

**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
<b>COLOMBIA</b>			
Banadex	Banana Operations	3,656	8,640
<b>COSTA RICA</b>			
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
<b>GUATEMALA</b>			
Cobigua	Banana Operations	808	3,138
<b>HONDURAS</b>			
Agriculta de Rio Tinto	Processed Banana Products	848	1,002
Cobalissa	Banana Operations	8,566	5,380
San Alejo Oil Palm Operations	Oil Palm Cultivation	1,498	409
Teta Railroad	Banana Operations	24,740	98,023
	Sub-total	35,650	104,824
<b>PANAMA</b>			
Chiriqui Land Company	Banana Operations	13,938	30,159
Polymer Group	Plastic Products	82	896
	Sub-total	14,020	31,055
<b>UNITED STATES</b>			
Chiquita Brands International, Inc.		0	740
<b>TOTAL PAYMENTS</b>		<b>57,089</b>	<b>150,911</b>

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.
	<b>Sub-total</b>	<b>24,740</b>		
	<b>Total Payments</b>	<b><u>35,650</u></b>		

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		<u>14,030</u>		

CBI-V1-001-005778

1CBQ6-001215

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	Amuevel, Panama
4/23/97			CHIQUITA TROPICAL PRODUCTS	LEGAL	DIRECTOR LEGAL	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	INTL 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	Helinki, 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			COBAL	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			CBI-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	DIRECTOR - SOUTH EUROPE	Rome, Italy
4/23/97		X	TELA RAILROAD COMPANY	PROCESSED FOODS	GENERAL MANAGER SAN ALEJO	San Ajo, Honduras
4/23/97			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.	Lata 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
3/31/97			CHIQUITA BRANDS CO., N.A.	SALES	COO -N.A. CENTRAL REGION	Cincinnati, OH
4/23/97			CHIQUITA TROPICAL PRODUCTS	OPERATIONS	V.P. & COUNTRY MANAGER	San Jose, Costa Rica
3/31/97			CHIQUITA BRANDS CO., N.A.	EXECUTIVE	V.P. FINANCE	Cincinnati, OH
4/23/97			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 CO., N.A.	CB-NA 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 CONTROL TAX 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	Amuevel, Panama

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CEI-V1-001-005779

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

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CBI-V1-001-005780

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

REPORT DUE: APRIL 16, 1997

REC'D RESPONSE	NAME	X PMT. RPTD	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	Mississauga, 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	Armuelles, Panama
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER SYSTEMS SOFTWARE	Cincinnati, OH
4/23/97			CHIRIQUI LAND COMPANY	OPERATIONS	GENERAL MANAGER	Armuelles, Panama
4/23/97			CHIQUITA S.A.	OPERATIONS	ALLOCATION MANAGER	Geneva, Switzerland
4/23/97			CHIQUITA S.A.	OPERATIONS	MGR. WORLDWIDE ALLOCATION & EUROPEAN PLANNING	Antwerp, Belgium
3/31/97			COBAL	OPERATIONS	DISTRICT SUPERINTENDENT	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	ASSISTANT GENERAL COUNSEL	Cincinnati, OH
5/8/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	MANAGER FINANCIAL REPORTING	Cincinnati, OH
3/31/97			FRIDAY CANNING CORPORATION	EXECUTIVE	PRESIDENT	New Richmond, WI
3/31/97			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
3/31/97			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.	Camdenwell, 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	Glendale, CA
4/23/97			CHIRIQUI LAND COMPANY	OPERATIONS	ASST. SUPT. AGRICULTURE	Armuelles, 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 AGRI.	Armuelles, 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
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	SR. MANAGER HR	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER INFORMATION SERVICES	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE AFFAIRS	VICE PRESIDENT-CORPORATE AFFAIRS	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	MGR. ACCOUNTING	Cincinnati, OH
3/31/97			CHIRIQUI LAND COMPANY	INTERNAL AUDIT	AUDITOR	Armuelles, Panama
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	TOC	TOC COORDINATOR	Cincinnati, OH
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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CBI-V1-001-005781

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

REPORT DUE: APRIL 15, 1997

REC'D RESPONSE	NAME	X <sup>1</sup> IF PNTD	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	Wilmington, DE
3/31/97			CHIQUITA BRANDS CO., N.A.	INLAND TRANSPORTATION	DIR. CONTAINER OPERATIONS	Cincinnati, OH
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 INTERNATIONAL, I.	LEGAL	FIELD PACKAGING ENG.	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS, INC.	QUALITY/ENGINEERING	MANAGER PAYROLL	Cincinnati, OH
4/23/97			CHIQUITA BRANDS, INC.	DOMESTIC ACCOUNTING	DIVISION SALES MANAGER	Cincinnati, OH
5/20/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FOODS	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	Medellin, Colombia
6/18/97			C.I. BANADEX	OPERATIONS	SR. DIRECTOR, BUSINESS DEVELOPMENT	Abidjan, Ivory Coast
3/31/97			DOSQUET	EU/ACP SOURCING	DATA ADMINISTRATOR	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	GENERAL MANAGER	Arnufoles, Panama
3/31/97		X	CHIRIQUI LAND COMPANY	ADMINISTRATION	MANAGER, MANAGEMENT DEVELOPMENT	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	ORG. EFFECTIVENESS	CHIEF ADMIN. OFFICER	Medellin, Colombia
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	OPERATIONS	TREASURER	Miami, FL
4/23/97			C.I. BANADEX	EXECUTIVE	PRESIDENT	Sun City, CA
3/31/97			BANANA SUPPLY CO.	EXECUTIVE	HUMAN RESOURCES MANAGER	Glendora, CA
3/31/97			SOLAR AQUA FARMS	EXECUTIVE	V.P. INFORMATION SYSTEMS	Cincinnati, OH
4/23/97			CALIFORNIA DAY FRESH FOODS	HUMAN RESOURCES	GENERAL MANAGER - MEDELLIN	Medellin, Colombia
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER AGRICHEMICALS	Cincinnati, OH
4/23/97			CIA. FRUTERA DE SEVILLA	OPERATIONS	SR. EXECUTIVE VICE PRESIDENT CBG	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	MARITROP	SR. DIRECTOR - INFORMATION SERVICES	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	OPERATIONS	MANAGER CONTAINER FLEET OPS	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	VICE PRESIDENT AND TREASURER	Cincinnati, OH
3/31/97			CHIQUITA BRANDS CO., N.A.	BANANA PRODUCT MGMT	MANAGER ACCOUNTING & FINANCIAL REPORTING	Arnhem, Belgium
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	TREASURY	A.V.P. SALES PLANNING/CUSTOMER SERVICES	Cincinnati, OH
3/31/97			GREAT WHITE FLEET	ACCOUNTING	DIR. PLANNING & ANALYSIS	Cincinnati, OH
4/23/97			CHIQUITA BRANDS CO., N.A.	INLAND DISTRIBUTION	CONTROLLER	St. Louis, MO
3/31/97			CHIQUITA BRANDS, INC.	PROCESSED FOODS	REGION DIRECTOR WHOLESAL-NA EAST	Prague, Czech Republic
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	REGION MANAGER - E. EUROPE	Santiago, Chile
5/20/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	COMMERCIAL MANAGER	San Jose, Costa Rica
3/31/97			CHIQUITA BANANA INTERNATIONAL	MARKETING	REGIONAL DIRECTOR, MATERIALS & SUPPLY	Geneva, Switzerland
3/31/97			FRUPAC	OPERATIONS	VICE PRESIDENT	Cincinnati, OH
4/23/97			MARITROP TRADING CORPORATION	ADMINISTRATION	VP CORPORATE HUMAN RESOURCES	Bocas, Panama
4/23/97			CHIQUITA BANANA INTERNATIONAL	EXECUTIVE	EDP OPERATIONS COORDINATOR	Santiago, Chile
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	DIRECTOR OF FINANCE AND ACCOUNTING	Santiago, Chile
3/31/97			CHIRIQUI LAND COMPANY	CONTROLLER	OPERATIONS MANAGER	Bocas, Panama
4/23/97			FRUPAC	OPERATIONS	CHIEF ADMINISTRATIVE OFFICER	Cincinnati, OH
4/23/97			FRUPAC	OPERATIONS	MANAGER ORG. DEV. & HUMAN RESOURCES	Hamilton, Bermuda
4/23/97		X	CHIRIQUI LAND COMPANY	CONTROLLER	ASST. VICE PRESIDENT	Panama City, Panama
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	DIRECTOR FIN. & ADMIN.	Cincinnati, OH
3/31/97			CIL	OPERATIONS	MANAGER, M & S	Paris, France
4/23/97			POLYMER UNITED	FINANCE	DIRECTOR SALES & MARKETING	Paris, France
3/31/97			CHIQUITA BRANDS, INC.	MARITROP	SECRETARY GENERAL	Cincinnati, OH
4/23/97			DUNAND ET COMPAGNIE DES BANANES	MARKETING	PROJECT LEADER	Paris, France
4/23/97			DUNAND ET COMPAGNIE DES BANANES	MARKETING	VICE PRESIDENT	Los Angeles, CA
4/23/97			DUNAND ET COMPAGNIE DES BANANES	EXECUTIVE	ASST. VICE PRESIDENT FINANCE	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER, TAX OPS	Cincinnati, OH
4/23/97			DUNAND ET COMPAGNIE DES BANANES	MIS	ASST. GENERAL COUNSEL & ASST. SECRETARY	Cincinnati, OH
4/23/97			PROGRESSIVE PRODUCE CO.	FINANCE	TREASURER	San Jose, Costa Rica
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	TAX	DIRECTOR DATA ADMINISTRATION	Cincinnati, OH
4/23/97			CHIQUITA BRANDS INTERNATIONAL, I.	SECRETARY'S OFFICE		
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	SECRETARY'S OFFICE		
4/23/97			COBAL	TREASURY		
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	TREASURY		
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS		

