNT	OTHER AMOUNT	TOTAL AMOUNT	EXPLANATION
LAND				
BUILDINGS AND IMPROVEMENTS	(833,862)	0	(833,862)	RECLASS
CULTIVATIONS		0	0	
MACHINERY AND EQUIPMENT	1,969,152	(18,997)	1,969,155	RECLASS - INVENTORY ADJUSTMENT
SHIPS			0	
OTHER	(1,152,290)		(1,152,290)	RECLASS
	TOTAL AT COST (1)			
	(MUST AGREE WITH F-5 ACCT. 00E1599)		(18,997)	

RECLASS AND OTHER - CAPITALIZE LEASES

CLASSIFICATION	RECLASS AMOUNT	OTHER AMOUNT	TOTAL AMOUNT	EXPLANATION
LAND				
BUILDINGS AND IMPROVEMENTS				
CULTIVATIONS				
MACHINERY AND EQUIPMENT				
SHIPS				
OTHER				
	TOTAL AT COST (1)			
	(MUST AGREE WITH F-5 ACCT. 00E1599)			
	TOTAL RECLASS & OTHER (1) + (2)			
	(MUST AGREE WITH F-5 ACCT. 00T1505)		(18,997)	

2CHQ3-000055

CHIQUITA NSD

000025832

CBI-V1-001-005942

DATE RUN 06/20/97
TIME RUN 105832

UNITED BRANDS COMPANY

RPT. NO. CCS-MPQ3R

PAGE 59

BALANCE SHEET BY COMPANY

AS OF DECEMBER 1996

TURBO CONSOL
CONSOL JOURNAL
CS3558 ENTRIES

TURBO CONSOL
FINCA-GO
CS0384 CS0698

AGRI
AGRI
RETH-GO
GSO700

AGRI
PRO-GO
CS0702

ACCOUNT DESCRIPTION	TURBO CONSOL CS3558	TURBO CONSOL CS0384	AGRI FINCA-GO CS0698	AGRI RETH-GO GSO700	AGRI PRO-GO CS0702
CASH AND EQUIVALENTS	3,061,956	3,058,887			
TRADE RECEIVABLES	44,296	44,296			
OTHER RECEIVABLES	6,676,266	6,676,266			
TRADE-ALLOWANCE FOR DOUBTFUL ACCOUNTS					
OTHER-ALLOWANCE FOR DOUBTFUL ACCOUNTS	(650,105)	(650,105)			
TOTAL INVENTORIES	9,873,968	4,908,351	449,390	477,000	148,700
TOTAL PREPAID EXPENSES	176,581	172,581			
PREPAID INCOME TAXES	691,271	691,271			
TOTAL CURRENT ASSETS	19,874,233	14,901,547	449,390	477,000	148,700
TOTAL INVESTMENT AND LONG-TERM RECEIVABLES	3,880,536	3,890,536			
ALLOWANCE FOR DOUBTFUL ACCOUNTS L/T	(169,302)	(169,302)			
PROPERTY, PLANT AND EQUIPMENT	62,270,992	48,590,190	2,935,371	2,504,745	809,426
ACCUMULATED DEPRECIATION	(17,666,427)	(15,755,776)	(798,369)	(598,498)	(197,642)
TOTAL OTHER NON-CURRENT ASSETS					
TOTAL DEFERRED CHARGES	64,215	36,178	(1)	1	
DEFERRED INCOME TAX BENEFITS					
TRADEMARKS-NET OF AMORTIZATION					
GOODWILL-NET OF AMORTIZATION					
INVESTMENTS IN CONSOLIDATED SUBSIDIARIES U					
INVESTMENTS IN CONSOLIDATED SUBSIDIARIES-N	270,341	(68,464,329)	9,178,047		
ACCOUNTS RECEIVABLE WITH AFFIL COS - U.S.	8,048,187	30,806,512	(320,937)	(30,827)	(9,000)
ACCOUNTS RECEIVABLE WITH AFFIL COS - NON-U					
INTERCOMPANY LOANS	(31,220,753)				
IN-TRANSIT					
TOTAL ASSETS	49,350,022	(68,464,329)	91,477,932	2,265,454	2,352,421
TOTAL NOTES AND LOANS PAYABLE	2,400,000		2,400,000		
TOTAL LONG-TERM DEBT DUE WITHIN ONE YEAR	3,204,958		3,204,958		
TOTAL ACCOUNTS PAYABLE	5,580,331		5,580,331		
DIVIDENDS PAYABLE					
TOTAL ACCRUED LIABILITIES	4,964,505		4,964,505		
US, FOREIGN & STATE INCOME TAXES	239,839		239,839		
DEFERRED INCOME TAXES-CURRENT					
TOTAL CURRENT LIABILITIES	16,389,633		16,389,633		
TOTAL LONG-TERM DEBT	46,424,359		46,424,359		
TOTAL ACCR. PENSION & SEV. LIAB.	(533,663)		8,313,808		
DEFERRED INCOME					
DEFERRED INCOME TAXES NON-CURRENT	10		10		
MINORITY INTEREST					
ACCOUNTS PAYABLE WITH AFFIL CO. - U.S. INC					
ACCOUNTS PAYABLE WITH AFFIL CO. - NON U.S.					
ACCOUNTS PAYABLE GENERAL OFFICE			(273,080)		
TOTAL LIABILITIES	62,280,339		70,854,730		
PREFERRED AND PREFERENCE STOCK					
CAPITAL STOCK	40,289,957	(10,074,306)	18,102,469		
CAPITAL SURPLUS	38,916,510	(58,390,023)	57,871,537	3,205,975	984,574
INCOME RETAINED - BALANCE AT END OF PERIOD	(96,136,784)		(55,350,804)	(940,521)	(713,216)
TOTAL SHAREHOLDERS' EQUITY	(16,930,317)	(68,464,329)	20,623,202	2,265,454	2,352,421
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	45,350,022	(68,464,329)	91,477,932	2,265,454	2,352,421

Confidential Treatment
Request by Chiquita Brands

2CHQ3-000065

CHIQUITA NSD

000025842

CBI-V1-001-005952

DATE RUN 06/20/97

ATE RUN 06/20/97
IME RUN: 110024
PT. NO. CCS-M-04R

UNITED BRANDS COMPANY

PAGE 118
PERIOD ENDED DECEMBER 1996

STATEMENT OF INCOME AND EXPENSES BY COMPANY

TURBO CONSOL CS3558	CONSOL JOURNAL ENTRIES	TURBO CONSOL CS0384	AGRI FINCA-GO CS0698	AGRI RETIR-GO CS0700	AGRI PRO-GO CS0702
(2,954,200)		(5,882,532)	(99,118)	(75,899)	(24,463)

ACCOUNT DESCRIPTION
INCOME (LOSS) FROM OPERATIONS

I/C - INTEREST INCOME
INTERCOMPANY INTEREST (EXPENSE)
DIVIDEND INCOME

TOTAL INTERCOMPANY ITEMS

INTEREST (EXPENSE)
AMORTIZATION OF DEBT EXPENSE
INT. - INTEREST INCOME-PLANTERS' ACCOUNTS
INTEREST INCOME-OTHER
RENT
DIVIDEND INCOME
PROFIT (LOSS) ON SALE OF SECURITIES
OTHER

TOTAL INTEREST INCOME & OTHER INCD

PROVISION FOR INTERCOMPANY PROFIT (LOSS) I
PROPERTY GAINS OR (LOSSES)

EXCH-TRANSLATIONS
TRANSACTIONS
FORWARD CONTRACTS

TOTAL EXCHANGE GAINS OR (LOSSES)

NON-RECURRING ITEMS
MINORITY INTERESTS

NET INCOME (LOSS) BEFORE INCOME TAXES

PROVISION FOR INCOME TAXES

NET INCOME(LOSS)

(4,601,655)	(4,601,655)				
1,513,589		1,513,589			
11,620		11,620			
1,525,209		1,525,209			
164,782		164,782			
(318,549)		(318,549)			
(153,767)		(153,767)			
(6,184,413)		(9,112,745)	(99,118)	(75,899)	(24,463)
(229,248)		(229,248)			
(8,413,661)		(9,341,993)	(99,118)	(75,899)	(24,463)

Confidential Treatment
Request by Chiquita Brands

TOTAL DEPRECIATION

3,102,083

2,670,540

99,118

74,088

24,463

ZCHQ3-000067

CHIQUITA NSD

000025843

CBI-V1-001-005953

DATE RUN: 06/20/97
TIME RUN: 110024
RPT. NO. CCS-M-04R

UNITED BRANDS COMPANY

STATEMENT OF INCOME AND EXPENSES BY COMPANY

PERIOD ENDED DECEMBER 1996

ACCOUNT DESCRIPTION	TURBO CONSOL CS3558	CONSOL JOURNAL ENTRIES	TURBO CONSOL CS0384	AGRI FINCA-GO CS0698	AGRI RETIR-GO CS0700	AGRI PRO-GO CS0702
SALES AND SERVICES-OUTSIDERS	2,276,991		2,276,991			
SALES AND SERVICES-INTERCOMPANY	80,681,003	(52,092,485)	132,773,488			
TOTAL SALES AND SERVICES	82,957,994	(52,092,485)	135,050,479			
OPERATING COSTS AND EXPENSES						
COS-DEPRECIATION	3,102,083		2,670,540			
AMORTIZATION	39,432		39,432	99,118	74,088	24,463
COST OF SALES AND SERVICES - OTHER	81,867,750	(52,092,485)	137,353,633			
TOTAL COST OF SALES AND SERVICES	85,009,265	(52,092,485)	140,063,605	99,118	1,811	24,463
SELL-DEPRECIATION						
AMORTIZATION						
SELLING - OTHER						
TOTAL SELLING						
G&A-DEPRECIATION						
AMORTIZATION						
LEGAL FEES	909					
GENERAL AND ADMINISTRATIVE - OTHER	32,614					
TOTAL GENERAL AND ADMINISTRATIVE	33,523					
PROVISION FOR BAD DEBTS	869,406		869,406			
GOA-DIRECT						
INDIRECT						
TOTAL GENERAL OFFICE ALLOCATIONS						
TOTAL OPERATING COSTS & EXPENSES	85,912,194	(52,092,485)	140,933,011	99,118	75,899	24,463
INCOME (LOSS) FROM OPERATIONS	(2,954,200)	(5,882,532)	(9,882,532)	(99,118)	(75,899)	(24,463)

Confidential Treatment
Request by Chiquita Brands

2CHQ3-000066

CHIQUITA NSD

000025844

CBI-V1-001-005954

RUN DATE: 98/11/05
RUN TIME: 12:10:08

CONSOL UTILITY FUNCTIONS
CONTROL REPORT

PAGE: 1
PROGRAM: CONREQ VERSION: 600.0.11

12:10:08 1100-CONM12
12:10:08 0000-CONREQ
12:10:08 1100-CONM12
12:10:11 1000-CONI14
12:10:11 0200-CONREQ
12:10:11 0200-CONREQ
12:10:11 0200-CONREQ
12:10:11 0200-CONREQ
12:10:12 38.-CONREQ
12:10:12 38.-CONREQ
12:10:12 2.-CONREQ
12:10:12 2.-CONREQ
12:10:12 2.-CONREQ
12:10:12 2.-CONREQ
12:10:26 10.-CONREQ
12:10:26 17.-CONREQ
12:10:26 22.-CONREQ
12:10:26 23.-CONREQ
12:10:26 1900-CONM12

RUNNING CA-CONSOL CONSOLIDATION ACCOUNTING SYSTEM RELEASE 6.0.0
LOADING MODULE CONREQ VERSION 600.0.11 (FROM 02/20/93 AT 15:32:37).
LOADING MODULE CONM12 VERSION 600.0.03 (FROM 08/08/90 AT 07:56:01).
LOADING MODULE CONI14 VERSION 600.0.01 (FROM 10/21/92 AT 17:05:27).

Confidential Treatment
Request by Chiquita Brands

CONTROL CARD:

CONTENTS: 1 2 3 4 5 6 7 8
.....5.....0.....5.....0.....5.....0.....5.....0.....5.....0.....5.....0
Y

WARNING- SET DESCRIPTION

TEMPO01 07CS038301A

CONREQ INPUT RECORDS:

1 TEMPO01 07CS038301A

2 TEMPO02 07CS038401A

CARD INPUT 000002

CONREQ IN 000002

CONREQ OUT 0002

CONREQ HAS SUCCESSFULLY COMPLETED
END OF REPORT.

CHIQUITA NSD

000025845

CBI-V1-001-005955

2CHQ3-000068

DATE RUN 11/05/98
TIME RUN 121030

UNITED BRANDS COMPANY
BALANCE SHEET BY COMPANY
S, MARTA CONSOL
CONSOL JOURNAL
CS0383 ENTRIES

RPT. NO. CCS-M-03R PAGE 1
AS OF DECEMBER 1996

ACCOUNT DESCRIPTION		
CASH AND EQUIVALENTS	642,363	
TRADE RECEIVABLES		
OTHER RECEIVABLES	612,461	
TRADE-ALLOWANCE FOR DOUBTFUL ACCOUNTS	(173,039)	
OTHER-ALLOWANCE FOR DOUBTFUL ACCOUNTS		
TOTAL INVENTORIES	888	
TOTAL PREPAID EXPENSES	75,837	
PREPAID INCOME TAXES		
TOTAL CURRENT ASSETS	1,158,510	
TOTAL INVESTMENT AND LONG-TERM RECEIVABLES	1,944,728	1,195,604
ALLOWANCE FOR DOUBTFUL ACCOUNTS-L/T	(635,654)	
PROPERTY, PLANT AND EQUIPMENT	22,000,650	
ACCUMULATED DEPRECIATION	(4,171,230)	
TOTAL OTHER NON-CURRENT ASSETS	55,458	
TOTAL DEFERRED CHARGES		
DEFERRED INCOME TAX BENEFITS		
TRADEMARKS-NET OF AMORTIZATION		
GOODWILL-NET OF AMORTIZATION		
INVESTMENTS IN CONSOLIDATED SUBSIDIARIES U		
INVESTMENTS IN CONSOLIDATED SUBSIDIARIES-N	3,128,960	
ACCOUNTS RECEIVABLE WITH AFFIL COS - U.S.	(26,675,551)	21,691
ACCOUNTS RECEIVABLE WITH AFFIL COS - NON-U		
INTERCOMPANY LOANS		
IN-TRANSIT		
TOTAL ASSETS	(3,194,129)	1,217,295
TOTAL NOTES AND LOANS PAYABLE	259,872	(170,454)
TOTAL LONG-TERM DEBT DUE WITHIN ONE YEAR	194,672	
TOTAL ACCOUNTS PAYABLE	405,848	
DIVIDENDS PAYABLE		
TOTAL ACCRUED LIABILITIES	1,186,183	
US, FOREIGN & STATE INCOME TAXES	149,390	
DEFERRED INCOME TAXES-CURRENT		
TOTAL CURRENT LIABILITIES	2,195,965	(170,454)
TOTAL LONG-TERM DEBT	14,217,978	
TOTAL ACCR. PENSION & SEV. LIAB.	4,255,877	
DEFERRED INCOME		
DEFERRED INCOME TAXES NON-CURRENT		
MINORITY INTEREST	(26,178)	
ACCOUNTS PAYABLE WITH AFFIL CO. - U.S. INC		
ACCOUNTS PAYABLE WITH AFFIL CO. - NON U.S.		
ACCOUNTS PAYABLE GENERAL OFFICE		
TOTAL LIABILITIES	20,643,642	1,025,150
PREFERRED AND PREFERENCE STOCK		
CAPITAL STOCK	6,387,385	
CAPITAL SURPLUS	4,502,123	
INCOME RETAINED - BALANCE AT END OF PERIOD	(34,727,279)	192,145
TOTAL SHAREHOLDERS' EQUITY	(23,837,771)	192,145
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	(3,194,129)	1,217,295