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CBIL-V1-001-005782

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

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CBI-V1-001-005783

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

Confidential Treatment  
Request by Chiquita Brands

REPORT DUE: APRIL 16, 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			CHICUITA BRANDS INTERNATIONAL, I.	LEGAL	VICE PRESIDENT, GENERAL COUNSEL AND SECRETARY	Cincinnati, OH
4/23/97			CHICUITA TROPICAL PRODUCTS	OPERATIONS	SR. V.P. CBNA	San Jose, Costa Rica
4/23/97			CHICUITA BRANDS INTERNATIONAL, I.	CORPORATE SECURITY	L.A SECURITY COORDINATOR	San Jose, Costa Rica
3/31/97			CHICUITA BRANDS CO., N.A.	SALES	REGIONAL DIRECTOR	Cincinnati, OH
3/31/97			CHICUITA BRANDS CO., N.A.	CB-NA BANANA SALES	DIR. CORP. SALES & CUSTOMER SERVICE	Cincinnati, OH
5/20/97			CHICUITA BRANDS, INC.	CONSUMER & TRADE MARKETING	TRADE MARKETING MANAGER	Cincinnati, OH
4/23/97			DUNAND	EXECUTIVE OPERATIONS	DIRECTOR AFRIQUE	Paris, France
5/1/97		X	TELA RAILROAD COMPANY	OPERATIONS	GENERAL MANAGER	La Lima, Honduras
3/31/97			CHICUITA BRANDS INTERNATIONAL, I.	LEGAL	ASSISTANT GENERAL COUNSEL	Cincinnati, OH
3/31/97			CHICUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER INFORMATION SERVICES	Cincinnati, OH
4/23/97			CHICUITA BRANDS CO., N.A.	PACKAGED GOODS	CONTROLLER	Antwerp, Belgium
4/23/97			GREAT WHITE FLEET	PURCHASING	PURCHASING MANAGER	Cincinnati, OH
4/23/97			CHICUITA BRANDS CO., N.A.	PROCESSED FOODS	MGR. PRODUCT & PROCESS DEVELOPMENT	Antwerp, Belgium
4/23/97			GREAT WHITE FLEET			Santiago, Chile
4/23/97			FRUPAC	OPERATIONS	SUPPLIES MANAGER	Antwerp, Belgium
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			GREAT WHITE FLEET	FINANCE	DIRECTOR, ACCOUNTING	Antwerp, Belgium
4/23/97			CIL	EXECUTIVE	GENERAL MANAGER	Paris, France
4/23/97			DUNAND	HUMAN RESOURCES	DIRECTOR BENEFITS AND COMPENSATION	Cincinnati, OH
4/23/97			CHICUITA BRANDS INTERNATIONAL, I.	SALES	DIRECTOR SALES/NORTH	Milan, Italy
4/23/97			CHICUITA ITALIA, S.p.A.	OPERATIONS	REGIONAL DIRECTOR MANUF.	Panama City, Panama
4/23/97			POLYMER UNITED	OPERATIONS	MANAGER PRODUCTION	San Jose, Costa Rica
4/23/97			POLYMER	OPERATIONS	VP TROPICAL FRUIT	Los Angeles, CA
3/31/97			AMERICAN PRODUCE	EXECUTIVE	SENIOR COUNSEL	Cincinnati, OH
4/23/97			CHICUITA BRANDS INTERNATIONAL, I.	LEGAL	SR. DIR INTL. & ACQUISITION SUPPORT	Cincinnati, OH
5/1/97			CHICUITA BRANDS INTERNATIONAL, I.	MIS	ACCOUNT MGR.	Philadelphia, PA
4/23/97			FRUPAC	SALES	ASST. CONTROLLER	Bocas, Panama
4/23/97			CIA. PROCESSADORA DE FRUTAS	TRANSPORT/EXPORT	SUPT. TRANS/EXPORT	Amueles, Panama
4/23/97			CHIRIQUI LAND COMPANY	FAR & MIDDLE EAST	DIRECTOR FINANCE & ACCTG. FAR EAST REGION	Cincinnati, OH
4/23/97			CHICUITA BRANDS, INC.	ORG. EFFECTIVENESS	CONSULTANT, CO & TOC	Cincinnati, OH
3/31/97			CHICUITA BRANDS INTERNATIONAL, I.	SALES	INTL. SALES MGR.	New Richmond, WI
3/31/97			FRIDAY CANNING CORPORATION	EXECUTIVE	CONTROLLER	Netherlands
3/31/97			BRUIJGOM EN VISSER, B.V.	OPERATIONS	MANAGER PRODUCTION	San Jose, Costa Rica
4/23/97			POLYMER	OPERATIONS	MANAGER FINANCIAL ANALYSIS	San Jose, Costa Rica
4/23/97			COBAL	ASST. CONTROLLER	SR. ASST. CONTROLLER	Guatemala City, Guatemala
4/23/97			COBIGUA	OPERATIONS	CHIEF PILOT	Bocas, Panama
4/23/97			CHICUITA BRANDS, INC.	OPERATIONS	SR. ACCOUNT MANAGER	Portland, OR
4/23/97			CHICUITA BRANDS CO., N.A.	CB-NA BANANA SALES	REGION DIRECTOR	Charlotte, NC
3/31/97			CHICUITA BRANDS CO., N.A.	PURCHASING	SR. COMMERCIAL MGR.	Antwerp, Belgium
4/23/97			GREAT WHITE FLEET	LEGAL	LEGAL COUNSEL	Santa Marta, Colombia
5/1/97			CIA. FRUTERA DE SEVILLA	PROCESSED FRUIT INGRED.	CONTROLLER	Cincinnati, OH
4/23/97			CHICUITA BRANDS CO., N.A.	LEGAL	VICE PRESIDENT LABOR RELATIONS	Cincinnati, OH
5/1/97			CHICUITA BRANDS INTERNATIONAL, I.	OPERATIONS	TOC MANAGER	Guatemala City, Guatemala
4/23/97			COBIGUA	PROCESSED FRUIT INGRED.	TECH SALES MGR	Breda, Netherlands
4/23/97			CHICUITA BANANA COMPANY, B.V.	ADMINISTRATION	V.P. CHIEF FINANCIAL OFFICER	Cincinnati, OH
4/23/97			CHICUITA BRANDS INTERNATIONAL, I.	PROCESSED FRUIT INGREDIENT	MANAGER N AMERICAN SALES	Cincinnati, OH
3/31/97			CHICUITA BRANDS CO., N.A.	SALES & MARKETING	VICE PRESIDENT	New Richmond, WI
3/31/97			FRIDAY CANNING CORPORATION	CONTROLLER	CONTROLLER	Santiago, OR
3/31/97			AGROINDUSTRIAL LOS LAGOS	QUALITY/ENGINEERING	MGR. PACK TECH CENTER	San Jose, Costa Rica
4/23/97			CHICUITA BRANDS, INC.	ADMINISTRATIVE	VP GOVERNMENT AFFAIRS	Tegucigalpa, Honduras
4/23/97			TELA RAILROAD	ENGINEERING	CHIEF OF ENGINEERING	Bocas, Panama
5/1/97			CHIRIQUI LAND COMPANY	TREASURY	SR. MGR. ANALYSIS	Cincinnati, OH
3/31/97			CHICUITA BRANDS INTERNATIONAL, I.	OPERATIONS	SIGATOKA EXTENSION MANAGER	Bocas, Panama
4/23/97			CHIRIQUI LAND COMPANY	SALES	ALLOCATION MANAGER	Rome, Italy
4/23/97			CHICUITA ITALIA, S.p.A.	OPERATIONS	TEAM LEADER	Abidjan, Ivory Coast
3/31/97			DOSQUET PLANTATION			

CBI-V1-001-005784

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

Confidential Treatment  
Request by Chiquita Brands

REPORT DUE: APRIL 16, 1997

REC'D RESPONSE	NAME	P.M.T. 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
3/31/97			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	Amunkeles, 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			THEODOREDIS & SONS BANANA CO.	LEGAL	PRESIDENT	Cincinnati, OH
3/31/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	CORPORATE COUNSEL	Arkwep, 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	Aron, 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
4/23/97			COBAL	MIS	MIS DIRECTOR	San Jose, Costa Rica
4/23/97			COBAL	OPERATIONS	GENERAL MANAGER	San Jose, Costa Rica
3/31/97			CIL	SERVICES GROUP	MANAGER	Antwerp, Belgium
4/23/97			CIA. FRUTERA DE SEVILLA	OPERATIONS	DIRECTOR TECH. SERVICES	Medellin, Colombia
5/1/97			CHIQUITA BRANDS, INC.	CONTROLLER	MANAGER ACCOUNTING	Cincinnati, OH
3/31/97			CHIQUITA BRANDS, INC.	MARITROP	DIRECTOR CAPITAL PROCUREMENT	Cincinnati, OH
4/23/97			POLYMER UNITED	HUMAN RESOURCES	REGIONAL DIRECTOR H.R.	Panama City, Panama
4/23/97		X	CHIQUITA TROPICAL PRODUCTS	LEGAL	VP LEGAL & GOVT AFFAIRS	San Jose, Costa Rica
4/23/97			COBAL	OPERATIONS	DIV. SUPT. AGRICULTURE	San Jose, Costa Rica
3/31/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FRUIT INGRED.	GENERAL MANAGER-PFI	Cincinnati, OH
4/23/97			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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CIBVLA 004-005785

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

REPORT DUE: APRIL 18, 1997

REC'D RESPONSE	NAME	X IP PMT, RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
42387			CHIQUITA BRANDS INTERNATIONAL, I.	ADMINISTRATION	EXEC. V.P. CHIEF ADM. OFFICER	Cincinnati, OH
42387			FRUPAC	SALES	ACCOUNT MGR.	Philadelphia, PA
42387			CHIQUITA TROPICAL PRODUCTS	OPERATIONS	SR. VICE PRESIDENT/REGIONAL MANAGER	San Jose, Costa Rica
33187			CHIQUITA BRANDS CO., N.A.	TRANSPORTATION SERVICES	MANAGER INLAND TRANSPORTATION	Cincinnati, OH
33187			FRIDAY CANNING CORPORATION	OPERATIONS	SENIOR VICE PRESIDENT	New Richmond, WI
33187			CHIQUITA BRANDS INTERNATIONAL, I.	INTERNAL AUDIT	VICE PRESIDENT INTERNAL AUDIT	Cincinnati, OH
42387			FRUPAC	OPERATIONS	GENERAL MANAGER	Santiago, Chile
37187			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	ASST. GENERAL COUNSEL	Cincinnati, OH
33187			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE SERVICES	DIRECTOR CORPORATE SERVICES	Cincinnati, OH
33187			CHIQUITA BRANDS INTERNATIONAL, I.	TAX	TAX PROFESSIONAL	Cincinnati, OH
33187			CHIQUITA BRANDS INTERNATIONAL, I.	TREASURY	DIRECTOR CASH OPERATIONS	Cincinnati, OH
42387			CHIQUITA BANANA COMPANY, B.V.	MARKETING	MGR. RIPEN. & TECH. SERV.	Breda, Netherlands
42387			CHIQUITA BRANDS, INC.	OPERATIONS	AVP FINANCE & PLANNING	Cincinnati, OH
42387		X	POLYMER UNITED	OPERATIONS	VICE PRESIDENT POLYMER PANAMA	Panama City, Panama
42387			CALIFORNIA DAY FRESH FOODS	PURCHASING	PURCHASING MANAGER	Glendale, CA
33187			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER CLIENT SERVER	Cincinnati, OH

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CBI-V1-001-005786

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	IF PMT. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
CONFIDENTIAL						
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

1CHQ6-001224

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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
<b>COLOMBIA</b>					
Banadex	Banana Operations	3,666	34,734	38,399	4,310
<b>COSTA RICA</b>					
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	6,790
<b>GUATEMALA</b>					
Cobigua	Banana Operations	808	727	1,636	6,968
<b>HONDURAS</b>					
Agricola de Rio Tinto	Processed Banana Products	848	428	1,276	3,435
Cobalisa	Banana Operations	6,566	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	38,660	35,293	70,843	140,687
<b>PANAMA</b>					
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
<b>UNITED STATES</b>					
Chiquita Brands International, Inc.		0	882	882	1,241
<b>TOTAL PAYMENTS</b>		<b>57,089</b>	<b>97,415</b>	<b>154,505</b>	<b>218,322</b>

CBI-V1-001-005789

1CRQ6-001226

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

1CBQ6-001228

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	COBIGUA	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. 1c206-001230

CBI-V1-001-005793

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

1CHQ6-001231

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	<u>22,980</u>		

CBI-V1-001-005796

1CHQ6-001233

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 16, 1997

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

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CBI-V1-001-005799

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

Confidential Treatment  
Request by Chiquita Brands

REPORT DUE: JULY 16, 1997

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

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CPA 74-001-005800

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

Confidential Treatment  
Request by Chiquita Brands

REPORT DUE: JULY 16, 1997

REC'D RESPONSE	NAME	PMT. RPTO	COMPANY	DEPARTMENT	TITLE	LOCATION
7/15/97			CHIQUITA TROPICAL PRODUCTS	SALES	SENIOR ACCOUNT MANAGER	Duluth, GA
7/15/97			CHIQUITA ADELAIDE	FINANCE	SR. ACCOUNTANT	Adelaide, Australia
7/15/97			CHIQUITA BRANDS, INC.	OPERATIONS	SR. INDUSTRY ANALYST	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	CS-NA BANANA SALES	COO-EASTERN/WESTERN DIVISION	Cincinnati, OH
7/15/97			CHIQUITA BRANDS, INC.	MARITROP	MANAGER SUPPLY LOGISTICS	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	QUALITY ASSURANCE	DIRECTOR TECH SALES AND QUALITY ASSURANCE	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	INLAND TRANSPORTATION	DIR. CONTAINER OPERATIONS	Wilmington, DE
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	BENEFITS MANAGER	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	SENIOR COUNSEL	Cincinnati, OH
7/15/97			FRUIT EXPRESS	FINANCE	SR. ACCOUNTANT	Cavan, South Australia
8/6/97			CHIQUITA BRANDS, INC.	QUALITY/ENGINEERING	FIELD PACKAGING ENG.	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS, INC.	DOMESTIC ACCOUNTING	MANAGER PAYROLL	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FOODS	DIVISION SALES MANAGER	Cincinnati, OH
7/15/97			FRUPAC	SALES	PRODUCT MGR.	Philadelphia, PA
7/15/97			CHIQUITA BRANDS, INC.	FAR & MIDDLE EAST OPERATIONS	DIRECTOR, FAR EAST OPERATIONS	Cincinnati, OH
8/21/97			C.I. BANADEX	OPERATIONS	ASSISTANT CONTROLLER	Medellin, Colombia
7/15/97			CHIQUITA BANANA CO.	SALES & MARKETING	SR. DIRECTOR, SALES & MARKETING	Koh, Germany
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	DATA ADMINISTRATOR	Cincinnati, OH
7/15/97		X	CHIRIQUI LAND COMPANY	ADMINISTRATION	GENERAL MANAGER	Armuzeles, Panama
7/15/97			CHIQUITA ADELAIDE	SOURCING	MANAGER	Adelaide, Australia
7/15/97			CHIQUITA 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			CHIQUITA 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			CHIQUITA BRANDS, INC.	MARITROP	MANAGER AGRICHEMICALS	Cincinnati, OH
7/15/97			CHIQUITA BRANDS, INC.	OPERATIONS	SR. EXECUTIVE VICE PRESIDENT CSB	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	SR. DIRECTOR - INFORMATION SERVICES	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	BANANA PRODUCT MGMT	MGR CSB/CONTAINER FLEET OPERATIONS	San Jose, Costa Rica
7/15/97			CHIQUITA 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			CHIQUITA BRANDS CO., N.A.	INLAND DISTRIBUTION	A.V.P. SALES PLANNING/CUSTOMER SERVICES	Cincinnati, OH
7/15/97			CHIQUITA BRANDS, INC.	PROCESSED FOODS	DIR. PLANNING & ANALYSIS	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	MGR MARKETING & MANAGEMENT	Cincinnati, OH
8/21/97			CHIQUITA BRANDS CO., N.A.	CS-NA BANANA SALES	REGION DIRECTOR WHOLESALERS EAST	St. Louis, MO
7/15/97			CHIQUITA 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			CHIQUITA BANANA INTERNATIONAL	EXECUTIVE	VICE PRESIDENT	Geneva, Switzerland
7/15/97			CHIQUITA 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			CHIQUITA 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			CHIQUITA 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			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	PROJECT LEADER	Cincinnati, OH
7/15/97			DUNAND ET COMPAGNIE DES BANANES	MIS	VICE PRESIDENT	Paris, France
7/15/97			PROGRESSIVE PRODUCE CO.	EU/ACP SOURCING	PRESIDENT	Los Angeles, CA
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	TAX	MANAGER, TAX OPS	Cincinnati, OH

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REPORT DUE: JULY 18, 1997

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

Confidential Treatment  
Request by Chiquita Brands

REC'D RESPONSE	NAME	XX IF PWT. RPYD	COMPANY	DEPARTMENT	TITLE	LOCATION
7/15/97			CHIQUITA 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			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	DIRECTOR DATA ADMINISTRATION	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	TAX	ASST. V.P. TAXATION	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	EXECUTIVE	CHAIRMAN OF THE BOARD & CEO	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	EXECUTIVE	VICE CHAIRMAN OF THE BOARD	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	BOARD OF DIRECTORS	DIRECTOR	Cincinnati, OH
7/15/97			CIL	FINANCE	DIRECTOR, AFFILIATE ACCT.	Antwerp, Belgium
7/15/97			CHIQUITA SYDNEY	FINANCE	SR. ACCOUNTANT	Sydney, Australia
7/15/97			CHIQUITA BRANDS CO., N.A.	MARKETING	DIRECTOR SALES ADMINISTRATION	Cincinnati, OH
7/15/97			CHIQUITA 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 de COSTA RICA	OPERATIONS	MGR. PRODUCTION SERVICES	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS SOUTH PACIFIC	OPERATIONS	OPERATIONS MANAGER	Camdenwell, Victoria, Australia
7/15/97			COBAL	OPERATIONS	DISTRICT SUPERINTENDENT	San Jose, Costa Rica
7/15/97			MENEU DISTRIBUTOR S.A.	OPERATIONS	MANAGING DIRECTOR	Valencia, Spain
7/15/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FOODS	MANAGER TECHNICAL SERVICES	Cincinnati, OH
7/15/97			CHIQUITA 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			CHIQUITA 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			CHIQUITA BRANDS, INC.	CONTROLLER	CONTROLLER	Cincinnati, OH
7/15/97			CHIQUITA 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. QJAL. ASSURANCE	Antwerp, Belgium
7/15/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Cincinnati, OH
7/15/97			CHIQUITA 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 Lira, Honduras
7/15/97			MENEU DISTRIBUTOR S.A.	CONTROLLER	FINANCIAL MANAGER	Valencia, Spain
7/15/97			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 Lira, 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			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	MANAGER WHOLESALE BUSINESS - NA WEST	Bohler, WA
7/15/97			CHIQUITA 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
7/15/97			COBAL	OPERATIONS	MGR. PACKAGING OPS	San Jose, Costa Rica
7/15/97			CHIQUITA 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			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	DIRECTOR - ORGANIZATIONAL EFFECTIVENESS	Cincinnati, OH
7/15/97			CHIQUITA TROPICAL PRODUCTS	OPERATIONS	MANAGER PURCHASING - CTP	San Jose, Costa Rica
7/15/97			CHIQUITA 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			CHIQUITA 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			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	REGION DIRECTOR	Houston, TX
7/15/97			CHIQUITA MELBOURNE	EXECUTIVE	SUCCESSORING GEN. DIRECTOR	Melbourne, Australia
7/15/97			CHIQUITA BRANDS MELBOURNE PTY LTD	EXECUTIVE	MANAGING DIRECTOR	Footscray, Victoria, Australia
7/15/97			CHIQUITA 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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CBI-VI-001-005802