Confidential Treatment
Request by Chiquita Brands

CHIQUITA NSD

000025846

CBI-V1-001-005956

2CHQ3-000069

DATE RUN 11/05/98
TIME RUN 121030

UNITED BRANDS COMPANY
BALANCE SHEET BY COMPANY
TURBO CONSOL
CONSOL JOURNAL
CS0384 ENTRIES

RPT. NO. CCS-M-03R PAGE 2
AS OF DECEMBER 1996

ACCOUNT DESCRIPTION		
CASH AND EQUIVALENTS	3,058,887	
TRADE RECEIVABLES	44,296	
OTHER RECEIVABLES	6,676,266	133,818
TRADE-ALLOWANCE FOR DOUBTFUL ACCOUNTS		650,105
OTHER-ALLOWANCE FOR DOUBTFUL ACCOUNTS	(650,105)	(650,105)
TOTAL INVENTORIES	4,908,351	
TOTAL PREPAID EXPENSES	172,581	
PREPAID INCOME TAXES	691,271	
TOTAL CURRENT ASSETS	14,901,547	133,818
TOTAL INVESTMENT AND LONG-TERM RECEIVABLES	3,890,536	(5,026,627)
ALLOWANCE FOR DOUBTFUL ACCOUNTS L/T	(169,302)	
PROPERTY, PLANT AND EQUIPMENT	48,590,190	(132,592)
ACCUMULATED DEPRECIATION	(15,755,776)	132,592
TOTAL OTHER NON-CURRENT ASSETS		
TOTAL DEFERRED CHARGES	36,178	
DEFERRED INCOME TAX BENEFITS		
TRADEMARKS-NET OF AMORTIZATION		
GOODWILL-NET OF AMORTIZATION		
INVESTMENTS IN CONSOLIDATED SUBSIDIARIES U		
INVESTMENTS IN CONSOLIDATED SUBSIDIARIES-N	9,178,047	
ACCOUNTS RECEIVABLE WITH AFFIL COS - U.S.	30,806,512	(21,691)
ACCOUNTS RECEIVABLE WITH AFFIL COS - NON-U		
INTERCOMPANY LOANS		
IN-TRANSIT		
TOTAL ASSETS	91,477,932	(4,914,500)
TOTAL NOTES AND LOANS-PAYABLE	2,400,000	
TOTAL LONG-TERM DEBT DUE WITHIN ONE YEAR	3,204,958	
TOTAL ACCOUNTS PAYABLE	5,580,331	
DIVIDENDS PAYABLE		
TOTAL ACCRUED LIABILITIES	4,964,505	
US, FOREIGN & STATE INCOME TAXES	239,839	
DEFERRED INCOME TAXES-CURRENT		
TOTAL CURRENT LIABILITIES	16,389,633	
TOTAL LONG-TERM DEBT	46,424,359	
TOTAL ACCR, PENSION & SEV. LIAB.	8,313,808	
DEFERRED INCOME		(5,026,627)
DEFERRED INCOME TAXES-NON-CURRENT	10	
MINORITY INTEREST		
ACCOUNTS PAYABLE WITH AFFIL CO. - U.S. INC		
ACCOUNTS PAYABLE WITH AFFIL CO. - NON U.S.		
ACCOUNTS PAYABLE GENERAL OFFICE	(273,080)	
TOTAL LIABILITIES	70,854,730	(5,026,627)
PREFERRED AND PREFERENCE STOCK		
CAPITAL STOCK	18,102,469	
CAPITAL SURPLUS	57,871,537	
INCOME RETAINED - BALANCE AT END OF PERIOD	(55,350,804)	112,127
TOTAL SHAREHOLDERS' EQUITY	20,623,202	112,127
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	91,477,932	(4,914,500)

Confidential Treatment
Request by Chiquita Brands

2CHQ3-000070

CHIQUITA NSD

0000025847

CBI-V1-001-005957

CHIQUITA BRANDS INTERNATIONAL, INC.

CONTROL REPORT CONADV 600.0.08

11/05/98 12:10 PAGE: 1

1 2 3 4 5 6 7 8
123456789012345678901234567890123456789012345678901234567890

CONTROL CARD 1 IS: 04991201 DECEMBER 1996 2226
PERIOD CARD 1 IS: 01019612A1YC

CONSTANTS	9001	1,000	9002	500	9003	1 9005	100	9006	100,000	9007	200,000
CONSTANTS	9009	100,000	9010	200,000	9111	3 9112	6	9113	9	9114	12

REPORT SET * 1 IS: M03R1TEMP
SELECT CARDS 1 IS: *BALANCE SHEET BY COMPANY WITH 1/1/90 CHANGES
SELECT CARDS 2 IS: AM3RJN3AGRPS 001
SELECT CARDS 3 IS: BM3BH3CH3DM3ZM3YM3W

2226

Confidential Treatment
Request by Chiquita Brands

CHIQUITA NSD

000025848

CBI-V1-001-005958

2CHQ3-000071

RUN DATE: 98/11/05
RUN TIME: 12:09:20

CONSOL UTILITY FUNCTIONS
CONTROL REPORT

PAGE: 1
PROGRAM: CONREQU VERSION: 600.0.11

12:09:20 1100-CONM12
12:09:20 0000-CONREQU
12:09:20 1100-CONM12
12:09:23 1000-CONI14
12:09:23 0200-CONREQU
12:09:23 0200-CONREQU
12:09:23 0200-CONREQU
12:09:24 38.-CONREQU
12:09:24 38.-CONREQU
12:09:24 2.-CONREQU
12:09:24 2.-CONREQU
12:09:24 2.-CONREQU
12:09:38 10.-CONREQU
12:09:38 17.-CONREQU
12:09:38 22.-CONREQU
12:09:39 23.-CONREQU
12:09:39 1900-CONM12

RUNNING CA-CONSOL CONSOLIDATION ACCOUNTING SYSTEM RELEASE: 8.0.0
LOADING MODULE CONREQU VERSION 600.0.11 (FROM 02/20/93 AT 15:32:37).
LOADING MODULE CONM12 VERSION 600.0.03 (FROM 08/08/90 AT 07:56:01).
LOADING MODULE CONI14 VERSION 600.0.01 (FROM 10/21/92 AT 17:05:27).

Confidential Treatment
Request by Chiquita Brands

CONTROL CARD:

CONTENTS: 1 2 3 4 5 6 7 8
...5...0...5...0...5...0...5...0...5...0...5...0...5...0
y

WARNING- SET DESCRIPTION

TEMPO01 07CS038301A

CONREQ INPUT RECORDS:

1 TEMPO01 07CS038301A

2 TEMPO02 07CS083401A

CARD INPUT 000002

CONREQIN IN 000002

CONREQ OUT 0002

CONREQU HAS SUCCESSFULLY COMPLETED

END OF REPORT.

CHIQUITA NSD

000025849

CBI-V1-001-005959

2CHQ3-000072

DATE RUN 11/05/98
TIME RUN: 120942
RPT. NO. CCS-M-04R

UNITED BRANDS COMPANY

PAGE 1
PERIOD ENDED DECEMBER 1996

STATEMENT OF INCOME AND EXPENSES BY COMPANY

ACCOUNT DESCRIPTION	S. MARTA CONSOL CS0383	CONSOL JOURNAL ENTRIES
SALES AND SERVICES-OUTSIDERS	12,491	
SALES AND SERVICES-INTERCOMPANY	9,052,951	
TOTAL SALES AND SERVICES	9,065,442	
OPERATING COSTS AND EXPENSES		
COS.-DEPRECIATION	917,495	
AMORTIZATION	28,044	
COST OF SALES AND SERVICES - OTHER	11,700,756	
TOTAL COST OF SALES AND SERVICES	12,646,295	
SELL-DEPRECIATION		
AMORTIZATION		
SELLING - OTHER		
TOTAL SELLING		
G&A -DEPRECIATION		
AMORTIZATION		
LEGAL FEES		
GENERAL AND ADMINISTRATIVE - OTHER		
TOTAL GENERAL AND ADMINISTRATIVE		
PROVISION FOR BAD DEBTS	808,027	
GOA.-DIRECT		
INDIRECT		
TOTAL GENERAL OFFICE ALLOCATIONS		
TOTAL OPERATING COSTS & EXPENSES	13,454,322	
INCOME (LOSS) FROM OPERATIONS	(4,388,880)	

Confidential Treatment
Request by Chiquita Brands

CHIQUITA NSD

000025850

CBI-V1-001-005960

2CHQ3-000073

DATE RUN 11/05/98
TIME RUN: 120942
RPT. NO. CCS-M-04R

UNITED BRANDS COMPANY

PAGE 2

PERIOD ENDED DECEMBER 1996

STATEMENT OF INCOME AND EXPENSES BY COMPANY

S. MARTA
CONSOL
CS0383
CONSOL
JOURNAL
ENTRIES

ACCOUNT DESCRIPTION	
INCOME (LOSS) FROM OPERATIONS	(4,388,880)
I/C -INTEREST INCOME	
INTERCOMPANY INTEREST (EXPENSE)	
DIVIDEND INCOME	
TOTAL INTERCOMPANY ITEMS	
INTEREST (EXPENSE)	(1,467,219)
AMORTIZATION OF DEBT EXPENSE	
INT.-INTEREST INCOME-PLANTERS' ACCOUNTS	
INTEREST INCOME-OTHER	
RENT	
DIVIDEND INCOME	34,860
PROFIT (LOSS) ON SALE OF SECURITIES	
OTHER	
TOTAL INTEREST INCOME & OTHER INCO	34,860
PROVISION FOR INTERCOMPANY PROFIT (LOSS) I	
PROPERTY GAINS OR (LOSSES)	
EXCH-TRANSLATIONS	59,144
TRANSACTIONS	(103,212)
FORWARD CONTRACTS	
TOTAL EXCHANGE GAINS OR (LOSSES)	(44,068)
NON-RECURRING ITEMS	
MINORITY INTERESTS	
NET INCOME (LOSS) BEFORE INCOME TAXES	(5,865,307)
PROVISION FOR INCOME TAXES	(132,113)
NET INCOME(LOSS)	(5,997,420)

Confidential Treatment
Request by Chiquita Brands

TOTAL DEPRECIATION 917,495

2CHQ3-000074

CHIQUITA NSD

0000025851

CBI-V1-001-005961

CHIQUITA BRANDS INTERNATIONAL, INC

CONTROL REPORT CONADV 600.0.08

11/05/98 12:09 PAGE: 1

123456789012345678901234567890123456789012345678901234567890

CONTROL CARD 1 IS: 04991201 DECEMBER 1996 2226
PERIOD CARD 1 IS: 01019612A1YC

CONSTANTS	9001	1,000	9002	500	9003	1-	9005	100	9006	100,000	9007	200,000
CONSTANTS	9009	100,000-	9010	200,000-	9111	3	9112	6	9113	9	9114	12

REPORT SET ** 1 IS: M04R1TEMP
SELECT CARDS 1 IS: *STATEMENT OF INCOME AND EXPENSE BY COMPANY WITH 1/1/90 CHANGES
SELECT CARDS 2 IS: AM4RJM4AGRPS . 001
SELECT CARDS 3 IS: BM4BM4CM4DM4EM4F 2226

Confidential Treatment
Request by Chiquita Brands

CHIQUITA NSD

000025852

CBI-V1-001-005962

2CHQ3-000075

000025853

CHIQUITA NSD

Confidential Treatment
Request by Chiquita Brands

F-5C DETAIL OF RECLASS AND OTHER
FOR PROPERTY, PLANT AND EQUIPMENT & ACCUMULATED DEPRECIATION
(IN DOLLARS)

Page 1050.3

COMPANY NAME
BANADEX S.A.

COMPANY NO.	MONTH/YEAR
0733	12 / 96

RECLASS AND OTHER - AT COST				
CLASSIFICATION	RECLASS AMOUNT	OTHER AMOUNT	TOTAL AMOUNT	EXPLANATION
LAND				
Cost	(69,330)	0	(69,330)	
Accumulated Depreciation	0	0	0	
BUILDINGS AND IMPROVEMENTS				
Cost	8,286,399	0	8,286,399	
Accumulated Depreciation	137	960,959	961,096	p / y depr adj.
CULTIVATIONS				
Cost	49,323	0	49,323	
Accumulated Depreciation	0	8,112	8,112	p / y depr adj.
MACHINERY AND EQUIPMENT				
Cost	(7,781,488)	(1,153)	(7,782,641)	p / y depr adj.
Accumulated Depreciation	313,443	(141,652)	171,791	p / y depr adj.
SHIPS				
Cost	(2,332)	0	(2,332)	
Accumulated Depreciation	(255,391)	(381,741)	(637,132)	p / y depr adj.
OTHER				
Cost	(235,252)	0	(235,252)	
Accumulated Depreciation	(58,189)	0	(58,189)	
TOTAL AT COST (1)				
(COST MUST AGREE WITH F-4 ACCT. DE (1996))			246,167	
(ACC. DEPR. MUST AGREE WITH F-4 ACCT. DE (1996))			445,678	

RECLASS AND OTHER - CAPITALIZED LEASES				
CLASSIFICATION	RECLASS AMOUNT	OTHER AMOUNT	TOTAL AMOUNT	EXPLANATION
LAND				
Cost				
Accumulated Depreciation				
BUILDINGS AND IMPROVEMENTS				
Cost				
Accumulated Depreciation				
CULTIVATIONS				
Cost				
Accumulated Depreciation				
MACHINERY AND EQUIPMENT				
Cost				
Accumulated Depreciation				
SHIPS				
Cost				
Accumulated Depreciation				
OTHER				
Cost				
Accumulated Depreciation				
TOTAL CAPITALIZED LEASES (2)				
(COST MUST AGREE WITH F-4 ACCT. DE (1996))				
(ACC. DEPR. MUST AGREE WITH F-4 ACCT. DE (1996))				
TOTAL RECLASS & OTHER (1) - (2)				
(COST MUST AGREE WITH F-4 ACCT. DE (1996))				
(ACC. DEPR. MUST AGREE WITH F-4 ACCT. DE (1996))				

2CHQ3-000076

CBI-V1-001-005963

F-11 DETAIL OF PREPAID INCOME TAXES
(DOLLARS)
12009 (6/82) PRINTED IN U.S.A

Confidential Treatment
Request by Chiquita Brands

COMPANY NAME: C.I. BANADEX S.A.

CO. MO.	MO. YEAR
0733	12 - 96

DESCRIPTION		TAX YEAR	BALANCE AT BEGINNING OF YEAR	ADDITIONS	DELETIONS	BALANCE AT END OF PERIOD
PURPOSE	GOVERNMENT					
PREPAID U.S. & FOREIGN INCOME TAXES		1996	234,732	361,008	(169,303)	426,437
TOTAL PER F-1 ACCT.11			234,732	361,008	(169,303)	426,437

CHIQUITA NSD

000025856

CBI-V1-001-005966

2CHQ3-000079

RECONCILIATION OF U.S. FOREIGN INCOME TAX LIABILITY
(THOUSANDS OF DOLLARS)

Confidential Treatment
Request by Chiquita Brands

COMPANY NAME: BANADEX S.A.

CO. # MO./YR.
0733 12 - 98

(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	RECONCILIATION OF TAX EXPENSE			
TAXING AUTHORITY	TAX YEAR	BALANCE OF LIABILITY BEGINNING OF PERIOD	PAYMENTS DURING PERIOD	PROVISION FOR INCOME TAXES CURRENT YEAR	PRIOR YEARS	OTHER CHANGES	BALANCE OF LIABILITY AT END OF PERIOD	CURRENT PROVISION (E) + (F)	DEFERRED PROVISION FROM F-12	STATE PROVISION FROM F-14	TOTAL
LOCAL GOVERNMENT	98	0	5	137	0	1	143	137			137

TOTALS

0 5 137 1 143 137 137

2CHQ3-000080

CHIQUITA NSD

000025857

CBI-V1-001-005967

Confidential Treatment
Request by Chiquita Brands

F-22 OPERATING LEASE - NET RENTAL EXPENSE

(DOLLARS)

DATE: 12/31/95

COMPANY NAME: C.I. BAXTER S.A.

CO. NO. 0133 MO. YEAR DEC/95

OPERATING LEASE RENTAL EXP. BY MAJOR CLASSIFICATION OF ASSET (2)	(A) MINIMUM RENTALS (1)		(B) CONTINGENT RENTALS (1)		(A+B) TOTAL RENTAL EXPENSE (3)	
	CURRENT YEAR	PRIOR YEAR	CURRENT YEAR	PRIOR YEAR	CURRENT YEAR	PRIOR YEAR
LAND						
BUILDINGS AND IMPROVEMENTS						
MACHINERY AND EQUIPMENT	8,807	8,843			8,907	8,843
SHIPS						
CULTIVATIONS						
OTHER (4)						
TOTALS	8,907	8,843			8,907	8,843

RENTAL INCOME FROM SUB-LEASES BY MAJOR CLASSIFICATION OF ASSET	TOTAL SUB-LEASE INCOME (5)	
	CURRENT YEAR	PRIOR YEAR
LAND		
BUILDINGS AND IMPROVEMENTS		
MACHINERY AND EQUIPMENT		
SHIPS		
CULTIVATIONS		
OTHER (4)		
TOTAL SUB-LEASE INCOME		
NET RENTAL EXPENSE		

- (1) Minimum consists (refer to the final portion of the lease payment). Contingent rentals refer to the variable portion based on factors other than the passage of time such as usage, sales or some other similar basis.
- (2) If any individual lease exceeds \$20,000, provide the additional information required by F-22B. If the total of any major classification exceeds \$50,000, provide the additional information required by F-230.
- (3) Explain if prior year to current year fluctuation is more than \$500,000.
- (4) Explain major lease if more than \$20,000.
- (5) Explain if major lease or sublease term fluctuation is more than \$50,000.