**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	CONTROLLER	MANAGER EDP	Armuéles, Panama
7/15/97		X	COBALISA	EXECUTIVE	GENERAL MANAGER	La Lima, Honduras
7/15/97			CHIQUITA BANANA INTERNATIONAL	EXECUTIVE	EXECUTIVE VICE PRESIDENT	Geneva, Switzerland
8/21/97		X	C.I. BANADEX	CONTROLLER	CONTROLLER	Medellin, Colombia
7/15/97			CHIRIQUI LAND COMPANY	OPERATIONS	AREA SUPT.	Armuéles, Panama
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	VICE PRESIDENT, GENERAL COUNSEL AND SECRETARY	Cincinnati, OH
7/15/97			CHIQUITA TROPICAL PRODUCTS	OPERATIONS	SR. V.P. CBNA	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CORPORATE SECURITY	L.A SECURITY COORDINATOR	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS CO., N.A.	SALES	REGIONAL DIRECTOR	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	CBNA BANANA SALES	DIR. CORP. SALES & CUSTOMER SERVICE	Cincinnati, OH
7/15/97			CHIQUITA BRANDS, INC.	CONSUMER & TRADE MARKETING	TRADE MARKETING MANAGER	Cincinnati, OH
7/15/97			DUNAND	EXECUTIVE	DIRECTOR AFRIQUE	Paris, France
7/15/97		X	TELA RAILROAD COMPANY	OPERATIONS	GENERAL MANAGER	La Lima, Honduras
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	ASSISTANT GENERAL COUNSEL	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	MANAGER INFORMATION SERVICES	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	PACKAGED GOODS	CONTROLLER	Cincinnati, OH
7/15/97			GREAT WHITE FLEET	PURCHASING	PURCHASING MANAGER	Antwerp, Belgium
7/15/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FOODS	MGR. PRODUCT & PROCESS DEVELOPMENT	Cincinnati, OH
7/15/97			GREAT WHITE FLEET			Antwerp, Belgium
7/15/97			GREAT WHITE FLEET	OPERATIONS	PRESIDENT	Antwerp, Belgium
7/15/97			GREAT WHITE FLEET	CONTROLLER	ASST V.P. TRANSPORTATION ACCTG.	Antwerp, Belgium
7/15/97			CIL	FINANCE	DIRECTOR, ACCOUNTING	Antwerp, Belgium
7/15/97			DUNAND	EXECUTIVE	GENERAL MANAGER	Paris, France
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	HUMAN RESOURCES	DIRECTOR BENEFITS AND COMPENSATION	Cincinnati, OH
7/15/97			CHIQUITA ITALIA, S.p.A.	SALES	DIRECTOR SALES/NORTH	Milan, Italy
7/15/97			POLYMER UNITED	OPERATIONS	REGIONAL DIRECTOR MANNIF.	Panama City, Panama
7/15/97			POLYMER	OPERATIONS	MANAGER PRODUCTION	San Jose, Costa Rica
7/15/97			AMERICAN PRODUCE	EXECUTIVE	VP TROPICAL FRUIT	Los Angeles, CA
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	SENIOR COUNSEL	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MIS	SR. DIR INTL & ACQUISITION SUPPORT	Cincinnati, OH
7/15/97			FRUPAC	SALES	ACCOUNT MGR.	Philadelphia, PA
7/15/97			CIA. PROCESSADORA DE FRUTAS	CONTROLLER	ASST. CONTROLLER	Bocas, Panama
7/15/97			CHIRIQUI LAND COMPANY	TRANSPORT/EXPORT	SUPT. TRANSPORT	Armuéles, Panama
7/15/97			CHIQUITA BRANDS, INC.	FAR & MIDDLE EAST	DIRECTOR FINANCE & ACCTG.-FAR EAST REGION	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	ORG. EFFECTIVENESS	CONSULTANT, CO & TOC	Cincinnati, OH
7/15/97			FRIDAY CANNING CORPORATION	SALES	INTL. SALES MGR.	New Richmond, WI
7/15/97			BRUIGOM EN VISSER, B.V.	EXECUTIVE	CONTROLLER	Netherlands
8/12/97			POLYMER	OPERATIONS	MANAGER PRODUCTION	San Jose, Costa Rica
7/15/97			COBAL	OPERATIONS	MANAGER FINANCIAL ANALYSIS	San Jose, Costa Rica
7/15/97			COBIGUA	ASST. CONTROLLER	SR. ASST. CONTROLLER	Guatemala City, Guatemala
7/15/97			CHIQUITA BRANDS, INC.	OPERATIONS	CHIEF PILOT	Bocas, Panama
7/15/97			CHIQUITA BRANDS CO., N.A.	CBNA BANANA SALES	SR. ACCOUNT MANAGER	Sandy, UT
7/15/97			CHIQUITA BRANDS CO., N.A.	CBNA BANANA SALES	REGION DIRECTOR	Charlotte, NC
7/15/97			GREAT WHITE FLEET	PURCHASING	SR. COMMERCIAL MGR.	Antwerp, Belgium
7/15/97			CIA. FRUTERA DE SEVILLA	LEGAL	LEGAL COUNSEL	Santa Maria, Colombia
7/15/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FRUIT-INGRED.	CONTROLLER	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	LEGAL	VICE PRESIDENT LABOR RELATIONS	Cincinnati, OH
8/12/97		X	COBIGUA	OPERATIONS	TOC MANAGER	Guatemala City, Guatemala
7/15/97			CHIQUITA BANANA COMPANY, B.V.	PROCESSED FRUIT INGRED.	TECH SALES MGR	Breda, Netherlands
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	ADMINISTRATION	V.P. CHIEF FINANCIAL OFFICER	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	PROCESSED FRUIT INGREDIENT	MANAGER N AMERICAN SALES	Cincinnati, OH
7/15/97			TELA RAILROAD COMPANY	OIL PALM DIVISION	GENERAL ACCOUNTANT	La Lima, Honduras
7/15/97		X	FRIDAY CANNING CORPORATION	SALES & MARKETING	VICE PRESIDENT	New Richmond, WI
7/15/97			AGROINDUSTRIAL LOS LAGOS	CONTROLLER	CONTROLLER	Santiago, DR
7/15/97			CHIQUITA BRANDS, INC.	QUALITY/ENGINEERING	MGR. PACK TECH.CENTER	San Jose, Costa Rica
7/15/97			TELA RAILROAD	ADMINISTRATIVE	VP GOVERNMENT AFFAIRS	Tegucigalpa, Honduras
7/15/97			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 14, 1997

REC'D RESPONSE	NAME	X*IF PMT. RPTD	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	Bocas, 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	Deerfield, IL
7/15/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Cincinnati, OH
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			CHIQUITA BRANDS INTERNATIONAL, I.	ACCOUNTING	ACCOUNTING MGR.	Philadelphia, PA
7/15/97			FRUPAC	QUALITY/ENGINEERING	DIRECTOR TROPICAL QUALITY ASSURANCE	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS, INC.	CONTROLLER	CONTROLLER	Amman, Panama
7/15/97		X	CHIRIQUI LAND COMPANY	DINING SERVICES	EXECUTIVE CHEF	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	ASST. CONTROLLER	San Jose, Costa Rica
7/15/97			COBAL	ORG. EFFECTIVENESS	CONSULTANT	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS, INC.	LEGAL	AVP LEGAL & GOVERNMENT AFFAIRS	Panama City, Panama
7/15/97			CHIRIQUI LAND COMPANY	PORT OPERATIONS	MANAGER, WESTERN DIV.	Long Beach, CA
7/15/97			CHIQUITA BRANDS CO., N.A.	HUMAN RESOURCES	HUMAN RESOURCES MANAGER	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CB-NA BANANA SALES	VP SALES WESTERN DIVISION	Lake Forest, CA
7/15/97			CHIQUITA BRANDS CO., N.A.	CB-NA BANANA SALES	PRESIDENT, CHIQUITA BANANA, N.A.	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	CTP NORTH AMERICA	SR TECHNICAL ADVISOR	Cincinnati, OH
7/15/97			CHIQUITA INTL. TROPICAL SERVICES	OPERATIONS	MANAGER ACCOUNTING	Venezuela
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CONTROLLER	CORPORATE PLANNER	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	FINANCIAL ANALYSIS	V.P. MARKETING & LOGISTICS	Cincinnati, OH
7/15/97			CIL	TAX	TAX COUNSEL	Hamilton, Bermuda
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	MARKETING	VICE PRESIDENT MARKETING	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.		PRESIDENT	Allentown, PA
7/15/97			THEODORES & SONS BANANA CO.	LEGAL	CORPORATE COUNSEL	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	OPERATIONS	FLEET BUYER	Anwerp, Belgium
7/15/97			GREAT WHITE FLEET	QUALITY/ENGINEERING	SR. MANAGER TRANSPORTATION ENG.	San Jose, Costa Rica
7/15/97			CHIQUITA BRANDS, INC.	LEGAL	ASSISTANT GENERAL COUNSEL	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	CB-NA BANANA SALES	BUSINESS DEVELOPMENT MANAGER	Akron, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	OPERATIONS	TECHNICAL AND GROWERS MANAGER	Santiago, Chile
7/15/97			FRUPAC	CONTROLLER	V.P. & CONTROLLER	Cincinnati, OH
7/15/97			CHIQUITA BRANDS INTERNATIONAL, I.	ADMINISTRATION	SENIOR VICE PRESIDENT	New Richmond, WI
7/15/97			FRIDAY CANNING CORPORATION	MIS	MIS DIRECTOR	San Jose, Costa Rica
7/15/97			COBAL	OPERATIONS	GENERAL MANAGER	San Jose, Costa Rica
7/15/97			COBAL	SERVICES GROUP	MANAGER	Anwerp, Belgium
7/15/97			CIL	OPERATIONS	DIRECTOR TECH. SERVICES	Medellin, Colombia
7/15/97			CIA FRUTERA DE SEVILLA	CONTROLLER	MANAGER ACCOUNTING	Cincinnati, OH
7/15/97			CHIQUITA BRANDS, INC.	MARITROP	DIRECTOR CAPITAL PROCUREMENT	Cincinnati, OH
7/15/97			CHIQUITA BRANDS, INC.	HUMAN RESOURCES	REGIONAL DIRECTOR H.R.	Panama City, Panama
7/15/97			POLYMER UNITED	LEGAL	VP LEGAL & GOVT AFFAIRS	San Jose, Costa Rica
7/15/97		X	CHIQUITA TROPICAL PRODUCTS	OPERATIONS	DIV. SUPT. AGRICULTURE	San Jose, Costa Rica
7/15/97			COBAL	PROCESSED FRUIT INGRED.	GENERAL MANAGER-PFI	Cincinnati, OH
7/15/97			CHIQUITA BRANDS CO., N.A.	OPERATIONS	VP TROPICAL OPS ANALYSIS	San Jose, Costa Rica
7/15/97			CHIQUITA BANANA GROUP	OPERATIONS	SUPERINTENDENT COMM. OPS.	Anwerp, Belgium
7/15/97			GREAT WHITE FLEET	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 INTERNATIONAL, I.	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 CO., N.A.	RISK MANAGEMENT	DIRECTOR CORP. RISK MGT.	Cincinnati, OH

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09/05/97

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

REPORT DUE: JULY 16, 1997

REC'D RESPONSE	NAME	*X IF P.M.T. RPTD	COMPANY	DEPARTMENT	TITLE	LOCATION
9/5/97	[REDACTED]		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. RIPEN. & 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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09/05/97

November 11, 1997

Confidential Treatment  
Request by Chiquita Brands

CBI-V1-001-005806

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Confidential Treatment  
Request by Chiquita Brands

**CHIQUITA BRANDS  
INTERNATIONAL, INC.**



**INTERNAL AUDIT  
DEPARTMENT**

**1998**

**AUDIT PLAN**

1CHQ6-001244

CBI-V1-001-005807

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

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**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.

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

**PERSONNEL HIGHLIGHTS**

[redacted] Auditor effective November 1996. [redacted] 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. [redacted] 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.

[redacted] Auditor effective October 1995. [redacted] graduated from Clemson University with a Bachelor of Arts degree in Language (Spanish) and International Trade. [redacted] 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.

[redacted] Auditor effective August 1997. [redacted] graduated from the Universidad San Carlos de Guatemala - School of Economics. [redacted] 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.

[redacted] Auditor effective June 1997. [redacted] 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. [redacted] is a Certified Public Accountant and he is fluent in Spanish.