2CHQ3-000082

DEC-20-1996 14:20

2665005

CHIQUITA NSD

000025859

CBI-V1-001-0059969

P.03

5013137684011

U

DEC 20 01:18PM '96

Confidential Treatment
Request by Chiquita Brands

P.04

SUI5137684011

TO

FROM BK

12-20-1996 01:18PM

CHIQUITA NSD

000025860

CBI-V1-001-005970

F.22 MINIMUM RENTAL COMMITMENTS UNDER ALL NONCANCELLABLE OPERATING LEASES (1)

(THOUSANDS OF DOLLARS)
(FIGURES PRINTED IN U.S.)

COMPANY NAME: CIT. BANANEX S.A.

Normal Lease SE VANCE
By SEPT 3/1997.
The lease ends 9/3/97

CO. NO.	MO. YEAR
0783	Dec/96

TOTAL P.04
P.004

MINIMUM RENTAL COMMITMENTS UNDER ALL NONCANCELLABLE OPERATING LEASES BY ASSET CLASSIFICATION (2)	TOTAL	1997	19	19	19	19	REMAINDER
LAND							
BUILDINGS AND IMPROVEMENTS							
MACHINERY AND EQUIPMENT	1.768	1.768					
SHIPS							
CULTIVATIONS							
OTHER							
TOTAL RENTAL COMMITMENTS	1.768	1.768					

RENTALS TO BE RECEIVED FROM ALL NONCANCELLABLE SUBLEASES BY ASSET CLASSIFICATION (2)	TOTAL	19	19	19	19	19	REMAINDER
LAND							
BUILDINGS AND IMPROVEMENTS							
MACHINERY AND EQUIPMENT							
SHIPS							
CULTIVATIONS							
OTHER							
TOTAL SUBLEASE INCOME							
NET RENTAL COMMITMENTS							

- (1) A noncancellable operating lease is defined as one that has an initial or remaining term of more than one year and is noncancellable or is cancellable only with the permission of the lessor, upon the occurrence of some remote contingency or upon the payment of a substantial penalty.
- (2) If the total minimum rental of any individual lease exceeds \$50,000, or if the total of all such leases exceeds \$50,000, the lessee must disclose the following information:

2C11Q3-000083

2665005

DEC-20-1996 14:20

Confidential Treatment
Request by Chiquita Brands

F-28 MOVEMENT OF INVESTMENTS AND LONG-TERM RECEIVABLES (THOUSANDS OF DOLLARS)							
COMPANY NAME C.I. BANADEX S.A.						COMPANY # MO/YR. 0733 12 - 96	
I.D. #	ACCOUNT # AND DESCRIPTION INVESTMENTS	BALANCE AT BEGINNING OF YEAR	ADDITIONS * (ACQUISITIONS)	REDUCTIONS * (DIVIDENDS/SALES)	P&L **	OTHER **	ENDING BALANCE
1	12J SOCIEDAD PORTUARIA URABA LTDA.	0	5			0	5
2	12J SHARE HARBOR SOCIETY SANTA MARTA AS PART OF FUSION OF LEGAL ENTITIES	0	0			22	22
3	12J SHARES ZONA FRANCA IND. SANTA MARTA AS PART OF FUSION OF LEGAL ENTITIES	0	0			0	0
	TOTAL INVESTMENTS (ACCTS. 12J, 12K)	0	5			22	27
I.D. #	ACCOUNT # AND DESCRIPTION LONG-TERM RECEIVABLES	BALANCE AT BEGINNING OF YEAR	ADDITIONS *	REDUCTIONS *	P&L **	OTHER **	ENDING BALANCE
4	12B EMPLOYEES VEHICLE PLAN	0	18	0	(1)		17 ✓
5	12G DEPOSITO TO GUARANTEE LATE PAYMENT OF IMPORTED MATERIALS TO BE COLLECTED IN YEAR 1997 AND 1998	88	56	(88)	1		57 ✓
6	12I LIVESTOCK	4	0	0	(1)		3 ✓
7	12X C.I. BANACOL S.A.	0	48	0	0		48 ✓
8	12G DEPOSIT IN CENTRAL BANK AS PART OF FUSION OF LEGAL ENTITIES	0	0	0	0	6	6
7	12B EMPLOYEES VEHICLE PLAN AS PART OF FUSION OF LEGAL ENTITIES	0	0	0	0	2	2
	TOTAL LT RECEIVABLES (ACCTS. 12A-I, 12X)	92	122	(88)	(1)	8	133
						TOTAL PER F-1 ACCT 12	133

* PROVIDE DETAILED EXPLANATION ON PAGE 1280.1
** PROVIDE DETAILED EXPLANATION ON PAGE 1280.2

CHIQUITA NSD

000025861

CBI-V1-001-005971

2CHQ3-000084

Confidential Treatment
Request by Chiquita Brands

F-30

F-30 MOVEMENT OF DEFERRED CHARGES
(THOUSANDS OF DOLLARS)

PAGE 1 OF 3

COMPANY NAME:
CIA BANADEX S.A

CO. NO.	MO. YR.
0733	12/86

I.D.#	ACCOUNT # AND DESCRIPTION	BALANCE AT BEGINNING OF YEAR	PROFIT & LOSS				BALANCE
			ADDITIONS*	AMORTIZATION	OTHER*	OTHER**	
	IMPORTACION OF CHASSIS FOR CONTAINERS					23	23
TOTAL PER F-1 ACCT. 20							23

* PROVIDE DETAILED EXPLANATION ON PAGE 2 OF 3

Post-it Fax Note	7571	Date	12/15/97	# of pages	15
To	John Dunder	From	B. Jacobs		
Co. Dept.		Co.			
Phone #		Phone #			
Fax #	5137846746	Fax #	2665005		

2CHQ3-000085

CHIQUITA NSD

000025862

1-15-97 13:58; 2665005 -> 5137846/40;

EMISOR: C.I. BANADEX;

CBI-V1-001-005972

**Confidential Treatment
Request by Chiquita Brands**

RUN DATE: 98/11/05
RUN TIME: 12:19:55

CONSOL UTILITY FUNCTIONS
CONTROL REPORT

PROGRAM: CONREQU . VERSION: 600.0,11

```

12:19:55 1100-CONM12
12:19:55 0000-CONREQU
12:19:55 1100-CONM12
12:19:55 1000-CONT14
12:19:59 0200-CONREQU
12:19:59 0200-CONREQU
12:19:59 0200-CONREQU
12:19:59 0200-CONREQU
12:19:59 38.-CONREQU
12:19:59 38.-CONREQU
12:19:59 2.-CONREQU
12:19:59 2.-CONREQU
12:19:59 2.-CONREQU
12:20:14 10.-CONREQU
12:20:14 17.-CONREQU
12:20:14 22.-CONREQU
12:20:15 23.-CONREQU
12:20:15 1900-CONM12

```

```

RUNNING CA-CONSOL CONSOLIDATION ACCOUNTING SYSTEM      RELEASE 6.0.0
LOADING MODULE CONREQ VERSION 600.0.11 (FROM 02/20/93 AT 15:32:37).
LOADING MODULE CONM12 VERSION 600.0.03 (FROM 08/08/90 AT 07:56:01).
LOADING MODULE CONI14 VERSION 600.0.01 (FROM 10/21/92 AT 17:05:27).

```

CONTROL CARD:

[illegible]

WARNING- SET DESCRIPTION

TEMPO01 07CS038301A

CONREQ INPUT RECORDS:

1 TEMPO01 Q7CS038301A

2 TEMPO02 07CS038401A

CARD INPUT 000002

' CONREQIN IN 000002

CONREQ OUT 0002

CONREQU HAS SUCCESSFULLY COMPLETED

END OF REPORT. .

CHIQUITA NSD

000025863

CBI-V1-001-005973

2CHQ3-000086

DATE RUN 11/05/98
TIME RUN: 122019
RPT. NO. CCS-M-04R

UNITED BRANDS COMPANY

PAGE 1
PERIOD ENDED DECEMBER 1997

STATEMENT OF INCOME AND EXPENSES BY COMPANY

ACCOUNT DESCRIPTION	S. MARTA CONSOL CS0383	CONSOL JOURNAL ENTRIES
SALES AND SERVICES-OUTSIDERS	4,787	
SALES AND SERVICES-INTERCOMPANY	8,560,189	
TOTAL SALES AND SERVICES	8,564,976	
OPERATING COSTS AND EXPENSES		
COS-DEPRECIATION	895,605	
AMORTIZATION	24,716	
COST OF SALES AND SERVICES - OTHER	10,751,180	
TOTAL COST OF SALES AND SERVICES	11,671,501	
SELL-DEPRECIATION		
AMORTIZATION		
SELLING - OTHER		
TOTAL SELLING		
G&A -DEPRECIATION		
AMORTIZATION		
LEGAL FEES		
GENERAL AND ADMINISTRATIVE - OTHER		
TOTAL GENERAL AND ADMINISTRATIVE		
PROVISION FOR BAD DEBTS		
GOA.-DIRECT		
INDIRECT		
TOTAL GENERAL OFFICE ALLOCATIONS		
TOTAL OPERATING COSTS & EXPENSES	11,671,501	
INCOME (LOSS) FROM OPERATIONS	(3,106,525)	

Confidential Treatment
Request by Chiquita Brands

CHIQUITA NSD

000025864

CBI-V1-001-005974

2CHQ3-000087

Confidential Treatment
Request by Chiquita Brands

DATE RUN 11/05/98
TIME RUN: 122019
RPT. NO. CCS-M-04R

UNITED BRANDS COMPANY

PAGE 2
PERIOD ENDED: DECEMBER 1997

STATEMENT OF INCOME AND EXPENSES BY COMPANY

	S. MARTA CONSOL CS0383	CONSOL JOURNAL ENTRIES
ACCOUNT DESCRIPTION		
INCOME (LOSS) FROM OPERATIONS	(3,106,525)	
I/C -INTEREST INCOME		
INTERCOMPANY INTEREST (EXPENSE)		
DIVIDEND INCOME		
TOTAL INTERCOMPANY ITEMS		
INTEREST (EXPENSE)	(1,211,761)	
AMORTIZATION OF DEBT EXPENSE		
INT.-INTEREST INCOME-PLANTERS' ACCOUNTS		
INTEREST INCOME-OTHER	3	
RENT		
DIVIDEND INCOME		
PROFIT (LOSS) ON SALE OF SECURITIES		
OTHER	945,120	
TOTAL INTEREST INCOME & OTHER INCO	945,123	
PROVISION FOR INTERCOMPANY PROFIT (LOSS) I		
PROPERTY GAINS OR (LOSSES)		
EXCH-TRANSLATIONS	1,278,092	
TRANSACTIONS	314,786	
FORWARD CONTRACTS		
TOTAL EXCHANGE GAINS OR (LOSSES)	1,592,878	
NON-RECURRING ITEMS		
MINORITY INTERESTS		
NET INCOME (LOSS) BEFORE INCOME TAXES	(1,780,285)	
PROVISION FOR INCOME TAXES	(154,854)	
NET INCOME (LOSS)	(1,935,139)	

TOTAL DEPRECIATION 895,605

2CHQ3-000088

CHIQUITA NSD

0000025865

CBI-V1-001-005975

DATE RUN 11/05/98
TIME RUN: 122019
RPT. NO. CCS-M-04R

UNITED BRANDS COMPANY

PAGE 3
PERIOD ENDED DECEMBER 1997

STATEMENT OF INCOME AND EXPENSES BY COMPANY

ACCOUNT DESCRIPTION	TURBO CONSOL CS0384	CONSOL JOURNAL ENTRIES
SALES AND SERVICES-OUTSIDERS	1,937,037	
SALES AND SERVICES-INTERCOMPANY	102,053,358	
TOTAL SALES AND SERVICES	103,990,395	
OPERATING COSTS AND EXPENSES		
COS.-DEPRECIATION	2,820,316	
AMORTIZATION	11,220	
COST OF SALES AND SERVICES - OTHER	104,744,402	68,415
TOTAL COST OF SALES AND SERVICES	107,575,938	68,415
SELL-DEPRECIATION		
AMORTIZATION		
SELLING - OTHER		
TOTAL SELLING		
G&A -DEPRECIATION		
AMORTIZATION		
LEGAL FEES		
GENERAL AND ADMINISTRATIVE - OTHER		
TOTAL GENERAL AND ADMINISTRATIVE		
PROVISION FOR BAD DEBTS	10,663	
GOA.-DIRECT		
INDIRECT		
TOTAL GENERAL OFFICE ALLOCATIONS		
TOTAL OPERATING COSTS & EXPENSES	107,586,601	68,415
INCOME (LOSS) FROM OPERATIONS	(3,596,206)	(68,415)

Confidential Treatment
Request by Chiquita Brands

CHIQUITA NSD

000025866

CBI-V1-001-005976

2CHQ3-000089

Confidential Treatment
Request by Chiquita Brands

DATE RUN 11/05/98
TIME RUN: 122019
RPT. NO. CCS-M-04R

UNITED BRANDS COMPANY

PAGE 4
PERIOD ENDED DECEMBER 1997

STATEMENT OF INCOME AND EXPENSES BY COMPANY

ACCOUNT DESCRIPTION	TURBO CONSOL CS0384	CONSOL JOURNAL ENTRIES
INCOME (LOSS) FROM OPERATIONS	(3,596,206)	(68,415)
I/C -INTEREST INCOME		
INTERCOMPANY INTEREST (EXPENSE)		
DIVIDEND INCOME		
TOTAL INTERCOMPANY ITEMS		
INTEREST (EXPENSE)	(3,428,589)	
AMORTIZATION OF DEBT EXPENSE		
INT.-INTEREST INCOME-PLANTERS' ACCOUNTS		
INTEREST INCOME-OTHER	599,381	
RENT		
DIVIDEND INCOME		
PROFIT (LOSS) ON SALE OF SECURITIES		
OTHER	(3,704,165)	68,415
TOTAL INTEREST INCOME & OTHER INCO	(3,104,784)	68,415
PROVISION FOR INTERCOMPANY PROFIT (LOSS): I		
PROPERTY GAINS OR (LOSSES)		
EXCH-TRANSLATIONS	630,902	
TRANSACTIONS	236,744	
FORWARD CONTRACTS		
TOTAL EXCHANGE GAINS OR (LOSSES)	867,646	
NON-RECURRING ITEMS		
MINORITY INTERESTS	(175,184)	
NET INCOME (LOSS) BEFORE INCOME TAXES	(9,437,117)	
PROVISION FOR INCOME TAXES	(562,799)	
NET INCOME(LOSS)	(9,999,916)	

TOTAL DEPRECIATION 2,820,316

2CHQ3-000090

CHIQUITA NSD

0000025867

CBI-V1-001-005977

CHIQUITA BRANDS INTERNATIONAL, INC

CONTROL REPORT CONADV 600.0.08

11/05/98 12:20 PAGE: 1

Confidential Treatment
Request by Chiquita Brands

1234567890123456789012345678901234567890123456789012345678901234567890

CONTROL CARD 1 IS: 04991201 DECEMBER 1997 2226
PERIOD CARD 1 IS: 01019712A1YC

CONSTANTS	9001	1,000	9002	500	9003	1- 9005	100	9006	100,000	9007	200,000
CONSTANTS	9009	100,000	9010	200,000	9111	3 9112	6	9113	9	9114	12

REPORT SET * 1 IS: M04R1TEMP
SELECT CARDS 1 IS: *STATEMENT OF INCOME AND EXPENSE BY COMPANY WITH 1/1/90 CHANGES
SELECT CARDS 2 IS: AM4RJM4AGRPS 001 2226
SELECT CARDS 3 IS: BM4BM4CM4DM4EM4F

CHIQUITA NSD

0000025868

CBI-V1-001-005978

2CHQ3-000091

**Confidential Treatment
Request by Chiquita Brands**

RUN DATE: 98/11/05
RUN TIME: 12:19:12

CONSOL UTILITY FUNCTIONS
CONTROL REPORT

PROGRAM: CONREQU PAGE: 1
VERSION: 600.0.11

12:19:12 1100-CONRM12
12:19:12 0000-CONREQ
12:19:12 1100-CONRM12
12:19:15 1000-CONT14
12:19:16 0200-CONREQ
12:19:16 0200-CONREQ
12:19:16 0200-CONREQ
12:19:16 0200-CONREQ
12:19:16 38.-CONREQ
12:19:16 38.-CONREQ
12:19:16 2.-CONREQ
12:19:16 2.-CONREQ
12:19:16 2.-CONREQ
12:19:31 10.-CONREQ
12:19:31 17.-CONREQ
12:19:31 22.-CONREQ
12:19:31 23.-CONREQ
12:19:31 1500-CONRM12

```

RUNNING CA-CONSOL CONSOLIDATION ACCOUNTING SYSTEM          RELEASE 6,0,0
LOADING MODULE CONREQU VERSION 600.0.11 (FROM 02/20/93 AT 15:32:37),
LOADING MODULE CONM12 VERSION 600.0.03 (FROM 08/08/90 AT 07:56:01),
LOADING MODULE CONI14 VERSION 600.0.01 (FROM 10/21/92 AT 17:05:27),
CONTROL CARD:
CONTENTS:   1           2           3           4           5           6           7           8
.....5.....0.....5.....0.....5.....0.....5.....0.....5.....0.....5.....0.....5.....0.....5.....0.....
Y
WARNING- SET DESCRIPTION
TEMP001 07CS038301A
CONREQ INPUT RECORDS:
    1 TEMP001 07CS038301A
    2 TEMP002 07CS038401A
CARD INPUT      000002
CONREQIN IN     000002
CONREQ OUT      0002
CONREQ HAS SUCCESSFULLY COMPLETED
END OF REPORT..