[redacted] Auditor effective January 1997. [redacted] 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. [redacted] 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.

[redacted] Auditor effective January 1998. [redacted] 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. [redacted] is fluent in Spanish and Italian.

[redacted] Auditor effective June 1997. [redacted] 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. [redacted] is fluent in Spanish.

**GBI-V1-001-005812**

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

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**PERSONNEL HIGHLIGHTS**

[redacted] Auditor effective January 1998. [redacted] will graduate from the University of Miami with a Masters of Business Administration in International Business. [redacted] 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. [redacted] is fluent in Spanish.

[redacted] Auditor effective October 1997. [redacted] 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. [redacted] is fluent in Spanish.

[redacted] Administrative Coordinator II effective September 1995 (previously Executive Secretary effective April 1994). [redacted] graduated from the University of Cincinnati with a Bachelor's degree in English and Comparative Literature. [redacted] 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.

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

[redacted] Auditor effective July 1997. [redacted] 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. [redacted] is part of the Tropical Management Development Program and he is fluent in Spanish.

1CBQ6-001250

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

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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**

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**ALLOCATION BY TYPE OF ACTIVITY**

<b>TYPE OF ACTIVITY</b>	<b>1998</b>	<b>Estimated 1997</b>	<b>Actual 1996</b>
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%
<b>TOTAL</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

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

**ALLOCATION BY BUSINESS UNIT**

<b>BUSINESS UNIT</b>	<b>1998</b>	<b>Estimated 1997</b>	<b>Actual 1996</b>
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%
<b>TOTAL</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

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

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**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**

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<b>AUDIT</b>	<b>LAST AUDIT</b>	<b>RISK WEIGHT</b>	<b>LOCATION</b>
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**

<b>AUDIT</b>	<b>LAST AUDIT</b>	<b>RISK WEIGHT</b>	<b>LOCATION</b>
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**

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**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

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

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**NON-BANANA FRESH**

<b>AUDIT</b>	<b>LAST AUDIT</b>	<b>RISK WEIGHT</b>	<b>LOCATION</b>
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**

<b>AUDIT</b>	<b>LAST AUDIT</b>	<b>RISK WEIGHT</b>	<b>LOCATION</b>
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

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

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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

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**Chiquita  
Brands  
International**

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*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 CC]

Ernst & Young:

[Redacted Ernst & Young]

[Redacted]

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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.



Confidential Treatment  
Request by Chiquita Brands

Chiquita Brands International, Inc.

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.

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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
<b>Financial Condition</b>					
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
<b>Capitalization</b>					
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
<b>Operations</b>					
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)
<b>Share Data</b>					
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



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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.



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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.

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.

CBI-V1-001-005827

Chiquita Brands International, Inc.

Confidential Treatment  
Request by Chiquita Brands

## 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
<b>ASSETS</b>		
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>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
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>	2,532,136	2,627,033
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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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
<b>Cash provided (used) by:</b>			
<b>Operations</b>			
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)
<b>Cash flow from operations</b>	<u>66,943</u>	<u>123,335</u>	<u>90,311</u>
<b>Investing</b>			
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)
<b>Cash flow from investing</b>	<u>(101,022)</u>	<u>54,873</u>	<u>132,703</u>
<b>Financing</b>			
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)
<b>Cash flow from financing</b>	<u>(125,777)</u>	<u>(129,325)</u>	<u>(173,067)</u>
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	<u>\$ 125,702</u>	<u>\$ 285,558</u>	<u>\$ 236,675</u>

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
<b>Gross rentals</b>			
—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)
	<u>\$ 100,896</u>	<u>\$ 85,710</u>	<u>\$ 113,081</u>

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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## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

## Note 7 — Debt

Long-term debt consists of the following:

(In thousands)	December 31,	
	1997	1996
Parent Company		
9½% senior notes, due 2004	\$ 175,000	\$ 175,000
9½% 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	117,215	48,534	165,749
2001	—	32,526	32,526
2002	—	—	—

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.

CBI-V1-001-005840

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 1/4% 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:

(In thousands)	1997	1996
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)
Net deferred tax liability	\$ (1,717)	\$ (1,863)

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

CBI-V1-001-005846

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

1CHQ6-001291

## 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	March 31	June 30	Sept. 30	Dec. 31
(In thousands, except per share amounts)				
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)				
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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# YEAR 2000 STATUS

## Audit Committee Presentation

March 5, 1998

CBI-VI-001-005849

1CHQ6-001293

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# Chiquita MIS Year 2000 Responsibilities

[Redacted]  
Vice President

[Redacted]  
ASST. V.P.

- Technical Infrastructure

[Redacted]  
Director

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

[Redacted]  
Director

- Diversified Operations  
- Asia / Pacific

[Redacted]  
Director

- Banana Sourcing Divisions

[Redacted]  
Director

- Corporate Administration  
- Chiquita Banana North America

[Redacted]  
Manager

- Diversified Operations  
- Asia / Pacific

[Redacted]  
Manager

- Banana Sourcing Divisions

GBI-V1-001-005850

1CBQ6-001294

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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

GBI-V1-001-005851

1CHQ6-001295

b6  
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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

1CHQ6-001296

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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.
	Traffic Management	Chiquita Banana N.A.
Administration & Sales	EDI Infrastructure	Chiquita Banana N.A.
	Sales Information System	Chiquita Banana N.A.

GBI-V1-001-005853

1CHQ6-001297

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CHYCHITTA NCR

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# Completions Since 5/97

<u>Area</u>	<u>Application/Component</u>	<u>Location</u>
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

1CHQ6-001298

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CHIQUITA NSD

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# 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

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# 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

CBI-V1-001-005856

1CHQ6-001300

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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

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# 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

1CH06-001302

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# Legend

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

CBI-V1-001-005859

1CBQ6-001303

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# 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

1CH96-001304

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# Tropical Banana Operations

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

COSTA RICA  
GUATEMALA  
HONDURAS  
PANAMA-ARMUELLES  
PANAMA-BOCAS  
COLOMBIA  
ECUADOR  
MEXICO

APPLICATION	COSTA RICA	GUATEMALA	HONDURAS	PANAMA-ARMUELLES	PANAMA-BOCAS	COLOMBIA	ECUADOR	MEXICO
General Ledger								
Accounts Payable								
Accounts Receivable								
Work Order								
840 Cost Reporting								
Fixed Assets								
Payroll								
M&S								
Production								
Planned Completion	9/98	9/98	8/98	9/98	8/98	4/98	12/98	10/98

CBI-V1-001-005861

1CHQ6-001305

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# Chiquita Banana North America

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

	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

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# Chiquita Banana North America

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

Application	Status	Planned Completion
CODA Financials	<input checked="" type="radio"/>	
Equipment Lease & Tracking	<input type="radio"/>	5/98
Equipment Maintenance System	<input type="radio"/>	8/98
Brokerage	<input type="radio"/>	6/98
Prophesy	<input checked="" type="radio"/>	
Rate Quote	<input checked="" type="radio"/>	
Vliden	<input type="radio"/>	5/98

CBI-V1-001-005863

1CHQ6-001307

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# Chiquita Banana North America

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

Application	Status	Planned Completion
In-Tenant 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

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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

CHIQUITA NSD 000025755

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# Chiquita Banana Europe

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

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

CEI-V1-001-005866

1CBQ6-001310

CHIQUITA 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 Financiale (Ripener)		11/98
Spiers (Ripener)		3/98
Demand Distribution		3/98
Ripening Process Control Systems		

GBI-V1-001-005867

1CBQ6-001311

Confidential Treatment  
Request by Chiquita Brands



# Great White Fleet

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

Application	Status	Planned Completion
Container Control	<input checked="" type="radio"/>	
Record Retention	<input checked="" type="radio"/>	
Voyage Management System	<input checked="" type="radio"/>	
Port Accrual	<input checked="" type="radio"/>	
Sprintmail	<input checked="" type="radio"/>	
NTC-Ship Manager	<input checked="" type="radio"/>	
LIFT-Ship Itinerary	<input checked="" type="radio"/>	
Ship Navigation Systems	<input checked="" type="radio"/>	6/98

CBI-V1-001-005868

1CHQ6-001312

Confidential Treatment  
Request by Chiquita Brands



- Compliant
- Normal
- Watch
- Focus

# Corporate Administration

	Application	Status	Planned Completion
Human Resources	Applicant Tracking	<input type="radio"/>	6/98
	Chiquita Flex	<input type="radio"/>	
	Deferred Compensation	<input type="radio"/>	
	HRIS	<input type="radio"/>	
	IES/RES	<input type="radio"/>	
	M.I.P.	<input type="radio"/>	
	Total Compensation	<input type="radio"/>	
	Trop. Retirement	<input type="radio"/>	
Legal	SEC Filing	<input type="radio"/>	1CHQ6-001313
	Stock Options	<input type="radio"/>	
	Secretariat/Viewer	<input type="radio"/>	

GBL-V1-001-005869

CHIQUITA NSD 000025759

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

Confidential Treatment  
Request by Chiquita Brands



# Corporate Administration

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

CBI-V1-001-005870

1CHQ6-001314

Confidential Treatment  
Request by Chiquita Brands



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

# 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

Confidential Treatment  
Request by Chiquita Brands



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

# Diversified Operations

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

APPLICATION	DIVERSIFIED COMPANIES - INTERNATIONAL					
	FRUPAC, CHILE	FRUPAC, NA	JAREMAR	PFI, EUROPE	PFI, NA	PFI, PRODUCTION
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

Confidential Treatment  
Request by Chiquita Brands



# Asia / Pacific

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

AUSTRALIA  
CFJ JAPAN  
UBJ JAPAN

## APPLICATION

APPLICATION	AUSTRALIA	CFJ JAPAN	UBJ JAPAN
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										

CEI-V1-001-005875

1CRQ5-001319

000025765

CHIQUITA 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								
	COSTA RICA	COSTA RICA - CTO	COLOMBIA	GUATEMALA	GUATEMALA - MEXICO	HONDURAS	PANAMA (BOTH)	ECUADOR	CHILE
ARI400									
Microwave & Radio									
Voice Mail									
Telephone System									
Satellite Routers									
Hand Held Data Capture									
LAN Servers									
PCs									
RS 8000									

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 - GMF  
 BELGIUM - SPIERS  
 BELGIUM - AD HOC  
 HOLLAND - BRUGOM & VISSERS  
 HOLLAND - PFS  
 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										

GBI-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  
USJ JAPAN

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

CBI-V1-001-005878

1CHQ6-001322

000025768  
CHIQUITA 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

GBI-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
Banamera 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

CBI-VI-001-005880



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<sup>b6</sup>  
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

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.

Recipient's Name	Recipient's Position	Purpose of Payment	Amount of Payment in Local Currency	Method of Payment	Date of Payment
------------------	----------------------	--------------------	-------------------------------------	-------------------	-----------------

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

	Period Covered
Signature: _____	(Circle appropriate period)
Print Name: _____	January 1 - March 31, 1996
Title: _____	April 1 - June 30, 1996
Company: _____	<b>July 1 - September 30, 1996</b>
	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.87



MEMORANDUM

Confidential Treatment  
Request by Chiquita Brands

b6  
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.

[redacted]

memo

SEC-12/14/1999-000004

CBI-V1-001-005903

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 Payment</u>
-------------------------	-----------------------------	---------------------------	--	--------------------------	------------------------

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

Signature: _____	Period Covered
Print Name: _____	(Circle appropriate period)
Title: _____	January 1 - March 31, 1997
Company: _____	April 1 - June 30, 1997
	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

519 784 4011

F-17A LONG-TERM DEBT MATURITY SCHEDULE

0733 12/94

Confidential Treatment  
Request by Chiquita Brands

P. 004

C.I. BANADEX S.A.

CBI-V1-001-005908

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									

3319942

JAN-24-1995 17:43

2CHQ3-000021

CHIQUITA NSD 000025798

b6  
b7c

Confidential Treatment  
Request by Chiquita Brands

NO: 331 99 42

**F-34 PAYMENTS TO CONSULTANTS**  
(THOUSANDS OF DOLLARS)  
12034 (MARCH) PRINTED IN U.S.A.

JAN-24-1995 10:33

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

CO. NO. MO / Y. AN  
**0733 12/94**

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

1-24-95 9:32 : C.F.S./BANADEX- 513 784 4011:#22

2CHQ3-000022

COLECCION DE VOUCHERS

3319942

P. 022

CBI-V1-001-005909

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 ACUMULATED DEPRECIATION						
						DATA CONTROL
COMPANY NAME C.I. BANADEX S.A.						SYSTEM
						MONTH/TEAR 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
<b>AT COST:</b>						
LAND	16A0010	16B0010	16C0010	16D0010	16E0010	00R1010
BUILDING & IMPROVEMENTS	16A0020	16B0020	16C0020	16D0020	16E0020	00R1020
	388,794	429,818			13,275	828,797
CULTIVATIONS	16A0030	16B0030	16C0030	16D0030	16E0030	00R1030
MACHINERY & EQUIPMENT	16A0040	16B0040	16C0040	16D0040	16E0040	00R1040
	640,428	236,217				1,002,428
SHIPS	16A0050	16B0050	16C0050	16D0050	16E0050	00R1050
				97,718	18,980	
OTHER	16A0060	16B0060	16C0060	16D0060	16E0060	00R1060
	997,280	458,282				
<b>TOTAL AT COST</b>	<b>00A1000</b>	<b>00B1000</b>	<b>00C1000</b>	<b>00D1000</b>	<b>00E1000</b>	<b>00R1000</b>
	1,783,201	1,181,807		97,718	18,280	3,040,490
<b>CAPITALIZED LEASES</b>						
LAND	16F0010	16G0010	16H0010	16I0010	16J0010	00S1010
BUILDING & IMPROVEMENTS	16F0020	16G0020	16H0020	16I0020	16J0020	00S1020
CULTIVATIONS	16F0030	16G0030	16H0030	16I0030	16J0030	00S1030
MACHINERY & EQUIPMENT	16F0040	16G0040	16H0040	16I0040	16J0040	00S1040
SHIPS	16F0050	16G0050	16H0050	16I0050	16J0050	00S1050
OTHER	16F0060	16G0060	16H0060	16I0060	16J0060	00S1060
<b>TOTAL CAPITALIZED LEASES</b>	<b>00F1000</b>	<b>00G1000</b>	<b>00H1000</b>	<b>00I1000</b>	<b>00J1000</b>	<b>00S1000</b>
<b>GRAND TOTAL</b>	<b>00T1001</b>	<b>16A0010</b>	<b>16A0010</b>	<b>16A0010</b>	<b>16A0010</b>	<b>16A0010</b>

Confidential Treatment  
Request by Chiquita Brands

FIXED 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					

CONFIDENTIAL

1188022

05:50 5661-21-NAL

2CHQ3-000024

CBI-V1-001-005911

Confidential Treatment  
Request by Chiquita Brands



DATA CONTROL	
SYSTEM	MONTH/YEAR
8733	DIC/84

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
<b>AT COST:</b>						
LAND	15A0010	15B0010	15C0010	15D0010	15E0010	00R1510
	133,344					133,344
BUILDING & IMPROVEMENTS	15A0020	15B0020	15C0020	15D0020	15E0020	00R1520
	4,491,807	19,517	(231)			4,470,293
CULTIVATIONS	15A0030	15B0030	15C0030	15D0030	15E0030	00R1530
MACHINERY & EQUIPMENT	15A0040	15B0040	15C0040	15D0040	15E0040	00R1540
	2,746,272	66,258	(253,791)	123,488	0	3,281,208
SHIPS	15A0050	15B0050	15C0050	15D0050	15E0050	00R1550
OTHER	15A0090	15B0090	15C0090	15D0090	15E0090	00R1590
	5,365,873	29,416				5,420,805
<b>TOTAL AT COST</b>	<b>00A1000</b>	<b>00B1000</b>	<b>00C1000</b>	<b>00D1000</b>	<b>00E1000</b>	<b>00R1000</b>
	17,744,227	186,180	(254,022)	123,488		17,720,063

<b>CAPITALIZED LEASES</b>						
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
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
<b>TOTAL CAPITALIZED LEASES</b>	<b>00F1000</b>	<b>00G1000</b>	<b>00H1000</b>	<b>00I1000</b>	<b>00J1000</b>	<b>00S1000</b>
<b>GRAND TOTAL</b>	<b>00T1001</b>	<b>15A0010</b>	<b>15A0010</b>	<b>15A0010</b>	<b>15A0010</b>	<b>15A0010</b>

BY:

1-13-85 9:12 FRUTERA DE SEVILLA

513 784 4011:420

C  
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C  
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C  
C  
C  
C

CBI-V1-001-005912

2CHQ3-000025

Confidential Treatment  
Request by Chiquita Brands

55 18:17 270811

							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		
<b>AT COST:</b>								
LAND	18A0010	18B0010	18C0010	18D0010	18E0010	00F1010		
BUILDING & IMPROVEMENTS	18A0020	18B0020	18C0020	18D0020	18E0020	00F1020		
	385,704	420,818			13,278	838,797		
CULTIVATIONS	18A0030	18B0030	18C0030	18D0030	18E0030	00F1030		
MACHINERY & EQUIPMENT	18A0040	18B0040	18C0040	18D0040	18E0040	00F1040		
	640,428	298,287		97,718	18,985	1,002,428		
SOILS	18A0050	18B0050	18C0050	18D0050	18E0050	00F1050		
OTHER	18A0060	18B0060	18C0060	18D0060	18E0060	00F1060		
	587,268	458,582			3,264	1,157,295		
TOTAL AT COST	00A1000	00B1000	00C1000	00D1000	00E1000	00F1000		
	1,733,801	1,181,807		97,718	18,280	3,048,490		
<b>CAPITALIZED LEASES</b>								
LAND	18F0010	18G0010	18H0010	18I0010	18J0010	00K1010		
BUILDING & IMPROVEMENTS	18F0020	18G0020	18H0020	18I0020	18J0020	00K1020		
CULTIVATIONS	18F0030	18G0030	18H0030	18I0030	18J0030	00K1030		
MACHINERY & EQUIPMENT	18F0040	18G0040	18H0040	18I0040	18J0040	00K1040		
SOILS	18F0050	18G0050	18H0050	18I0050	18J0050	00K1050		
OTHER	18F0060	18G0060	18H0060	18I0060	18J0060	00K1060		
TOTAL CAPITALIZED LEASES	00F1000	00G1000	00H1000	00I1000	00J1000	00K1000		
GRAND TOTAL	00T1000	18A0010	18A0010	18A0010	18A0010	18A0010		

BY: 1-13-95 9:16 FRUTERA DE SEVILLA 519 784 4011:824

CBI-V1-001-005913

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Confidential Treatment  
Request by Chiquita Brands

ENVIO: 331 99 42 ; 2-20-95 ; 10:48 ; C.F.S. 7BANADEX- 513 768 JUL11:7 3

**F23 OPERATING LEASE - NET RENTAL EXPENSE**  
(DOLLARS)  
13183 (6/92)

COMPANY NAME  
**C. I. BANADEX**

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

P. 003

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	
<b>TOTALS</b>	<b>74.050</b>				<b>74.050</b>	

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

FEB-20-1995 11:14

(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 leases exceed \$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 as would generally apply to the majority of rental expense leases in the classification.  
 (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-V1-001-005914

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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	12/84 A

ACCOUNT DESCRIPTION	ACCOUNT NUMBER	LINE NUMBER	AMOUNT (Whole Dollars)
<b>COST OF SALES AND SERVICES-OTHER</b>			
BEGINNING INVENTORY	85210	1630	
ADD PURCHASES	85310	1635	22,810,718
ADD OTHER COSTS			
SALARIES AND WAGES	85409	1645	2,062,317.10
RENTALS	85408	1690	74,060.10
REPAIRS	85409	1655	1,007,225.70
TAXES	85412	1660	243,007.40
	85416		
PENSIONS	85424	1690	
OTHER EMPLOYEE BENEFITS	85427	1695	189,895.10
FUEL, LIGHT AND POWER	85430	1690	318,604.40
FREIGHT AND CARTAGE	85438	1695	108,208.20
MATERIAL AND SUPPLIES	85436	1700	6,962,644.80
TRAVEL AND ENTERTAINMENT	85439	1705	184,228.50
RELOCATION	85442	1710	8,538.40
INSURANCE	85460	1716	244,408.80
TELEPHONE, TELEGRAPH, RADIO AND CABLE	85463	1720	120,691.40
MISCELLANEOUS FEES AND SUBSCRIPTIONS			17,522.70
CONTRIBUTIONS AND WELFARE	85472	1730	3,586.70
DAMAGE TO PROPERTY-CLAIMS-INJURIES TO PERSONS	85475	1735	
COMMISSIONS, FEES AND SERVICES	85478	1740	6,055,085.70
INTERCOMPANY CHARGES AND CREDITS	85487	1760	(4,279,872.70)
MISCELLANEOUS	85488	1765	(2,981,328.50)
LESS ENDING INVENTORY	85510	1770	
<b>TOTAL OTHER COST OF SALES AND SERVICES P-3 LINE</b>	<b>85999</b>	<b>1775</b>	<b>3,355,036.</b>