```

CHIAQUITA NSD

000025869

CBI-V1-001-005979

2CHQ3-000092

DATE RUN 11/05/98
TIME RUN 121935

Confidential Treatment
Request by Chiquita Brands

UNITED BRANDS COMPANY

RPT. NO. CCS-M-03R PAGE 1
AS OF DECEMBER 1997

BALANCE SHEET BY COMPANY
S. MARTA CONSOL
CONSOL JOURNAL
CS0383 ENTRIES

ACCOUNT DESCRIPTION		
CASH AND EQUIVALENTS	21,739	
TRADE RECEIVABLES		
OTHER RECEIVABLES	229,186	
TRADE-ALLOWANCE FOR DOUBTFUL ACCOUNTS		
OTHER-ALLOWANCE FOR DOUBTFUL ACCOUNTS	379	
TOTAL INVENTORIES		
TOTAL PREPAID EXPENSES		
PREPAID INCOME TAXES	40,448	
TOTAL CURRENT ASSETS	291,752	
TOTAL INVESTMENT AND LONG-TERM RECEIVABLES	1,985,779	1,195,604
ALLOWANCE FOR DOUBTFUL ACCOUNTS L/T	(669,188)	
PROPERTY, PLANT AND EQUIPMENT	22,788,802	808,018
ACCUMULATED DEPRECIATION	(5,050,521)	(808,018)
TOTAL OTHER NON-CURRENT ASSETS		
TOTAL DEFERRED CHARGES	30,735	
DEFERRED INCOME TAX BENEFITS		
TRADEMARKS-NET OF AMORTIZATION		
GOODWILL-NET OF AMORTIZATION		
INVESTMENTS IN CONSOLIDATED SUBSIDIARIES U		
INVESTMENTS IN CONSOLIDATED SUBSIDIARIES-N	2,142,389	
ACCOUNTS RECEIVABLE WITH AFFIL COS - U.S.	(30,959,806)	21,691
ACCOUNTS RECEIVABLE WITH AFFIL COS - NON-U		
INTERCOMPANY LOANS		
IN-TRANSIT		
TOTAL ASSETS	(9,440,058)	1,217,295
TOTAL NOTES AND LOANS PAYABLE	162,885	(170,454)
TOTAL LONG-TERM DEBT DUE WITHIN ONE YEAR	169,876	
TOTAL ACCOUNTS PAYABLE	228,417	
DIVIDENDS PAYABLE		
TOTAL ACCRUED LIABILITIES	973,115	
US, FOREIGN & STATE INCOME TAXES	209,147	
DEFERRED INCOME TAXES-CURRENT		
TOTAL CURRENT LIABILITIES	1,743,440	(170,454)
TOTAL LONG-TERM DEBT	7,165,440	
TOTAL ACCR. PENSION & SEV. LIAB.	5,111,389	1,195,604
DEFERRED INCOME		
DEFERRED INCOME TAXES NON-CURRENT	(36,471)	
MINORITY INTEREST		
ACCOUNTS PAYABLE WITH AFFIL CO. - U.S. INC		
ACCOUNTS PAYABLE WITH AFFIL CO. - NON U.S.		
ACCOUNTS PAYABLE GENERAL OFFICE		
TOTAL LIABILITIES	13,983,798	1,025,150
PREFERRED AND PREFERENCE STOCK		
CAPITAL STOCK	6,410,769	
CAPITAL SURPLUS	6,827,803	
INCOME RETAINED - BALANCE AT END OF PERIOD	(36,662,428)	192,145
TOTAL SHAREHOLDERS' EQUITY	(23,423,856)	192,145
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	(9,440,058)	1,217,295

CHIQUITA NSD

000025870

CB1-V1-001-005980

2CHQ3-000093

Confidential Treatment
Request by Chiquita Brands

DATE RUN 11/05/98
TIME RUN 121935

UNITED BRANDS COMPANY
BALANCE SHEET BY COMPANY
TURBO CONSOL
CONSOL JOURNAL
CS0384 ENTRIES

RPT. NO. CCS-M-03R PAGE 2
AS OF DECEMBER 1997

ACCOUNT DESCRIPTION		
CASH AND EQUIVALENTS	1,991,392	
TRADE RECEIVABLES	6,985	
OTHER RECEIVABLES	3,912,325	
TRADE-ALLOWANCE FOR DOUBTFUL ACCOUNTS	121	
OTHER-ALLOWANCE FOR DOUBTFUL ACCOUNTS	(85,614)	
TOTAL INVENTORIES	5,847,731	
TOTAL PREPAID EXPENSES	256,239	95,016
PREPAID INCOME TAXES	286,950	
TOTAL CURRENT ASSETS	12,216,129	95,016
TOTAL INVESTMENT AND LONG-TERM RECEIVABLES	3,192,725	(4,830,980)
ALLOWANCE FOR DOUBTFUL ACCOUNTS L/T	(170,501)	
PROPERTY, PLANT AND EQUIPMENT	51,182,235	
ACCUMULATED DEPRECIATION	(17,419,413)	
TOTAL OTHER NON-CURRENT ASSETS		
TOTAL DEFERRED CHARGES	87,873	
DEFERRED INCOME TAX BENEFITS		
TRADEMARKS-NET OF AMORTIZATION		
GOODWILL-NET OF AMORTIZATION		
INVESTMENTS IN CONSOLIDATED SUBSIDIARIES U		
INVESTMENTS IN CONSOLIDATED SUBSIDIARIES-N	606,437	
ACCOUNTS RECEIVABLE WITH AFFIL COS - U.S.	31,209,437	(116,707)
ACCOUNTS RECEIVABLE WITH AFFIL COS - NON-U		
INTERCOMPANY LOANS		
IN-TRANSIT		
TOTAL ASSETS	80,904,922	(4,852,671)
TOTAL NOTES AND LOANS PAYABLE		
TOTAL LONG-TERM DEBT DUE WITHIN ONE YEAR		
TOTAL ACCOUNTS PAYABLE	5,356,900	
DIVIDENDS PAYABLE		
TOTAL ACCRUED LIABILITIES	5,515,265	
US, FOREIGN & STATE INCOME TAXES	175,390	
DEFERRED INCOME TAXES-CURRENT		
TOTAL CURRENT LIABILITIES	11,047,555	
TOTAL LONG-TERM DEBT	34,777,000	
TOTAL ACCR. PENSION & SEV. LIAB.	6,857,168	
DEFERRED INCOME		(4,830,980)
DEFERRED INCOME TAXES-NON-CURRENT	10	
MINORITY INTEREST		
ACCOUNTS PAYABLE WITH AFFIL CO. - U.S. INC		
ACCOUNTS PAYABLE WITH AFFIL CO. - NON U.S.		
ACCOUNTS PAYABLE GENERAL OFFICE		
TOTAL LIABILITIES	52,681,733	(4,830,980)
PREFERRED AND PREFERENCE STOCK		
CAPITAL STOCK	30,946,089	
CAPITAL SURPLUS	62,627,895	
INCOME RETAINED - BALANCE AT END OF PERIOD	(65,350,795)	(21,691)
TOTAL SHAREHOLDERS' EQUITY	28,223,189	(21,691)
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	80,904,922	(4,852,671)

2CHQ3-000094

CHIQUITA NSD

000025871

CBI-V1-001-005981

CHIQUITA BRANDS INTERNATIONAL, INC

CONTROL REPORT CONADV 600.0.08

11/05/98 12:19 PAGE: 1

Confidential Treatment
Request by Chiquita Brands

1 2 3 4 5 6 7 8
123456789012345678901234567890123456789012345678901234567890

CONTROL CARD 1 IS: 04991201 DECEMBER 1997 2226
PERIOD CARD 1 IS: 01019712A1YC

CONSTANTS	9001	1,000	9002	500	9003	1+ 9005	100	9006	100,000	9007	200,000
CONSTANTS	9009	100,000	9010	200,000	9111	3- 9112	6	9113	9	9114	12

REPORT SET * 1 IS: M03R1TEMP
SELECT CARDS 1 IS: *BALANCE SHEET BY COMPANY WITH 1/1/90 CHANGES.
SELECT CARDS 2 IS: AM3RUM3AGRPS 001 2226
SELECT CARDS 3 IS: BM3BM3CM3DM3ZM3YM3W

CHIQUITA NSD

0000025872

CBI-V1-001-005982

2CHQ3-000095

878920000

CHIQUITA NSD

COMPARIAS CONSOLIDADAS DIVISION SANTA MARTA

Co. #
CS.0383

Mo / Yr

12 - 97

Period: December 96 vrs December 97

(000's \$)
Increase
(Decrease)

Account	Acct Description		Explanation
44	ACCRUED PENSION SEVERANCE LIAB. (C.F.S.)	856	Estimated actuarial calculation us\$3.174
	PROVISIONS	3,174	Payment us\$(1.120)
	PAYMENTS	(1,120)	Exchange us\$(1.198)
	EXCHANGE	(1,198)	
	TOTAL	856	
05X	OTHER NOTES RECEIVABLES	(296)	Redution in receivable for licenses (\$46), Reclass from 05X to 29A Banexpro and Trujillana (\$89) The rest are advances to suppliers which are no longer given.

Confidential Treatment
Request by Chiquita Brands

2CHQ3-000096

CBI-V1-001-005983

F-30 MOVEMENT OF DEFERRED CHARGES
(THOUSANDS OF DOLLARS)

COMPANY NAME: SANTA MARTA LOCAL

COMPANY # MO./YR.
0383 12/97

CHIQUITA NSD

000025877

I.D. #

OTHER
EXPLANATION

AMOUNT

CASH
Y/N

NON - CASH
OFFSET ACCT

N.T.R.

Confidential Treatment
Request by Chiquita Brands

TOTAL

2CHQ3-000100

CBI-V1-001-005987

F-30 MOVEMENT OF DEFERRED CHARGES
(THOUSANDS OF DOLLARS)

COMPANY NAME: SANTA MARTA LOCAL

COMPANY MO./YR.
0383 12/97

I.D. #	ADDITIONS		CASH	NON-CASH	I.D. # P & L ITEMS - OTHER		CASH	NON - CASH
	EXPLANATION	AMOUNT	Y/N	OFFSET ACCT	EXPLANATION	AMOUNT	Y/N	OFFSET ACCT
	N.T.R.							

Confidential Treatment
Request by Chiquita Brands

TOTAL
PER F-30

0

F-30 MOVEMENT OF DEFERRED CHARGES
(THOUSANDS OF DOLLARS)

CBI-V1-001-005988

2CHQ3-000101

F-30 MOVEMENT OF DEFERRED CHARGES
(THOUSANDS OF DOLLARS)

COMPANY NAME: SANTA MARTA LOCAL

COMPANY #
0383

MO/YR.
12/87

F-30 MOVEMENT OF DEFERRED CHARGES
(THOUSANDS OF DOLLARS)

COMPANY NAME: SANTA MARTA LOCAL

I.D. #	ACCOUNT # AND DESCRIPTION	BALANCE AT BEGINNING OF YEAR	ADDITIONS *	PROFIT & LOSS AMORTIZATION	OTHER *	OTHER **	BALANCE
	Other Amortization deferred start-up costs (Ratón)	15			10		5
	Other Amortization deferred start-up expense (Banamaya)	41		15			26

I.D. # ADDITIONS EXPLANATION AMOUNT CASH Y/N NON-CASH OFFSET ACCT
N.T.R.

Confidential Treatment
Request by Chiquila Brands

65	0	25	0	0	0
TOTAL PER F-1 ACCT. 20					31

TOTAL

0

- * PROVIDE DETAILED EXPLANATION ON PAGE 1300.1
- ** PROVIDE DETAILED EXPLANATION ON PAGE 1300.2

CBI-V1-001-005989

2CHQ3-000102

E-9 EXPLANATION OF BALANCE SHEET CHANGES

Confidential Treatment
Request by Chiquita Brands

COMPANIAS CONSOLIDADAS DIVISION TURBO

Co. #	Mo / Yr
CS.0384	12 - 97

Period: December 96 vrs December 97

(000's \$)
Increase
(Decrease)

Account	Acct Description		Explanation
05X	OTHER NOTES RECEIVABLES	(2,578)	Payments from Fundauniban, (\$368 from maquila) Sunisa payment (\$104), Paper Supplier/Carton Col.(\$132) (\$183), write off old (fully provided) bad debt provision Empaques y Pegantes / Corruvec, and others Reduction in receivable for licenses (\$321), VAT (\$1.032)
07	ALLOWANCE FOR DOUBTFUL ACCOUNTS	(565)	Write-off of items (2-3yrs old) which were deemed uncollectible
08	MATERIAL AND SUPPLIES	1,006	Inventory in Transit.
33	NOTES AND LOANS PAYABLE.	(2,400)	• PREPAYMENT OF DEBT
37A	TRADE CREDITORS	913	Delayed payment to suppliers until January
37D	LOCAL AND FOREIGN GOV.	(930)	Reclass Fiduii exp. with Fiduii Rec. 05X ; reclass IVA(VAT)/retencion(W/H tax) payable with IVA receivable
39B	INTEREST	397	Due to timing
39F	PENSION & SEVERANCE	587	Payment of prior year pension made in Feb. of the following year or Feb 1998 and reclass from 39A to 39F \$297
44	ACCRUED PENSION SEVERANCE	(1,456)	DUE TO EXCHANGE US\$(1.880) ESTIMATED ACTUARIAL CALCULATION US\$628 PAYMENT US\$(204)
	PROVISIONS	628	
	PAYMENTS	(204)	
	EXCHANGE	(1,880)	
	TOTAL	(1,456)	

2CHQ3-000103

CBI-V1-001-005990

F-10-Detail of other assets/ other liabilities, reserves

COMPANY NAME		M:DEPTCOMMONPROCESSITROPICALCOLOMBIAF10.W
COMPANY No.		MONTH / YEA
TURBO LOCAL		CS0384 12 97
NAME / CONCEPT		DOLLARS
ASSETS		
05X IVA (VAT) REFUND		288,451
05X CERT REFUND		1,301,580 (1)
05X FIDUIFI REFUND		103,731 (1)
05X FUMIGACIONES AEREAS	Advances for fumigation services	268,947
05X C.I. SUNISA S.A.	Sale of Fruit / Swap	164,252
05X FUNDAUNIBAN	Maquila 2 Install ents of \$435M due in 1998	870,749
05X C.I. UNIBAN	Certs Recevable - (current)	184,562 (1)
05X OTHER	Note: All items less than \$100M	569,953
TOTAL ASSETS (05X)		3,752,226
OTHER PAYABLE		
37X C.I. UNIBAN	Certs payable.	118,738
37X AUGURA	Contributions	107,042
37X OTHER	Note: All items less than \$100M	110,172
TOTAL ACC 37X		335,952
ACCURED LIABILITIES		
39X OTHER	Note: All items less than \$100M	288,723
TOTAL ACC 39X		288,723
TOTAL LIABILITIES (37X,39X)		624,675

2CHQ3-000104

CBI-V1-001-005991

F-28 MOVEMENT OF INVESTMENTS AND LONG-TERM RECEIVABLES
(THOUSANDS OF DOLLARS)

COMPANY NAME
COMPAÑIAS CONSOLIDADAS DIVISION TURBO

COMPANY # MO/YR.
GS.0384 12-87

Confidential Treatment
Request by Chiquita Brands

I.D. #	ADDITIONS				I.D. #	REDUCTIONS			
	EXPLANATION	AMOUNT	CASH Y/N	NON-CASH OFFSET		EXPLANATION	AMOUNT	CASH Y/N	NON-CASH OFFSET
5	INV. BONUS SECURITY, LAW 345/98	173	N		7	REDUCTION BASED ON MAQUI- LA OUTPUT (JANUARY TO SEPT.)	(1,768)	N	
7	INTEREST GENERATED BY THE SALE OF UNIBAN SHA RES (REAJUSTE MONET.)	873	N		8	PAYMENT RECEIVED FROM	(65)	Y	
10	DEPOSIT TO GUARANTEE PAYMENT OF IMPORTED MAY	3	N		9	EMPLOYEES AS PART OF THE VEHICLE PLAN	(17)	N	
					11	SALE OF LIVESTOCK	(3)	Y	
					14	EMPLOYEES AS PART OF THE VEHICLE PLAN	(2)	N	
TOTAL		1,049					(1,848)		
PER F-28									

CBI-V1-001-005993

2CHQ3-000106

F-29 MOVEMENT OF INVESTMENTS AND LONG-TERM RECEIVABLES
(THOUSANDS OF DOLLARS)

COMPANY NAME
COMPAÑIAS CONSOLIDADAS DIVISION TURBO

COMPANY # MO/YR
CS.0384 12-97

Confidential Treatment
Request by Chiquita Brands

P & L ITEMS				OTHER					
I.D. #	EXPLANATION	AMOUNT	CASH Y/N	NON-CASH OFFSET	I.D. #	EXPLANATION	AMOUNT	CASH Y/N	NON-CASH OFFSET
	NOTHING TO REPORT				5	EXCHANGE	(30)	N ✓	
					6	EXCHANGE	(37)	N ✓	
					8	EXCHANGE	(16)	N ✓	
					10	EXCHANGE	(3)	N ✓	
					12	EXCHANGE	(8)	N ✓	
TOTAL PER F-29							(85)		

CBI-V1-001-005994

2CHQ3-000107

PAGE 4 OF 4

CO. #	MO/YR.
CS.0384	12-87

**Confidential Treatment
Request by Chiquita Brands**

[illegible]

- Provide detailed explanation

CBI-V1-001-005995

2CHQ3-000108

F-30 MOVEMENT OF DEFERRED CHARGES
(THOUSANDS OF DOLLARS)

Confidential Treatment
Request by Chiquita Brands

COMPANY NAME: TURBO LOCAL

COMPANY # MO./YR.
0384 12/97

I.D. #	OTHER EXPLANATION	AMOUNT	CASH Y/N	NON - CASH OFFSET ACCT
--------	----------------------	--------	-------------	---------------------------

N.T.R.

TOTAL
PER F-30

CBI-V1-001-005996

2CHQ3-000109

ENV10: 331 99 42

: 4-27-95 : 15:52 :

C.F.S./BANADEX-

513 768 4011: # 1

PARA	DE
CIA	CIA
DEPTO.	TEL. No.
FAX No.	FAX No. 3319942

F - 22 (DEC 1994)

Confidential Treatment
Request by Chiquita Brandsb6
b7CQUARTERLY REPRESENTATION LETTERSANTA MARTA DIVISION

We recognize that, as members of management of the Santa Marta Division, and its subsidiaries, we are responsible for the preparation of the Division's financial statements in accordance with generally accepted accounting principles applied on a basis consistent with that of the prior period. In this regard, we confirm to the best of our knowledge, the information and opinions set forth below for the Division for the 12 months ended DECEMBER 31, 1994. All amounts are expressed in thousands of U.S. dollars.

GENERAL

All material transactions have been properly recorded in the accounting records underlying the above-noted financial statements.

CASH

All banks accounts and cash funds are recorded in the accounting records. The Division has unrestricted use of all cash balances on all bank accounts.

All bank accounts have been reconciled through the month of November/94, and all their reconciling items that should have been charged to profit and loss for the period were properly booked.

The list of authorized signatories on file with the banks for all bank accounts are current.

DISBURSEMENTS

To the best of our knowledge all expenditures of funds have been recorded in an account which accurately describes the nature of each expenditure and each is supported by appropriate, properly approved documentation.

RECEIVABLES

Accounts receivable included in the financial statements represent bona fide claims against debtors for sales or other charges arising on or before DECEMBER 31, 1994 and are not subject to discounts. The amount shown as current accounts receivable includes only amounts collectible within one year. There is no allowance for doubtful accounts reported in the financial

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statements as no losses are anticipated on realization of the receivables, except for:

Outstanding receivables from FRUBAN in the amount of \$639.8 and V.A.T. receivable (BANAMAR) of \$ 716.0 These amounts were reported to Corporate Controller's Dept.

INVENTORIES

Inventories are stated consistently at the lower of cost or market with costs on average basis. Adequate provision has been made to reduce all slow-moving, obsolete, and unusable inventories to their estimated useful or scrap values. Inventory quantities were determined by physical counts or from perpetual inventory records, adjusted to reflect physical inventories which were taken by competent employees during the last 12 months.

Liability is recorded for items included in inventories but unpaid for at DECEMBER 31, 1994; and all quantities billed to customers at that date are excluded from the inventory balances. Except as provided in the financial statements; there have been no reductions of the selling prices of finished goods inventory subsequent to DECEMBER 31, 1994, and none are contemplated, other than normal market fluctuations which are not considered material.

OWNERSHIP AND PLEDGING OF ASSETS

The Division has title to all property, plant and equipment and all other assets included in the financial statements. There are no liens or encumbrances on them, nor is there any security interest on fixtures and equipment except for farm properties mortgaged to guarantee loans amounting to \$ 3,999 as of DECEMBER 31, 1994. Property, plant and equipment, other than land, has been consistently depreciated on straight-line basis over estimated useful lives.

CAPITAL APPROPRIATION REQUESTS (CAR)

All required capital Appropriation Requests/Data Processing Appropriation Requests (CARS) and Disposal Requests have been prepared and submitted to the appropriate authorized approver. This includes supplemental CARS in those cases in which there is either an indication that the originally approved amount may be exceeded or there has been a material change in scope. Expenditures for repairs and maintenance have been charged to operations; expenditures for additions and betterments have been capitalized and depreciated over the estimated remaining life of the related asset.

LIABILITIES

All liabilities of the Company of which we are aware, including accounts and notes payable, tax accruals, severance and pension benefits and other liabilities are included in the financial statements at DECEMBER 31, 1994 and we have no knowledge of any litigation or tax or other claims pending or threatened against the Companies or any contingent liabilities which should be con-

2CHQ3-000113

Confidential Treatment
Request by Chiquita Brands

sidered for recording or disclosure in the financial statements; except, however for a contingency resulting from imports for \$2,764.0 that were paid late which, according to local Resolution No. 21 and No. 7 of 9/30/93 and 3/15/94 respectively, carry non-payment and late payment penalties of up to 200% of imported values. (Invoices were paid during August/94).

There have been no violations or possible violations of laws or regulations in any jurisdiction of which we are aware which would be the basis for recording an estimated probable loss, except for item explained in paragraph above. Furthermore, there have been no communications from regulatory agencies or government representatives concerning investigations or allegations of non-compliance with laws or regulations in any jurisdiction which would be the basis for recording an estimated probable loss.

INCOME TAXES

Estimated provision has been made for all current and deferred taxes on income, including amounts applicable to prior years. Provision was adjusted during 12/94 quarter. All significant tax matters (including adjustments which have been or are expected to be proposed by any taxing authorities) have been discussed with the Corporate Tax and Controller's Departments.

Local legislation requires that selective assets, liabilities and equity accounts be adjusted for inflation with offsetting credits/charges to income/expense. The effect of these adjustments on local taxable income of 1994 is being calculated every month and incorporated to books.

PURCHASE AND SALE COMMITMENTS

Commitments for future purchases are for quantities which are not in excess of anticipated requirements and are at prices which will not result in a loss. No losses will be sustained in the fulfillment of, or from inability to fulfill, any sales commitments.

There are no agreements or commitments to repurchase assets (including inventory items) previously deemed sold.

CONFLICTS OF INTEREST

We are not aware of any Company employees being in violation of the Corporate policy on "Conflicts of interest" and all the required annual compliance statements have been updated and forwarded to the Corporate law Department in Cincinnati.

STATEMENT OF POLICIES & PROCEDURES

All the quarterly compliance statements required by the Company's Statements of policies & procedures along with the list of payments falling within the purview thereof (which includes all payments to foreign government officials, even if they are facilitating payments or contributions/donations) have been submitted to the Corporate Law Department in Cincinnati.

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C.F.S./BANADEX-

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Confidential Treatment
Request by Chiquita Brands**OTHER**

Local currency transactions and financial statements have been translated to U.S. dollars in accordance with U.S. generally accepted accounting principles. Gains or losses arising from translation or conversion of local currencies to U.S. dollars, where applicable, were credited or charged to income.

The Company's intercompany accounts with corporate and applicable subsidiaries (including those with all other units within the same operating group) have all been reconciled/agreed and no major items are in dispute or remain unbooked as of the close of the period.

The Company has reported (as such) or eliminated all intercompany sales, and, where appropriate, eliminated intercompany profit in inventories.

All assets and liabilities are properly classified by balance sheet account and properly segregated between current and non-current.

Accounting policies governing the recognition of income and expenses and the determination of amount of amortization or depreciation have remained unchanged throughout the period.

All employee travel and entertainment expenses recorded during the period have been incurred and approved in compliance with Corporate policy.

INTERNAL CONTROLS

We recognize that as members of Company management we are directly responsible for maintaining internal controls in accordance with the Internal Control Policy. The broad objectives of internal accounting control identified in this policy, all of which the Company is in compliance with, include the following:

- * transactions are executed in accordance with management's general or specific authorization.
- * transactions are recorded as necessary to maintain accountability for assets.
- * access to assets is permitted only in accordance with management's authorization.
- * the recorded accountability for assets is compared with the existing assets at reasonable intervals and appropriate action is taken promptly with respect to any differences.

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Confidential Treatment
Request by Chiquita Brands

INTERNAL AUDIT REPORTS

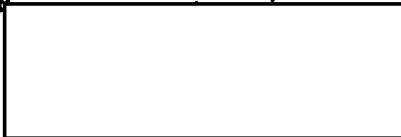
Internal audit reports and the status of recommendations therefrom have been updated periodically.

SUBSEQUENT EVENTS

No events or transactions have occurred since DECEMBER 31, 1994, or are pending or in prospect which would have a material effect upon the above-indicated financial statements at that date, except for the following:

- Compania Frutera de Sevilla filed petition for local concordato (Chapter 11) for la Ceiba S.A; a Joint Venture 50% owned by CBII affiliates ; total exposure on this investment approximates \$ 1.7

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GENERAL MANAGER



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Confidential Treatment
Request by Chiquita Brands

F - 22 DECEMBER 1995

QUARTERLY REPRESENTATION LETTER

SANTA MARTA - DIVISION

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We recognize that, as members of management of the Santa Marta Division, and its subsidiaries, we are responsible for the preparation of the Division's financial statements in accordance with generally accepted accounting principles applied on a basis consistent with that of the prior period. In this regard, we confirm to the best of our knowledge, the information and opinions set forth below for the Division for the 12 months ended December 31 1995. All amounts are expressed in thousands of U.S. dollars.

GENERAL

All material transactions have been properly recorded in the accounting records underlying the above-noted financial statements.

CASH

All banks accounts and cash funds are recorded in the accounting records. The Division has unrestricted use of all cash balances on all bank accounts.

All bank accounts have been reconciled through the month of November/95, and all their reconciling items that should have been charged to profit and loss for the period were properly booked.

The list of authorized signatories on file with the banks for all bank accounts are current.

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Confidential Treatment
Request by Chiquita Brands

DISBURSEMENTS

To the best of our knowledge all expenditures of funds have been recorded in a account which accurately describes the nature of each expenditure and each is supported by appropriate, properly approved documentation.

RECEIVABLES

Accounts receivable included in the financial statements represent bona fide claims against debtors for sales or other charges arising on or before December 31, 1995 and are not subject to discounts. The amount show as current accounts receivable includes only amounts collectible within one year. There is no allowance for doubtful accounts reported in the financial statements as losses anticipated on realization of the receivables, except for:

Outstanding receivables from FRUBAN in the amount of \$635.8, AGROSAMAR \$56.3, and various miscellaneous in the amount of \$ 132.3. These amounts were reported to corporate Controller's Dept.

INVENTORIES

Inventories are stated consistently at the lower of cost or market with costs on average basis. Adequate provision has been made to reduce all slow-moving, obsolete, and unusable inventories to their estimated useful or scrap values. Inventory quantities were determined by physical counts or from perpetual inventory records, adjusted to reflect physical inventories which were taken by competent employees during the last 12 months..

Liability is recorded for items included in inventories but unpaid as of December 31, 1995, and all quantities billed to customers at that date are excluded from the inventory balances. Except as provided in the financial statement, there have been no reductions of the selling prices of finished goods inventory subsequent to December 31, 1995, and none are contemplated, other than normal market fluctuations which are not considered material.

2CHQ3-000118

Confidential Treatment
Request by Chiquita Brands

OWNERSHIP AND PLEDGING OF ASSETS

The Division has title to all property, plant and equipment and all other assets included in the financial statement. There are no liens or encumbrances on them, nor is there any security interest on fixtures and equipment except for farm properties mortgaged to guarantee loans amounting to \$5,168 as of December 31, 1995. Property, plant and equipment, other than land, has been consistently depreciated on straight-line basis over estimated useful lives.

CAPITAL APPROPRIATION REQUEST (CAR)

All required capital Appropriation Request/Data Processing Appropriation request (CARS) and Disposal Request have been prepared and submitted to the appropriate authorized approver.

This includes supplemental CARS in those cases in which there is either an indication that the originally approved amount may be exceeded or there has been a material change in scope.

Expenditures for repairs and maintenance have been charged to operations; expenditures for additions and betterments have been capitalized and depreciated over the estimated remaining life of the related asset.

LIABILITIES

All liabilities of the Company of which we are aware, including accounts and notes payable, tax accruals, severance and pension benefits and other liabilities are included in the financial statement; at December 31, 1995 and we have no knowledge of any litigation or tax or other claims pending or threatened against the Companies or any contingent liabilities which should be considered for recording or disclosure in the financial statements; except, however for a contingency resulting from imports for \$2,764.0 that were paid late which, according to local resolution No. 21 and No. 7 of 9/30/93 and 3/15/94 respectively, carry non-payment and late payment penalties of up to 200% of imported values. (Invoices were paid during August/94).

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C.I. BANADEX-

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Confidential Treatment
Request by Chiquita Brands

There have been no violations or possible violations of laws or regulations in any jurisdiction of which we are aware which would be the basis for recording an estimated probable loss, except for the item explained in the previous paragraph above.

Furthermore, there have been no communications from regulatory agencies or government representatives concerning investigations or allegations of non-compliance with laws or regulations in any jurisdiction which would be the basis for recording an estimated probable loss.

INCOME TAXES

Estimated provision has been made for all current and deferred taxes on income, including amounts applicable to prior years. The provisions were adjusted during 12/95 quarter. All significant tax matters (including adjustments which have been or are expected to be proposed by any taxing authorities) have been discussed with the corporate Tax and Controller's Departments.

Local legislation requires that selective assets, liabilities and equity accounts be adjusted for inflation with offsetting credits/charges to income/expense. The effect of these adjustments on local taxable income for 1995 has been calculated every month and incorporated to books.

PURCHASE AND SALE COMMITMENTS

Commitments for future purchases are for quantities which are not in excess of anticipated requirements and are at prices which will not result in a loss. No losses will be sustained in the fulfillment of, or from inability to fulfill, any sales commitments. However due to higher cost, interest rates and other factors, losses are estimated for current fiscal year.

There are no agreements or commitments to repurchase assets (including inventory items) previously deemed sold.