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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
LAND	N.T.R.			
BUILDINGS AND IMPROVEMENTS				
CULTIVATIONS				
MACHINERY AND EQUIPMENT				
OTHER				
TOTAL AT COST (1) (MUST AGREE WITH F-4 ACCT. 0011800)				

RECLASS AND OTHER - CAPITALIZED LEASES

CLASSIFICATION	RECLASS AMOUNT	OTHER AMOUNT	TOTAL AMOUNT	EXPLANATION
LAND				
BUILDINGS AND IMPROVEMENTS				
CULTIVATIONS				
MACHINERY AND EQUIPMENT				
OTHER				
TOTAL CAPITALIZED LEASES (2) (MUST AGREE WITH F-4 ACCT. 0011800)				

TOTAL RECLASS & OTHER (1) + (2)  
(MUST AGREE WITH F-4 ACCT. 0011800)

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SENT BY:

CHIQUITA BRAND

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TIME RUN: 051216  
RPT. NO. CCS-M-04R

UNITED BRANDS 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

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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 CS0793	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

CBI-V1-001-005921

TOTAL DEPRECIATION 1,194,526 71,579

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 CHIQUITA NSD

0190 F

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			
	ACCOUNT NUMBER	LINE NUMBER	AMOUNT (WHOLE DOLLARS)	
<b>CURRENT ASSETS</b>				
CASH	01	0001	779,778	
CASH EQUIVALENTS	02	0002	53,058	
MARKETABLE SECURITIES	04	0004		
<b>ACCOUNT &amp; NOTES RECEIVABLE</b>				
TRADE OR CUSTOMERS	05A	0050	219,782	
<b>CLAIMS</b>				
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	515,995	
<b>PLANTERS ACCOUNTS</b>				
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	
OTHER	05X	0110	2,542,566	
<b>TOTAL ACCOUNTS &amp; NOTES RECEIVABLES</b>	05	0130	3,409,656	
<b>OTHER ALLOWANCE DOUBTFUL ACCOUNTS</b>				
BALANCE AT BEGINNING OF YEAR	07A1000	0131		
PROVISION	07A2000	0132	(248,940)	
REDUCTIONS	07A3000	0133	100,000	
FOREIGN EXCHANGE	07A4000	0134	6,360	
OTHER	07A5000	0135	0	
BALANCE AT END OF PERIOD	07A	0139	(140,580)	
<b>OTHER-ALLOWANCE DOUBTFUL ACCOUNTS</b>				
BALANCE AT BEGINNING OF YEAR	07B1000	0141	0	
PROVISION	07B2000	0142	0	
REDUCTIONS	07B3000	0143	0	
FOREIGN EXCHANGE	07B4000	0144	0	
OTHER	07B5000	0145	0	
BALANCE AT END OF PERIOD	07B	0149	0	
<b>TOTAL ALLOWANCE DOUBTFUL ACCOUNTS</b>	07	0150	(140,580)	
<b>INVENTORIES</b>				
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

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)	
<b>MEAT INVENTORY RESERVE</b>				
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	
<b>BANANA INVENTORY RESERVE</b>				
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 PERIOD	08G	0239	0	
<b>OTHER FOOD PRODUCTS INVENTORY RESERVE</b>				
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	
<b>GROWING CROPS INVENTORY RESERVE</b>				
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	
<b>OBSOLETE MATL AND SUPPLY INV RESERVE</b>				
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)	
<b>OTHER INVENTORY RESERVE</b>				
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

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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	LONG FORM			AMOUNT (WHOLE DOLLARS)
	ACCOUNT NUMBER	LINE NUMBER		
<b>PREPAID EXPENSES</b>				
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
<b>TOTAL PREPAID EXPENSES</b>	<b>10</b>	<b>0420</b>		<b>103,172</b>
<b>PREPAID U.S. &amp; FOREIGN INCOME TAXES</b>				
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
<b>TOTAL CURRENT ASSETS</b>	<b>0070111</b>	<b>0430</b>		<b>8,569,867</b>
<b>PLANTERS ACCOUNTS</b>				
PROPERTY SALES RECEIVABLES	12A	0440		0
GOV'T SHIPBUILDING SUBSIDIES	12B	0450		0
GOV'T LOANS AND ADVANCES	12C	0460		0
FRANCHISEE RECEIVABLES	12D	0470		0
EMPLOYEE LOANS	12E	0480		0
DEPOSITS	12F	0490		0
NOTES RECEIVABLE	12G	0500		87,517
LIVESTOCK	12H	0510		0
INVESTMENTS IN UNAFFILIATED COMPANIES	12I	0520		4,078
INVESTMENTS IN AFFILIATED COMPANIES	12J	0530		0
LONG-TERM RECEIVABLES-OTHER	12K	0540		0
LONG-TERM RECEIVABLES-OTHER	12X	0550		0
<b>TOTAL INVESTMENTS &amp; LONG-TERM RECEIV</b>	<b>12</b>	<b>0560</b>		<b>91,894</b>
<b>ALLOW FOR DOUBTFUL ACCOUNTS LONG-TERM</b>				
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
BALANCE AT END OF PERIOD	14	0569		0
PROPERTY, PLANT AND EQUIPMENT	15	2500		21,452,490
ACCUMULATED DEPRECIATION	16	2700		(7,074,941)
<b>OTHER NON-CURRENT ASSETS</b>				
ASSETS HELD FOR DISPOSAL	18A	0585		0
RESERVE FOR ASSETS HELD FOR DISPOSAL	18B	0590		0
<b>TOTAL OTHER NON-CURRENT ASSETS</b>	<b>18</b>	<b>0595</b>		<b>0</b>

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CBI-V1-001-005924

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	LONG FORM			
	ACCOUNT NUMBER	LINE NUMBER	AMOUNT (WHOLE DOLLARS)	
<b>DEFERRED CHARGES</b>				
EMPLOYEE HOUSING	20A	0600	0	
BOXING STATION COSTS	20B	0610	0	
PROJET 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	
<b>DEFERRED INCOME TAX BENEFITS</b>				
BALANCE AT BEGINNING OF YEAR	22A	0711	0	
ADDITIONS	22B	0712	0	
REDUCTIONS	22C	0713	0	
BALANCE AT END OF PERIOD	22	0719	0	
<b>TRADEMARKS</b>				
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	
<b>GOODWILL</b>				
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	
<b>AMOTIZATION OF GOODWILL</b>				
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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CHIQUITA NSD

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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	46,335	
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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CHIQUITA NSD

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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	LONG FORM			
	ACCOUNT NUMBER	LINE NUMBER	AMOUNT (WHOLE DOLLARS)	
<b>PENSION AND SEVERANCE</b>				
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		
<b>RESERVES</b>				
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		
<b>LEGAL FEES</b>				
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	
<b>U.S. DEFERRED INCOME TAXES-CURRENT</b>				
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	
<b>FOREIGN DEFERRED INCOME TAXES-CURRENT</b>				
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	
<b>U.S. FEDERAL INCOME TAXES-CURRENT YEAR</b>				
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

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F-1 BALANCE SHEET (7 of 8)		DATA CONTROL		
COMPANY NAME C.I. BANADEX S.A. - TURBO		SYSTEM	COMPANY No.	MONTH/YEAR/TYPE
			0733	12-95
ACCOUNT DESCRIPTION	LONG FORM			
	ACCOUNT NUMBER	LINE NUMBER	AMOUNT (WHOLE DOLLARS)	
<b>U.S. FEDERAL INCOME TAXES-PRIOR YEAR</b>				
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	
<b>FOREIGN INCOME TAXES-CURRENT YEAR</b>				
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	
<b>FOREIGN INCOME TAXES-PRIOR YEAR</b>				
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)	
<b>U.S. STATE INCOME TAXES-CURRENT YEAR</b>				
PROVISION	42E2000	1272	0	
REDUCTIONS	42E3000	1273	0	
OTHER	42E5000	1274	0	
BALANCE AT END OF PERIOD	42E	1279	0	
<b>U.S. STATE INCOME TAXES-PRIOR YEAR</b>				
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	
<b>ACCRUED PENSION &amp; SEVERANCE LIABILITIES</b>				
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.	MONTH/YEAR/TYPE
C.I. BANADEX S.A. - TURBO		0733		12-95
ACCOUNT DESCRIPTION	LONG FORM			
	ACCOUNT NUMBER	LINE NUMBER	AMOUNT (WHOLE DOLLARS)	
<b>OTHER LIABILITIES AND DEFERRED CREDITS</b>				
<b>DEFERRED INCOME</b>				
BALANCE AT BEGINNING OF YEAR	45A1000	1401	0	
ADDITIONS	45A2000	1402	0	
REDUCTIONS	45A3000	1403	0	
FOREING EXCHANGE	45A4000	1404	0	
OTHER	45A5000	1405	0	
BALANCE AT END OF PERIOD	45A	1409	0	
MINORITY INTERESTS	45C	1420		
<b>U.S. DEFERRED INCOME TAXES-MON-CURRENT</b>				
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	
<b>FOREIGN DEFERRED INC TAXES-NON-CURRENT</b>				
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 OFFICIE	48	1480	0	
<b>TOTAL LIABILITIES</b>	<b>00T3348</b>	<b>1499</b>	<b>25,141,670</b>	
<b>SHAREHOLDERS EQUITY</b>				
CAPITAL STOCK	54	1510	5,001,510	
CAPITAL SURPLUS	55	1520	27,294,170	
<b>INCOME RETAINED IN THE BUSINESS</b>				
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)	
<b>TOTAL SHAREHOLDER S EQ.</b>	<b>00T5056</b>		<b>25,382,250</b>	
<b>TOTAL LIAB &amp; SHAREHOLDER S</b>	<b>00T3356</b>		<b>50,523,920</b>	

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CBI-V1-001-005929

Confidential Treatment  
Request by Chiquita Brands

F-2 STATEMENT OF INCOME AND EXPENSES (1 of 2)		DATA CONTROL	
COMPANY NAME		SYSTEM	COMPANY No.
C.I. BANADEX S.A. - TURBO			0733
		ACCOUNT LINE	MONTH/YEAR/TYPE
ACCOUNT DESCRIPTION		NUMBER	NUMBER
			12-95
			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
AMORTIZACION	66418	1870	0
OTHER	66999	1875	0
TOTAL SELLING	66	1979	0
GENERAL AND ADMINISTRATIVE			
DEPRECIATION	67415	2065	0
AMORTIZACION	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	76810	2280	0
DIVIDEND INCOME	76815	2285	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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-2 STATEMENT OF INCOME AND EXPENSES (2 of 2)		DATA CONTROL	
COMPANY NAME		SYSTEM	COMPANY No.
C.I. BANADEX S.A. - TURBO			0733
			12-85
ACCOUNT DESCRIPTION		ACCOUNT LINE	AMOUNT
		NUMBER	(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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CHIQUITA NSD