2CHQ3-000120

Confidential Treatment
Request by Chiquita Brands

CONFLICTS OF INTEREST

We are not aware of any company employees being in violation of the Corporate policy on "Conflicts of interest" and all the required annual compliance statements have been updated and forwarded to the corporate Law Department in Cincinnati.

STATEMENT OF POLICIES & PROCEDURES

All the quarterly compliance statements required by the Company's statements of policies & procedures along with the list of payments falling within the purview thereof (which includes all payments to foreign government officials, even if they are facilitating payments or contributions/donations) have been submitted to the corporate Law Department in Cincinnati.

OTHER

Local currency transactions and financial statements have been translated to U.S. dollars in accordance with U.S. generally accepted accounting principles. Gains or losses arising from translation or conversion of local currencies to U.S. dollars, where applicable, were credited or charged to income.

The Company's Intercompany accounts with corporate and applicable subsidiaries (including those with all other units within the same operating group) have all been reconciled/agreed and no major items are in dispute or remain unbooked as of the close of the period.

The Company had reported (as such) or eliminated all intercompany sales, and, where appropriate, eliminated intercompany profit in inventories.

All assets and liabilities are properly classified by balance sheet account and properly segregated between current and non-current.

2CHQ3-000121

Confidential Treatment
Request by Chiquita Brands

Accounting policies governing the recognition of income and expenses and the determination of amount of amortization or depreciation have remained unchanged throughout the period.

All employee travel and entertainment expenses recorded during the period have been incurred and approved in compliance with Corporate policy.

INTERNAL CONTROL

We recognize that as members of company management we are directly responsible for maintaining internal control in accordance with the internal control policy. The broad objectives of internal accounting control identified in this policy, all of which the Company is in compliance with, include the following:

- * Transactions are executed in accordance with management's general or specific authorization.*
- * Transactions are recorded as necessary to maintain accountability for assets.*
- * Access to assets is permitted only in accordance with management's authorization.*
- * The recorded accountability for assets is compared with the existing assets at reasonable intervals and appropriate action is taken promptly with respect to any differences.*

INTERNAL AUDIT REPORTS

Internal audit reports and the status of recommendations there from have been updated periodically.

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Confidential Treatment
Request by Chiquita Brands

SURSEQUENT EVENTS

No events or transactions have occurred since December 31, 1995 or pending or in prospect which would have a material effect upon the above-indicated financial statements at that date except for the following:

- Company Frutera de Sevilla filed petition for local concordato (chapter 11) for la Celba S.A.; a Joint Venture 50% owned by CBI affiliates; total exposure on this investment approximates \$1.7 MM. Concordato was already approved and liquidation process for this Company began, and it is expected to be completed by August 1996.

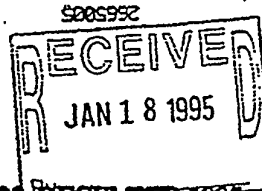
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DIVISION C.A.O.

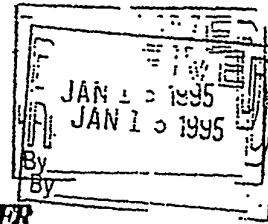
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Confidential Treatment
Request by Chiquita Brands



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~~F - 22 DECEMBER 1995~~



QUARTERLY REPRESENTATION LETTER

TURBO - DIVISION

We recognize that, as members of management of Turbo Division, and its subsidiaries, We are responsible for the preparation of the Division's financial statements in accordance with generally accepted accounting principles applied on a basis consistent with that of the prior period. In this regard, We confirm to the best of our knowledge, the information and opinions set forth below for the Division for the 12 months ended December 31, 1995. All amounts are expressed in thousands of U.S. dollars.

GENERAL

All material transactions have been properly recorded in the accounting records underlying the above-noted financial statements.

CASH

All Banks accounts and cash funds are recorded in the accounting records. The Division has unrestricted use of all cash balances on all bank accounts.

All bank accounts have been reconciled thru the month of November 1995, except for two inactive accounts in Banadex S. A., that still under investigation. Adjustments derived from the reconciling of these two accounts may have an impact in 1996 P&L.

The list of authorized signatories on file with the banks for all bank accounts are current.

DISBURSEMENTS

To the best of our knowledge all expenditures of funds have been recorded in a account which accurately describes the nature of each expenditure and each is supported by appropriate, properly approved documentation.

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RECEIVABLES

INVENTORIES

Provisions for obsolete and slow moving materials have been reserved in the Corporate books, while the Division completes the corresponding analysis to determine the exact amount of materials that should be written off.

Liability is recorded for items included in inventories but unpaid as of December 31, 1995, and all quantities billed to customers at that date are excluded from the inventory balances. Except as provided in the financial statement, there have been no reductions of the selling prices of finished goods inventory subsequent to December 31, 1995, and none are contemplated, other than normal market fluctuations which are not considered material.

OWNERSHIP AND PLEDGING OF ASSETS

The Division has title to all property, plant and equipment and all other assets included in the financial statement. There are no liens or encumbrances on them, nor is there any security interest on fixtures and equipment except for farm

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properties mortgaged to guarantee loans amounting to \$16.891 as of December 31, 1995. Property, plant and equipment, other than land, has been consistently depreciated on straight-line basis over estimated useful lives.

NOTE: As part of property accounts analysis we found certain assets depreciated over a different useful life than what corporate policy indicates. Investigations were completed and corresponding adjustments were made to the books.

CAPITAL APPROPRIATION REQUEST (CAR)

Not all required capital Appropriation Requests/Data Processing Appropriation request (CARs) and Disposal Request have been prepared and submitted to the appropriate authorized approver. Process to identify and prepare required CARs and disposal requests for those assets purchased or released during 1995 is on going and Division Management plans to have completed this process by February 1996.

Expenditures for repairs and maintenance have been charged to operations; ~~assets have been expensed and depreciated~~ over the estimated remaining life of the related asset. Fixed Assets inventory was adjusted during December 1995, according to physical counting performed by our Internal Audit department.

LIABILITIES

All liabilities of the Company of which we are aware, including accounts and notes payable, tax accruals, severance and pension benefits and another liabilities are included in the financial statements at December 31, 1995 and we have no knowledge of any litigation or tax or other claims pending or threatened against the companies or any contingent liabilities which should be considered for recording or disclosure in the financial statements; except, however for a contingency resulting from imports for \$663.2 that were paid late which, according to local resolution No. 21 and No. 7 of 9/30/93 and 3/15/94 respectively, carry non-payment and late payment penalties of up to 200% of imported values. (Invoices were paid during August/94).

There have been no violations or possible violations of laws or regulations in any jurisdiction of which we are aware which would be the basis for recording an

CBI-V1-001-006013

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Confidential Treatment
Request by Chiquita Brands

estimated probable loss, except for the item explained in the previous paragraph. Furthermore, there have been no communications from regulatory agencies or government representatives concerning investigations or allegations of non-compliance with laws or regulations in any jurisdiction which would be the basis for recording an estimated probable loss.

INCOME TAXES

Estimated provision has been made for all current and deferred taxes on income, including amounts applicable to prior years. All significant tax matters (including adjustments which have been or are expected to be proposed by any taxing authorities) have been discussed with the corporate Tax and Controller's Departments.

- 1. Income revenue balances were reconciled with accounting balances.*
- 2. Differences were adjusted during December/95.*

Local legislation requires that selective assets, liabilities and equity accounts be adjusted for inflation with offsetting credits/charges to income/expense. The effect of these adjustments on local taxable income of 1995 was calculated every month and incorporated to books.

PURCHASE AND SALE COMMITMENTS

Commitments for future purchases are for quantities which are not in excess of anticipated requirements and are at prices which will not result in a loss. No losses will be sustained in the purchase of these commitments. However due to higher producing cost, interest rates and other factors, losses are estimated for current fiscal year.

There are no agreements or commitments to repurchase assets (including inventory items) previously deemed sold.

CONFLICTS OF INTEREST

We are not aware of any company employees being in violation of the Corporate policy on "Conflicts of interest" and all the required annual compliance statements have been updated and forwarded to the corporate Law Department in Cincinnati.

CBI-V1-001-006014

2CHQ3-000127

Confidential Treatment
Request by Chiquita Brands

STATEMENT OF POLICIES & PROCEDURES

All the quarterly compliance statements required by the Company's statements of policies & procedures along with the list of payments falling within the purview thereof (which includes all payments to foreign government officials, even if they are facilitating payments or contributions/donations) have been submitted to the corporate Law Department in Cincinnati.

OTHER

Local currency transactions and financial statements have been translated to U.S. dollars in accordance with U.S. generally accepted accounting principles. Gains or losses arising from translation or conversion of local currencies to U.S. dollars, where applicable, were credited or charged to income.

(including those with all other units within the same operating group) have all been reconciled/agreed and no major items are in dispute or remain unbooked as of the close of the period.

The Company had reported (as such) or eliminated all intercompany sales, and, where appropriate, eliminated intercompany profit in inventories.

All assets and liabilities are properly classified by balance sheet account and properly segregated between current and non-current.

Accounting policies governing the recognition of income and expenses and the determination of amount of amortization or depreciation have remained unchanged throughout the period.

All employee travel and entertainment expenses recorded during the period have been incurred and approved in compliance with Corporate policy.

INTERNAL CONTROL

We recognize that as members of company management we are directly responsible for maintaining internal control in accordance with the internal control policy. The broad objectives of internal accounting control identified in this policy, all of which the Company is in compliance with, include the following:

CBI-V1-001-006015

2CHQ3-000128

Confidential Treatment
Request by Chiquita Brands

** Transaction are executed in accordance with management's general or specific authorization.*

** Transaction are recorded as necessary to maintain accountability for asset.*

** Access to assets is permitted only in accordance with management's authorization.*

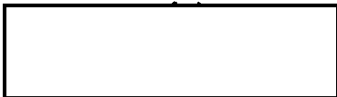
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INTERNAL AUDIT REPORTS

Internal audit is a recently organized Department (12/94), that is in process of the developing internal control tests to ensure assets protection and related actions. Management plans to implement all recommendations derived from this group.

SUBSEQUENT EVENTS

No events or transactions have occurred since December 31, 1995 or pending or in process which would have a material effect upon the above statements at that date.



DIVISION C.A.O.

CBI-V1-001-006016

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Confidential Treatment
Request by Chiquita Brands

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F - 22 DECEMBER 1996

QUARTERLY REPRESENTATION LETTER

TURBO - DIVISION

*Inspection
ownership & pledging*

We recognize that, as members of management of Turbo Division, and its subsidiaries, We are responsible for the preparation of the Division's financial statements in accordance with generally accepted accounting principles applied on a basis consistent with that of the prior period. In this regard, We confirm to the best of our knowledge, the information and opinions set forth below for the Division for the 12 months ended December 31, 1996. All amounts are expressed in thousands of U.S. dollars.

GENERAL

All material transactions have been properly recorded in the accounting records underlying the above-noted financial statements.

CASH

All Banks accounts and cash funds are recorded in the accounting records. The Division has unrestricted use of all cash balances on all bank accounts.

All bank accounts have been reconciled thru the month of November 1996, the list of authorized signatories on file with the banks for all bank accounts are current.

DISBURSEMENTS

To the best of our knowledge all expenditures of funds have been recorded in an account which accurately describes the nature of each expenditure and each is supported by appropriate, properly approved documentation.

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CBI-V1-001-006017

Confidential Treatment
Request by Chiquita Brands

RECEIVABLES

Accounts receivable included in the financial statements represent bona fide claims against debtors for sales or other charges arising on or before December 31, 1996, and are not subject to discounts. The amount shown as current accounts receivable includes only amounts collectible within one year. The amount reported in the financial statements for doubtful Accounts are sufficient to provide for any losses which may be sustained on realization of the receivables.

INVENTORIES

Inventories are stated consistently at the lower of cost or market with costs on average basis. Inventory quantities were determined by physical counts or from perpetual inventory records, adjusted to reflect physical inventories which were taken by competent employees during the last 12 months.

Adequate provision has been made to reduce all slow-moving, obsolete, and unusable inventories to their estimated useful or scrap values.

Liability is recorded for items included in inventories but unpaid as of December 31, 1996, and all quantities billed to customers at that date are excluded from the inventory balances. Except as provided in the financial statement, there have been no reductions of the selling prices of finished goods inventory subsequent to December 31, 1996, and none are contemplated, other than normal market fluctuations which are not considered material.

OWNERSHIP AND PLEDGING OF ASSETS

The Division has title to all property, plant and equipment and all other assets included in the financial statement. There are no liens or encumbrances on them, nor is there any security interest on fixtures and equipment except for farm properties mortgaged to guarantee loans amounting to \$14,853 as of December 31, 1996. Property, plant and equipment, other than land, has been consistently depreciated on straight-line basis over estimated useful lives.

CAPITAL APPROPRIATION REQUEST (CAR)

Beginning with 1996 capital expenditures all required capital Appropriation Request/Data Processing Appropriation request (CARS) and Disposal Request have been prepared and submitted to the appropriate authorized approval.

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CBI-V1-001-006018

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Confidential Treatment
Request by Chiquita Brands

Expenditures for repairs and maintenance have been charged to operations; expenditures for additions and improvements have been capitalized and depreciated over the estimated remaining life of the related asset.

LIABILITIES

All liabilities of the Company of which we are aware, including accounts and notes payable, tax accruals, severance and pension benefits and another liabilities are included in the financial statements at December 31, 1996 and we have no knowledge of any litigation or tax or other claims pending or threatened against the companies or any contingent liabilities which should be considered for recording or disclosure in the financial statements.

There have been no violations or possible violations of laws or regulations in any jurisdiction of which we are aware which would be the basis for recording an estimated probable loss.

Furthermore, there have been no communications from regulatory agencies or government representatives concerning investigations or allegations of non-compliance with laws or regulations in any jurisdiction which would be the basis for recording an estimated probable loss.

INCOME TAXES

Estimated provision has been made for all current and deferred taxes on income, including amounts applicable to prior years. All significant tax matters (including adjustments which have been or are expected to be proposed by any taxing authorities) have been discussed with the corporate Tax and Controller's Departments.

PURCHASE AND SALE COMMITMENTS

Commitments for future purchases are for quantities which are not in excess of anticipated requirements and are at prices which will not result in a loss. No losses will be sustained in the fulfillment of, or from inability to fulfill, any sales commitments.

There are no agreements or commitments to repurchase assets (including inventory items) previously deemed sold.

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CBI-V1-001-006019

Confidential Treatment
Request by Chiquita Brands

CONFLICTS OF INTEREST

We are not aware of any company employees being in violation of the Corporate policy on "Conflicts of interest" and all the required annual compliance statements have been updated and forwarded to the corporate Law Department in Cincinnati.

STATEMENT OF POLICIES & PROCEDURES

All the quarterly compliance statements required by the Company's statements of policies & procedures along with the list of payments falling within the purview thereof (which includes all payments to foreign government officials, even if they are facilitating payments or contributions/donations) have been submitted to the corporate Law Department in Cincinnati.

OTHER

Local currency transactions and financial statements have been translated to U.S. dollars in accordance with U.S. generally accepted accounting principles. Gains or losses arising from translation or conversion of local currencies to U.S. dollars, where applicable, were credited or charged to income.

The Company's Intercompany accounts with corporate and applicable subsidiaries (including those with all other units within the same operating group) have all been reconciled/agreed and no major items are in dispute or remain unbooked as of the close of the period.

The Company had reported (as such) or eliminated all intercompany sales, and, where appropriate, eliminated intercompany profit in inventories.

All assets and liabilities are properly classified by balance sheet account and properly segregated between current and non-current.

Accounting policies governing the recognition of income and expenses and the determination of amount of amortization or depreciation have remained unchanged throughout the period.

All employee travel and entertainment expenses recorded during the period have been incurred and approved in compliance with Corporate policy.

2CHQ3-000141

CBI-V1-001-006020

EMISOR: C.I.BANADEX;

1-16-97 8:05; 2685005 =>

5137846746;

#13/15

Confidential Treatment
Request by Chiquita Brands

INTERNAL CONTROL

We recognize that as members of company management we are directly responsible for maintaining internal control in accordance with the internal control policy. The broad objectives of internal accounting control identified in this policy, all of which the Company is in compliance with, include the following:

** Transactions are executed in accordance with management's general or specific authorization.*

** Transactions are recorded as necessary to maintain accountability for assets.*

** Access to assets is permitted only in accordance with management's authorization.*

** The recorded accountability for assets is compared with the existing assets at reasonable intervals and appropriate action is taken promptly respect to any differences.*

INTERNAL AUDIT REPORTS

Internal audit reports and the status of recommendations there from have been updated periodically.

SUBSEQUENT EVENTS

No events or transactions have occurred since December 31, 1996 or pending or in prospect which would have a material effect upon the above-indicated financial statements at that date.

2CHQ3-000142

CBI-V1-001-006021

EMISOR: C.I.BANADEX;

1-18-97 8:08;

2885005 ->

5137848748;

#14/15

b6
b7C

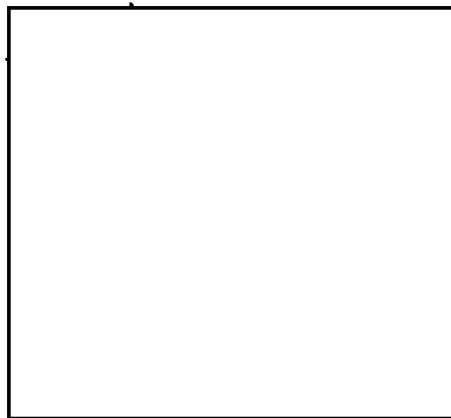
Confidential Treatment
Request by Chiquita Brands

CONTROLLER'S CHECKLIST

On the following pages is the Controller's Checklist. I Hereby verify that all of the required supporting financial schedules cross reference to the indicated accounts or schedules.



CONTROLLER



2CHQ3-000143

CBI-V1-001-006022

**CHIQUITA
BRANDS
INTERNATIONAL**

FINANCIAL REPORTING MANUAL

Confidential Treatment
Request by Chiquita Brands

SUBJECT: QUARTERLY REPRESENTATION LETTER - CONTROLLER'S CHECKLIST			DOCUMENT #:		F-22
			PAGE #:		1225
			ISSUE DATE:		12/13/96
Form Number	Acct. Number	In	Form Number	Acct. Number	Check
F-2	00T6088		F-1	568	✓
F-2A	TOTALS		F-2	84660, 76625	✓
F-3	TOTALS		F-1	29	✓
F-3	TOTALS		F-1	30	✓/N/A
F-3	TOTALS		F-2	73570	✓
F-3	TOTALS		F-2	73571	✓
F-5	TOTALS		F-1	15	✓
F-5A	NET TRANSFERS		F-5, F-6	00T1504, 00T1604	✓
F-5C	TOTAL		F-5, F-6	00T1505, 00T1605	✓
F-6	00T1699		F-1	16	✓
F-6	0T1602		F-2	63415 66415 67415	✓
F-7	TOTAL		F-5	00T1503	✓
F-7	TOTAL		F-6	00T1603	✓
F-7	TOTAL		F-2	80640	✓
F-8A	CURRENT PERIOD (YEAR-TO-DATE)		F-2	66418 66999	N/A
F-8B	CURRENT PERIOD (YEAR-TO-DATE)		F-2	67418 67679 67999 68	N/A
F-11	TOTALS		F-1	11	✓
F-12	TOTALS		F-1	22	✓
F-12	TOTALS		F-1	41D, 41E, 45D, 45E	✓
F-13	TOTALS		F-1	42A - 42D	✓
F-14	TOTALS		F-1	42E and 42F	✓

2CHQ3-000144

CBI-V1-001-006023

**CHIQUITA
BRANDS
INTERNATIONAL**

FINANCIAL REPORTING MANUAL

Confidential Treatment
Request by Chiquita Brands

SUBJECT: QUARTERLY REPRESENTATION LETTER - CONTROLLER'S CHECKLIST			DOCUMENT #:	F-22
			PAGE #:	1226
			ISSUE DATE:	12/13/96

Form Number	Acct. Number	To	Form Number	Acct. Number	Check
F-14	TOTALS		F-2	88E and 88F	✓
F-17	COLUMN 5		Previous year F-1 ending balance	35 and 43	✓
F-17	COLUMN 10		F-1	35 and 43	✓
F-17	COLUMN 11		F-1	35	✓
F-17A	COLUMN 3		F-17	COLUMN 11	✓
F-17A	COLUMN 4		F-17	COLUMN 10	✓
F-17B	COLUMN 1		F-17	COLUMN 1	N/A
F-17B	COLUMN 2		F-17A	COLUMN 2	N/A
F-29	TOTAL		F-1	12	✓
F-29A	TOTAL		F-1	14	✓
F-30	TOTAL		F-1	20	✓
F-32	CURRENT PERIOD		F-2	65418 65999	✓
F-41	TOTALS		F-1	All, as classified	✓
F-50	TOTALS		F-2	63999 66999 67999	✓

2CHQ3-000145

CBI-V1-001-006024

EMISOR: C.I.BANADEX;

1-16-97 7:59;

2885005 =>

5137846746;

#1

Confidential Treatment
Request by Chiquita Brands

F - 22 DECEMBER 1996

QUATERLY REPRESENTATION LETTER

SANTA MARTA - DIVISION

*exceptions
liabilities
ownership & plant
subsequent events**rec
1/16/97*

We recognize that, as members of management of the Santa Marta Division, and its subsidiaries, we are responsible for the preparation of the Division's financial statements in accordance with generally accepted accounting principles applied on a basis consistent with that of the prior period. In this regard, we confirm to the best of our knowledge, the information and opinions set forth below for the Division for the 12 months ended December 31, 1996. All amounts are expressed in thousands of U.S. dollars.

GENERAL

All material transactions have been properly recorded in the accounting records underlying the above-noted financial statements.

CASH

All banks accounts and cash funds are recorded in the accounting records. The Division has unrestricted use of all cash balances on all bank accounts.

All bank accounts have been reconciled through the month of November/96, and all the reconciling items that should have been charged to profit and loss for the period were properly booked.

The list of authorized signatories on file with the banks for all bank accounts are current.

DISBURSEMENTS

To the best of our knowledge all expenditures of funds have been recorded in a account which accurately describes the nature of each expenditure and each is supported by appropriate, properly approved documentation.

Pc	Date: 12/16/96		# of pages: 16.
To	From:		
Co.	Co.		
Phone #	Phone #		
Fax #	Fax #		

2CHQ3-000130

CBI-V1-001-006025

Confidential Treatment
Request by Chiquita Brands

RECEIVABLES

Accounts receivable included in the financial statements represent bona fide claims against debtors for sales or other charges arising on or before September 30, 1996 and are not subject to discounts. The amount shown as current accounts receivable includes only amounts collectible within one year. The amounts reported in the financial statements for doubtful accounts are sufficient to provide for any losses which may be sustained on realization of the receivables.

INVENTORIES

Inventories are stated consistently at the lower of cost or market with costs on average basis. Adequate provision has been made to reduce all slow-moving, obsolete, and unusable inventories to their estimated useful or scrap values. Inventory quantities were determined by physical counts or from perpetual inventory records, adjusted to reflect physical inventories which were taken by competent employees during the last 12 months.

Liability is recorded for items included in inventories but unpaid as of December 31, 1996, and all quantities billed to customers at that date are excluded from the inventory balances. Except as provided in the financial statement, there have been no reductions of the selling prices of finished goods inventory subsequent to December 31, 1996, and none are contemplated, other than normal market fluctuations which are not considered material.

OWNERSHIP AND PLEDGING OF ASSETS

✓ The Division has title to all property, plant and equipment and all other assets included in the financial statement. There are no liens or encumbrances on them, nor is there any security interest on fixtures and equipment except for farm properties mortgaged to guarantee loans amounting to \$2,530 as of December 31, 1996. Property, plant and equipment, other than land, has been consistently depreciated on straight-line basis over estimated useful lives.

2CHQ3-000131

CBI-V1-001-006026

Confidential Treatment
Request by Chiquita Brands

CAPITAL APPROPRIATION REQUEST (CAR)

All required capital Appropriation Request/Data Processing Appropriation request (CARS) and Disposal Request have been prepared and submitted to the appropriate authorized approver.

This includes supplemental CARS in those cases in which there is either an indication that the originally approved amount may be exceeded or there has been a material change in scope.

Expenditures for repairs and maintenance have been charged to operations; expenditures for additions and betterments have been capitalized and depreciated over the estimated remaining life of the related asset.

LIABILITIES

All liabilities of the Company of which we are aware, including accounts and notes payable, tax accruals, severance and pension benefits and other liabilities are included in the financial statements at December 31, 1996 and we have no knowledge of any litigation or tax or other claims pending or threatened against the Companies or any contingent liabilities which should be considered for recording or disclosure in the financial statements.

There have been no violations or possible violations of laws or regulations in any jurisdiction of which we are aware which would be the basis for recording an estimated probable loss.

Furthermore, there have been no communications from regulatory agencies or government representatives concerning investigations or allegations of non-compliance with laws or regulations in any jurisdiction which would be the basis for recording an estimated probable loss, except for approximately \$300 that the local Government (IRS), is claiming as VAT tax and with holding tax as inappropriately reimbursed to Santa Marta Companies during 1993, (this amount is already reserved in Corporate Books).

INCOME TAXES

Estimated provision has been made for all current and deferred taxes on income, including amounts applicable to prior years. All significant tax matters (including adjustments which have been or are expected to be proposed by any taxing

2CHQ3-000132

CBI-V1-001-006027

Confidential Treatment
Request by Chiquita Brands

authorities) have been discussed with the corporate Tax and Controller's Departments, and provisions have been settled where needed.

PURCHASE AND SALE COMMITMENTS

Commitments for future purchases are for quantities which are not in excess of anticipated requirements and are at prices which will not result in a loss. No losses will be sustained in the fulfillment of, or from inability to fulfill, any sales commitments.

There are no agreements or commitments to repurchase assets (including inventory items) previously deemed sold.

CONFLICTS OF INTEREST

We are not aware of any company employees being in violation of the Corporate policy on "Conflicts of Interest" and all the required annual compliance statements have been updated and forwarded to the corporate Law Department in Cincinnati.

STATEMENT OF POLICIES & PROCEDURES

All the quarterly compliance statements required by the Company's statements of policies & procedures along with the list of payments falling within the purview thereof (which includes all payments to foreign government officials, even if they are facilitating payments or contributions/donations) have been submitted to the corporate Law Department in Cincinnati.

OTHER

Local currency transactions and financial statements have been translated to U.S. dollars in accordance with U.S. generally accepted accounting principles. Gains or losses arising from translation or conversion of local currencies to U.S. dollars, where applicable, were credited or charged to income.

The Company's Intercompany accounts with corporate and applicable subsidiaries (including those with all other units within the same operating group) have all been reconciled/agreed and no major items are in dispute or remain unbooked as of the close of the period.

2CHQ3-000133

CBI-V1-001-006028

Confidential Treatment
Request by Chiquita Brands

The Company had reported (as such) or eliminated all intercompany sales, and, where appropriate, eliminated intercompany profit in inventories.

All assets and liabilities are properly classified by balance sheet account and properly segregated between current and non-current.

Accounting policies governing the recognition of income and expenses and the determination of amount of amortization or depreciation have remained unchanged throughout the period.

All employee travel and entertainment expenses recorded during the period have been incurred and approved in compliance with Corporate policy.

INTERNAL CONTROL

We recognize that as members of company management we are directly responsible for maintaining internal control in accordance with the internal control policy. The broad objectives of internal accounting control identified in this policy, all of which the Company is in compliance with, include the following:

- * Transaction are executed in accordance with management's general or specific authorization.*
- * Transaction are recorded as necessary to maintain accountability for asset.*
- * Access to assets is permitted only in accordance with management's authorization.*
- * The recorded accountability for assets is compared with the existing assets at reasonable intervals and appropriate action is taken promptly with respect to any differences.*

INTERNAL AUDIT REPORTS

Internal audit reports and the status of recommendations there from have been update periodically.

2CHQ3-000134

CBI-V1-001-006029

**CHIQUITA
BRANDS
INTERNATIONAL**
FINANCIAL REPORTING MANUAL

 Confidential Treatment
Request by Chiquita Brands

SUBJECT:			DOCUMENT #:	F-22	
QUARTERLY REPRESENTATION LETTER - CONTROLLER'S CHECKLIST			PAGE #:	1225	
			ISSUE DATE:	12/13/96	
Form Number	Acct. Number	In	Form Number	Acct. Number	Check
F-2	00T6084		F-1	56B	✓
F-2A	TOTALS		F-2	24660, 76625	✓
F-3	TOTALS		F-1	29	✓
F-3	TOTALS		F-1	30	N/A
F-3	TOTALS		F-2	73570	✓
F-3	TOTALS		F-2	73571	✓
F-5	TOTALS		F-1	15	✓
F-5A	NET TRANSFERS		F-5, F-6	00T1504, 00T1604	✓
F-5C	TOTAL		F-5, F-6	00T1505, 00T1605	✓
F-6	00T1699		F-1	16	✓
F-6	0T1602		F-2	65415	
				66415	✓
				67415	✓
F-7	TOTAL		F-5	00T1503	✓
F-7	TOTAL		F-6	00T1603	✓
F-7	TOTAL		F-2	80640	✓
F-8A	CURRENT PERIOD (YEAR-TO-DATE)		F-2	66418	
				66999	N/A
F-8B	CURRENT PERIOD (YEAR-TO-DATE)		F-2	67418	
				67479	
				67999	
				68	N/A
F-11	TOTALS		F-1	11	✓
F-12	TOTALS		F-1	22	✓
F-12	TOTALS		F-1	41D, 41E, 45D, 45E	✓
F-13	TOTALS		F-1	42A - 42D	✓
F-14	TOTALS		F-1	42E and 42F	✓

2CHQ3-000136

CBI-V1-001-006031

EMISOR: C.I.BANADEX;

1-18-97 8:02; 2885005 =>

5137846748;

#8/15

**CHIQUITA
BRANDS
INTERNATIONAL**

FINANCIAL REPORTING MANUAL

Confidential Treatment
Request by Chiquita Brands

SUBJECT: QUARTERLY REPRESENTATION LETTER - CONTROLLER'S CHECKLIST			DOCUMENT #:	F-22
			PAGE #:	1226
			ISSUE DATE:	12/13/96

Form Number	Acct. Number	To	Form Number	Acct. Number	Check
F-14	TOTALS		F-2	85E and 84F	✓
F-17	COLUMN 5		Previous year F-1 ending balance	35 and 43	✓
F-17	COLUMN 10		F-1	35 and 43	✓
F-17	COLUMN 11		F-1	35	✓
F-17A	COLUMN 3		F-17	COLUMN 11	✓
F-17A	COLUMN 4		F-17	COLUMN 10	✓
F-17B	COLUMN 1		F-17	COLUMN 1	N/A
F-17B	COLUMN 2		F-17A	COLUMN 2	N/A
F-29	TOTAL		F-1	12	✓
F-29A	TOTAL		F-1°	14	✓
F-30	TOTAL		F-1	20	✓
F-32	CURRENT PERIOD		F-2	65418 65999	✓
F-41	TOTALS		F-1	All, as classified	✓
F-50	TOTALS		F-2	65999 66999 67999	✓

2CHQ3-000137

CBI-V1-001-006032

ENV10:

1-12-88 : 15:14 :

C.I. BANADEX- ATLAS FKUZU.01 229577 2/12

Confidential Treatment
Request by Chiquita Brands

RECEIVABLES

Accounts receivable included in the financial statements represent bona fide claims against debtors for sales or other charges arising on or before December 31, 1997 and are not subject to discounts. The amount shown as current accounts receivable includes only amounts collectible within one year. The amounts reported in the financial statements for doubtful accounts are sufficient to provide for any losses which may be sustained on realization of the receivables.

INVENTORIES

Inventories are stated consistently at the lower of cost or market with costs on average basis. Inventory quantities were determined by physical counts or from perpetual inventory records, adjusted to reflect physical inventories which were taken during the last 12 months.

Adequate provision has been made to reduce all slow-moving, obsolete, and unusable inventories to their estimated useful or scrap values.

Liability is recorded for items included in inventories but unpaid as of December 31, 1997, and all quantities billed to customers at that date are excluded from the inventory balances. Except as provided in the financial statement, there have been no reductions of the selling prices of finished goods inventory subsequent to January 1, 1998, and none are contemplated, other than normal market fluctuations which are not considered material.

OWNERSHIP AND PLEDGING OF ASSETS

The Division has title to all property, plant and equipment and all other assets included in the financial statement. There are no liens or encumbrances on them, nor is there any security interest on fixtures and equipment except for farm properties mortgaged to guarantee loans amounting to \$2,494M as of December 31, 1997. Property, plant and equipment, other than land, has been consistently depreciated on straight-line basis over estimated useful lives.

2CHQ3-000147

CBI-V1-001-006033

Confidential Treatment
Request by Chiquita Brands

CAPITAL APPROPRIATION REQUEST (CAR)

All required capital Appropriation Request/Data Processing Appropriation request (CARS) and Disposal Request have been prepared and submitted to the appropriate authorized approver.

This includes supplemental CARS in those cases in which there is either an indication that the originally approved amount may be exceeded or there has been a material change in scope.

Expenditures for repairs and maintenance have been charged to operations; expenditures for additions and improvements have been capitalized and depreciated over the estimated remaining life of the related asset.

LIABILITIES

All liabilities of the Company of which we are aware, including accounts and notes payable, tax accruals, severance and pension benefits and other liabilities are included in the financial statements at December 31, and we have no knowledge of any litigation or tax or other claims pending or threatened against the Companies or any contingent liabilities which should be considered for recording or disclosure in the financial statements.

There have been no violations or possible violations of laws or regulations in any jurisdiction of which we are aware which would be the basis for recording an estimated probable loss.

Furthermore, there have been no communications from regulatory agencies or government representatives concerning investigations or allegations of non-compliance with laws or regulations in any jurisdiction which would be the basis for recording an estimated probable loss.

INCOME TAXES

Estimated provision has been made for all current and deferred taxes on income, including amounts applicable to prior years. All significant tax matters (including adjustments which have been or are expected to be proposed by any

2CHQ3-000148

CBI-V1-001-006034

ENV10:

1-12-88 15:17

C.I. DATACT 8183 18020.01 220014 1/12

Confidential Treatment
Request by Chiquita Brands

taxing authorities) have been discussed with the corporate Tax and Controller's Departments, and provisions have been settled where needed.

PURCHASE AND SALE COMMITMENTS

Commitments for future purchases are for quantities which are not in excess of anticipated requirements and are at prices which will not result in a loss. No losses will be sustained in the fulfillment of, or from inability to fulfill, any sales commitments.

There are no agreements or commitments to repurchase assets (including inventory items) previously deemed sold.

CONFLICTS OF INTEREST

We are not aware of any company employees being in violation of the Corporate policy on "Conflicts of interest" and all the required annual compliance statements have been updated and forwarded to the corporate Law Department in Cincinnati.

STATEMENT OF POLICIES & PROCEDURES

All the quarterly compliance statements required by the Company's statements of policies & procedures along with the list of payments falling within the purview thereof (which includes all payments to foreign government officials, even if they are facilitating payments or contributions/donations) have been submitted to the corporate Law Department in Cincinnati.

OTHER

Local currency transactions and financial statements have been translated to U.S. dollars in accordance with U.S. generally accepted accounting principles. Gains or losses arising from translation or conversion of local currencies to U.S. dollars, where applicable, were credited or charged to income.

The Company's Intercompany accounts with corporate and applicable subsidiaries (including those with all other units within the same operating group) have all been reconciled/agreed and no major items are in dispute or remain unbooked as of the close of the period.

2CHQ3-000149

CBI-V1-001-006035

The Company had reported (as such) or eliminated all intercompany sales, and, where appropriate, eliminated intercompany profit in inventories.

All assets and liabilities are properly classified by balance sheet account and properly segregated between current and non-current.

Accounting policies governing the recognition of income and expenses and the determination of amount of amortization or depreciation have remained unchanged throughout the period.

All employee travel and entertainment expenses recorded during the period have been incurred and approved in compliance with Corporate policy.

INTERNAL CONTROL

We recognize that as members of company management we are directly responsible for maintaining internal control in accordance with the internal control policy. The broad objectives of internal accounting control identified in this policy, all of which the Company is in compliance with, include the following:

** Transaction are executed in accordance with management's general or specific authorization.*

** Transaction are recorded as necessary to maintain accountability for asset.*

** Access to assets is permitted only in accordance with management's authorization.*

** The recorded accountability for assets is compared with the existing assets at reasonable intervals and appropriate action is taken promptly with respect to any differences.*

INTERNAL AUDIT REPORTS

Internal audit reports and the status of recommendations there from have been update periodically.

2CHQ3-000150

CBI-V1-001-006036

Confidential Treatment
Request by Chiquita Brands

F - 22 DECEMBER 1997

QUATERLY REPRESENTATION LETTER

SANTA MARTA - DIVISION

*Exception
over. & please
sub. audit*

We recognize that, as members of management of the Santa Marta Division, and its subsidiaries, we are responsible for the preparation of the Division's financial statements in accordance with generally accepted accounting principles applied on a basis consistent with that of the prior period. In this regard, we confirm to the best of our knowledge, the information and opinions set forth below for the Division for the 12 months ended December 31, 1997. All amounts are expressed in thousands of U.S. dollars.

GENERAL

All material transactions have been properly recorded in the accounting records underlying the above-noted financial statements.

CASH

All banks accounts and cash funds are recorded in the accounting records. The Division has unrestricted use of all cash balances on all bank accounts.

All bank accounts have been reconciled through the month of October/97. All the reconciling items that should have been charged to profit and loss for the period were properly booked.

The list of authorized signatories on file with the banks for all active bank accounts are current.

DISBURSEMENTS

To the best of our knowledge all expenditures of funds have been recorded in an account which accurately describes the nature of each expenditure and each is supported by appropriate, properly approved documentation.

2CHQ3-000146

Post-It® Fax Note	7871	Date	1/1/98	# of Pages	12
To		From			
Co./Dept.		Co.			
Phone #		Phone #			
Fax #		Fax #			

CBI-V1-001-006038

b6
b7C

F - 22 December 1997QUARTERLY REPRESENTATION LETTERTURBO - DIVISION

*exceptions
cash
minor. & petty*

We recognize that, as members of management of Turbo Division, and its subsidiaries, We are responsible for the preparation of the Division's financial statements in accordance with generally accepted accounting principles applied on a basis consistent with that of the prior period. In this regard, We confirm to the best of our knowledge, the information and opinions set forth below for the Division for the 12 months ended December 31, 1997. All amounts are expressed in thousands of U.S. dollars.

GENERAL

All material transactions have been properly recorded in the accounting records underlying the above-noted financial statements.

CASH

All Banks accounts and cash funds are recorded in the accounting records. The Division has unrestricted use of all cash balances on all bank accounts.

All bank accounts have been reconciled through the month of October 1997 (for those accounts which we have received bank extracts/statements. All of the reconciling items that should have been charged to profit and loss for the period were properly booked.

✓ Note: There exists a 2 month delay in receiving bank statements/extracts from Colombian Banks.

The list of authorized signatories on file with the banks for all bank accounts are current.

2CHQ3-000152

CBI-V1-001-006039

Confidential Treatment
Request by Chiquita Brands

DISBURSEMENTS

To the best of our knowledge all expenditures of funds have been recorded in an account which accurately describes the nature of each expenditure and each is supported by appropriate, properly approved documentation.

RECEIVABLES

Accounts receivable included in the financial statements represent bona fide claims against debtors for sales or other charges arising on or before December 31, 1997, and are not subject to discounts. The amount shown as current accounts receivable includes only amounts collectible within one year. The amount reported in the financial statements for doubtful Accounts are sufficient to provide for any losses which may be sustained on realization of the receivables.

INVENTORIES

Inventories are stated consistently at the lower of cost or market with costs on average basis. Inventory quantities were determined by physical counts or from perpetual inventory records, adjusted to reflect physical inventories which were taken during the last 12 months.

Adequate provision has been made to reduce all slow-moving, obsolete, and unusable inventories to their estimated useful or scrap values.

Liability is recorded for items included in inventories but unpaid as of December 31, 1997, and all quantities billed to customers at that date are excluded from the inventory balances. Except as provided in the financial statement, there have been no reductions of the selling prices of finished goods inventory subsequent to January 1, 1998, and none are contemplated, other than normal market fluctuations which are not considered material.

OWNERSHIP AND PLEDGING OF ASSETS

The Division has title to all property, plant and equipment and all other assets included in the financial statement. There are no liens or encumbrances on them, nor is there any security interest on fixtures and equipment except for farm properties mortgaged to guarantee loans amounting to \$14,830 M as of

2CHQ3-000153

CBI-V1-001-006040

December 31, 1997. Property, plant and equipment, other than land, has been consistently depreciated on straight-line basis over estimated useful lives.

CAPITAL APPROPRIATION REQUEST (CAR)

All required capital Appropriation Request/Data Processing Appropriation request (CARS) and Disposal Request have been prepared and submitted to the appropriate authorized approver. This includes supplemental CARS in those cases in which there is either an indication that the originally approved amount may be exceeded or there has been a material change in scope.

Expenditures for repairs and maintenance have been charged to operations; expenditures for additions and improvements have been capitalized and depreciated over the estimated remaining life of the related asset.

LIABILITIES

All liabilities of the Company of which we are aware, including accounts and notes payable, tax accruals, severance and pension benefits and another liabilities are included in the financial statements at December 31, 1997 and we have no knowledge of any litigation or tax or other claims pending or threatened against the companies or any contingent liabilities which should be considered for recording or disclosure in the financial statements.

There have been no violations or possible violations of laws or regulations in any jurisdiction of which we are aware which would be the basis for recording an estimated probable loss.

Furthermore, there have been no communications from regulatory agencies or government representatives concerning investigations or allegations of non-compliance with laws or regulations in any jurisdiction which would be the basis for recording an estimated probable loss.

INCOME TAXES

Estimated provision has been made for all current and deferred taxes on income, including amounts applicable to prior years. All significant tax matters (including adjustments which have been or are expected to be proposed by any taxing authorities) have been discussed with the corporate Tax and Controller's Departments.

2CHQ3-000154

CBI-V1-001-006041

PURCHASE AND SALE COMMITMENTS

Commitments for future purchases are for quantities which are not in excess of anticipated requirements and are at prices which will not result in a loss. No losses will be sustained in the fulfillment of, or from inability to fulfill, any sales commitments.

There are no agreements or commitments to repurchase assets (including inventory items) previously deemed sold.

CONFLICTS OF INTEREST

We are not aware of any company employees being in violation of the Corporate policy on "Conflicts of interest" and all the required annual compliance statements have been updated and forwarded to the corporate Law Department in Cincinnati.

STATEMENT OF POLICIES & PROCEDURES

All the quarterly compliance statements required by the Company's statements of policies & procedures along with the list of payments falling within the purview thereof (which includes all payments to foreign government officials, even if they are facilitating payments or contributions/donations) have been submitted to the corporate Law Department in Cincinnati.

OTHER

Local currency transactions and financial statements have been translated to U.S. dollars in accordance with U.S. generally accepted accounting principles. Gains or losses arising from translation or conversion of local currencies to U.S. dollars, where applicable, were credited or charged to income.

The Company's Intercompany accounts with corporate and applicable subsidiaries (including those with all other units within the same operating group) have all been reconciled/agreed and no major items are in dispute or remain unbooked as of the close of the period.

2CHQ3-000155

CBI-V1-001-006042

Confidential Treatment
Request by Chiquita Brands

The Company had reported (as such) or eliminated all intercompany sales, and, where appropriate, eliminated intercompany profit in inventories.

All assets and liabilities are properly classified by balance sheet account and properly segregated between current and non-current.

Accounting policies governing the recognition of income and expenses and the determination of amount of amortization or depreciation have remained unchanged throughout the period.

All employee travel and entertainment expenses recorded during the period have been incurred and approved in compliance with Corporate policy.

INTERNAL CONTROL

We recognize that as members of company management we are directly responsible for maintaining internal control in accordance with the internal control policy. The broad objectives of internal accounting control identified in this policy, all of which the Company is in compliance with, include the following:

** Transactions are executed in accordance with management's general or specific authorization.*

** Transactions are recorded as necessary to maintain accountability for assets.*

** Access to assets is permitted only in accordance with management's authorization.*

** The recorded accountability for assets is compared with the existing assets at reasonable intervals and appropriate action is taken promptly respect to any differences.*

2CHQ3-000156

CBI-V1-001-006043

Confidential Treatment
Request by Chiquita Brands

INTERNAL AUDIT REPORTS

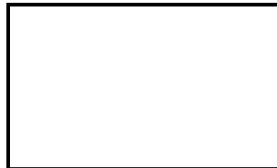
Internal audit reports and the status of recommendations there from have been updated periodically.

SUBSEQUENT EVENTS

No events or transactions have occurred since December 31, 1997 or pending or in prospect which would have a material effect upon the above-indicated financial statements at that date.

CONTROLLER'S CHECKLIST

On the following pages is the Controller's Checklist. I Hereby verify that all of the required supporting financial schedules cross reference to the indicated accounts or schedules.



CONTROLLER

2CHQ3-000157

CBI-V1-001-006044

02/20 12:05 1995
ENVIC: 331 99 42

FROM:

3319942

TO:

PAGE: 1

; 2-20-95 ; 10:47 ;

C.F.S./BANADEX-

:# 1



COMPANIA FRUTERA DE SEVILLA

MEDELLIN - COLOMBIA

Confidential Treatment
Request by Chiquita Brands

TO :

FROM :

RE : Political Parties Contributions (Antioquia Governor)

DATE : February 20, 1995

b6
b7C

As per your request, the following contributions were made last year to political parties in Antioquia:

CANDIDATE	AMMOUNT	DATE
	US \$ 5.950 aprox. (\$ 5.000.000)	Oct. 24, 1994
	X.001187 = \$5935.00	
	US \$ 2.380 aprox. (\$ 2.000.000)	Oct. 30, 1994
	X.001187 = \$2374.00	
	\$8309.00	

P/C

2CHQ7000009

Confidential Treatment
Request by Chiquita Brands

Tab,
1995

ALL STATE LEGAL 400-225-6410 EDN118 RECYCLED

4CHQ1-000782

CBI-V1-001-006051

CHIQIITA NSD

000025941

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4CHQ1-000783

CBI-V1-001-006052

CHIQUITA NSD

000025942

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4CHQ1-000784

CBI-V1-001-006053

CHIQUITA NSD

000025943

Confidential Treatment
Request by Chiquita Brands

Tab:
4

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DATE 08-22-2010 BY 60322 EDN/RSO

4CHQ1-000868

CBI-V1-001-006137

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4CHQ1-000869

CBI-V1-001-006138

Confidential Treatment
Request by Chiquita Brands

Tab 6

US OFFICE PRODUCTS

4CHQ1-000890

CBI-V1-001-006159

Confidential Treatment
Request by Chiquita Brands

Tab 10

ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED

4CHQ1-000929

CBI-V1-001-006198

Confidential Treatment
Request by Chiquita Brands

Tab
1994

ALL STATE LEGAL WASTE-010, 000115 RECYCLED

4CHQ1-000937

CBI-V1-001-006205

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DIVISION: MEDELLIN COLOMBIA
 Explanation / Second quaterly 1.994
 January 8 / 87
 Prepared by: Juan Alvarado

No.	MONTH	DATE OF TRANSACTION	AMOUNT OF PAYMENT Local currency	AMOUNT OF PAYMENT US Dollars	PAID TO	USED TO
1	May - 84		13,000,000	15,459.08	Wilson Castaño	BLUE / Trip (Santa Marta)
1	First Q		13,000,000.00	15,459.08		

4CHQ1-000952

Nº 17
 N-17-26 MAYO 1990 \$13,000,000 =

Confidential Treatment
 Request by Chiquita Brands

CBI-V1-001-006220

Confidential Treatment
Request by Chiquita Brands

Tab

ALL-STATE LEGAL 800-252-5310
RECYCLED

4CHQ1-000970

CBI-V1-001-006239

Confidential Treatment
Request by Chiquita Brands

Tab 2

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4CHQ1-000980

CBI-V1-001-006249

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4CHQ1-000981

CBI-V1-001-006250

Confidential Treatment
Request by Chiquita Brands

Tab 3

ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED
DATE 08-03-2010 BY 60322/UC/STP

4CHQ1-001001

CBI-V1-001-006271

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4CHQ1-001002

CBI-V1-001-006272

Confidential Treatment
Request by Chiquita Brands

Tab 1993-

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4CHQ1-001014

CBI-V1-001-006284

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CBI-V1-001-006285

4CHQ1-001015

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4CHQ1-001016

CBI-V1-001-006286

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4CHQ1-001017

CBI-V1-001-006287



Confidential Treatment
Request by Chiquita Brands

MAY 20 - 02 - 93

26 MAYO 1993

\$ 250,000 26 MAYO 1993

26 MAYO 1993

Nº 10

26 MAYO 1993

4CHQ1-001025

CBI-V1-001-006295