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MOVEMENT OF PROPERTY, PLANT AND EQUIPMENT											DATA CONTROL		
COMPANY NAME: C.I. BANADEX S.A. Confidential Treatment Request by Chiquita Brands											SYSTEM	COMPANY No.	MONTH/YEAR TYPE
												0731	12/85
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			
<b>AT COST:</b>													
LAND	2411	15A0010 159,244	2412	15B0010	2413	15C0010	2414	15D0010	2415	15E0010 68,330	2419	00R1810 228,674	
BUILDINGS & IMPROVEMENTS	2421	15A0010 8,470,523	2422	15B0020	2423	15C0020	2424	15D0020	2425	15E0020 (8,287,047)	2429	00R1820 263,278	
CULTIVATIONS	2431	15A0030	2432	15B0030	2433	15C0030	2434	15D0030	2435	15E0030 5,310	2439	00R1830 5,310	
MACHINERY & EQUIPMENT	2441	15A0040 8,061,506	2442	15B0040 345,892	2443	15C0040 (3,927)	2444	15D0040 3,195,034	2445	15E0040 13,519,342	2449	00R1840 20,777,847	
SHIPS	2451	15A0050	2452	15B0050	2453	15C0050	2454	15D0050	2455	15E0050 2,332	2459	00R1850 2,332	
OTHER	2471	15A0060 5,409,000	2472	15B0060 3,619	2473	15C0060	2474	15D0060 122,482	2475	15E0060 (5,308,838)	2479	00R1860 233,282	
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	
<b>CAPITALIZED LEASES:</b>													
LAND	2511	15F0010	2512	15G0010	2513	15H0010	2514	15I0010	2515	16A0010	2519	00S1510	
BUILDINGS & IMPROVEMENTS	2521	15F0020	2522	15G0020	2523	15H0020	2524	15I0020	2525	16A0020	2529	00S1520	
CULTIVATIONS	2531	15F0030	2532	15G0030	2533	15H0030	2534	15I0030	2535	16A0030	2539	00S1530	
MACHINERY & EQUIPMENT	2541	15F0040	2542	15G0040	2543	15H0040	2544	15I0040	2545	16A0040	2549	00S1540	
SHIPS	2551	15F0050	2552	15G0050	2553	15H0050	2554	15I0050	2555	16A0050	2559	00S1550	
OTHER	2571	15F0060	2572	15G0060	2573	15H0060	2574	15I0060	2575	16A0060	2579	00S1560	
TOTAL CAPITALIZED LEASES	2591	00F1590	2592	00G0090	2593	00H0090	2594	00I0090	2595	00J0090	2599	00S1590	
GRAND TOTAL	2591	00T1501 17,720,083	2592	00T1602 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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CEI-V1-001-005934

F-8 MOVEMENT OF PROPERTY, PLANT AND EQUIPMENT											
COMPANY NAME		C.I. BANADEX S.A.		Confidential Treatment Request by Chiquita Brands							
				DATA CONTROL							
				SYSTEM		COMPANY No.		MONTH/YEAR TYPE			
						0793		1985			
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					
<b>AT COST:</b>											
LAND	2611 16A0010	2612 16B0010	2613 16C0010	2614 16D0010	2615 16E0010	2619 00R1610					
BUILDINGS & IMPROVEMENTS	2621 16A0010	2622 16B0020	2623 16C0020	2624 16D0020	2625 16E0020	2629 00R1620					
	838,797	422,934			133,682	427,889					
CULTIVATIONS	2631 16A0030	2632 16B0030	2633 16C0030	2634 16D0030	2635 16E0030	2639 00R1630					
						0					
MACHINERY & EQUIPMENT	2641 16A0040	2642 16B0040	2643 16C0040	2644 16D0040	2645 16E0040	2649 00R1640					
	1,052,428	510,216	(1,734)	2,803,427	1,068,156	8,333,432					
SHIPS	2651 16A0050	2652 16B0050	2653 16C0050	2654 16D0050	2655 16E0050	2659 00R1650					
		255,391			0	255,391					
OTHER	2671 16A0060	2672 16B0060	2673 16C0060	2674 16D0060	2675 16E0060	2679 00R1660					
	1,157,235	6,964		47,260	(1,152,297)	58,189					
<b>TOTAL AT COST</b>	2681 00A1689	2682 00B1699	2683 00C1699	2684 00D1699	2685 00E1699	2689 00R1699					
	3,048,460	1,194,526	(1,734)	2,850,687	(16,997)	7,074,941					
<b>CAPITALIZED LEASES:</b>											
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					
<b>TOTAL CAPITALIZED LEASES</b>	2781 00F1698	2782 00G1698	2783 00H1698	2784 00I1698	2785 00J1698	2789 00S1698					
<b>GRAND TOTAL</b>	2791 00T1601	2792 00T1602	2793 00T1603	2794 00T1604	2795 00T1605	2799 00T1609					
	3,048,460	1,194,526	(1,734)	2,850,687	(16,997)	7,074,941					

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C.I. BANADEX-

513 768 4011:16/18

F-50 DETAIL OF EXPENSES		COMP #	DATE
COMPANY NAME: C. I. BANANDEX S. A.		0733	DECEMBER-1995
ACCOUNT DESCRIPTION	ACCOUNT NUMBER	AMOUNT (WHOLE DOLARES)	
<b>COST OF SALES AND SERVICES-OTHER</b>			
BEGINNING INVENTORY:	65210	0	
ADD PURCHASES	65310	16,603,130	
<b>ADD OTHER COST</b>			
SALARIES AND WAGES	65403	4,748,152	
RENTALS	65406	415,128	
REPAIRS	65409	593,830	
TAXES	65412	941,690	
PENSIONS	65424	0	
OTHER EMPLOYEES BENEFITS	65427	298,000	
FUEL LIGHT AND POWER	65430	275,220	
FREIGHT AND CARTAGE	65433	366,855	
MATERIAL AND SUPPLIES	65436	4,895,249	
TRAVEL AND ENTERTAINMENT	65439	187,771	
RELOCATION	65442	89,582	
INSURANCE	65460	165,778	
TELEPHONE, TELEGRAPH, RADIO AND CABLE	65463	174,118	
MEMBERSHIP DUES AND SUBSCRIPTIONS	65469	12,088	
CONTRIBUTIONS AND WELFARE	65472	150,418	
DEAMAGE 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		
<b>TOTAL OTHER COST OF SALES AND SERVICES F-2 LINE 85999</b>		<b>28,481,761</b>	
<b>SELLING- OTHER</b>			
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		
DEAMAGE TO PROPERTY- CLAIMS-INJURIES TO PERSONS	66475		
COMMISSIONS, FEES AND SERVICES	66478		
RESEARCH & DEVELOPMENT	66484		
INTERCOMPANY CHARGES AND CREDITS	66487		
MISCELLANEOUS	66496		
<b>TOTAL OTHER SELLING EXPENSES F-2 LINE 86999</b>			
<b>SELLING- OTHER</b>			
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		
DEAMAGE TO PROPERTY- CLAIMS-INJURIES TO PERSONS	67475		
COMMISSIONS, FEES AND SERVICES	67478		
ROYALTIES	67481		
RESEARCH & DEVELOPMENT	67484		
INTERCOMPANY CHARGES AND CREDITS	67487		
MISCELLANEOUS	67496		
<b>TOTAL OTHER GENERAL AND ADMINISTRATIVE COSTS F-2 LINE 87999</b>			

Confidential Treatment  
Request by Chiquita Brands

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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		TOTAL PER F-1
	AMOUNT	RATE	EQUIVALENCY	DOLLARS	AMOUNT	RATE	EQUIVALENCY		
01,02 Cash & Cash Equivalents	1,033,577.7	0.001013							
04 Marketable Securities	0.0	0.001013							
04, 07 Account & Notes Receivable, Net	0.0	0.001013	1,048.5	15.5					
06A-C, F-H, X, Y Inventories	6,597,266.0	0.001013	6,678.6	2,455.5					1,052.0
08 D, I Growing Crops	0.0	0.001013		213.8					2,453.5
09E, J Materials & Supplies	0.0	0.001013		0.0					8,893.5
10 Prepaid Expenses	0.0	0.001013		884.0					0.0
11 Prepaid Income Taxes	0.0	0.001013		4,130.1					864.0
0078111 Total Current Assets	721,778.6	0.001013	730.6	109.9					4,130.1
12A-I, X, 14 Other Loans, Notes & Receivables-Net	6,332,623.2	0.001013	6,457.1	7,808.8					109.9
12I Livestock	254,329.7	0.001013							730.8
12J, K Investments in ADL & Unaffl. Companies	0.0	0.001013	287.9	10,237.7					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					10,525.9
20 Deferred Charges	0.0	0.001013		30,827.2					4.0
22 Deferred Income Taxes	0.0	0.001013							5.0
23A, B Trademarks	0.0	0.001013		802.4					30,827.2
23A, B Goodwill	0.0	0.001013							0.0
27, 28 Investments in Consolidated Subsidiaries	0.0	0.001013							802.4
29, 30, 32 Accounts with Affiliated Companies	0.0	0.001013		0.0					0.0
31 In-Plant Receivable	0.0	0.001013		8,422.0					0.0
0070134 Total Assets	8,818,952.9	0.001013	8,724.7	65,369.3					8,422.0
33 Notes & Loans Payable									10,442.9
35 Long-Term Debt Due Within One Year	85,107.8	0.001013	86.2	7,952.6					0.0
37 Accounts Payable	1,520,849.8	0.001013	1,539.7	1,930.0					77,894.0
38 Dividends Payable	4,396,186.2	0.001013	4,451.2	1,218.7					
39 Accrued Liabilities & Other Reserves	0.0	0.001013							7,139.7
41 Current Portion of Deferred Income Taxes	4,040,798.1	0.001013	4,091.3	831.8					3,629.7
42 U.S. & Foreign Income Taxes	0.0	0.001013							8,670.9
0073342 Total Current Liabilities	9,500.2	0.001013	9.0						0.0
43 Long-Term Debt	10,052,262.2	0.001013	10,178.0	11,093.5					4,972.8
44 Accrued Pension & Severance	750,980.4	0.001013	750.7	29,418.1					0.0
45 Other Liabilities & Deferred Credits	5,268,624.1	0.001013	5,334.8						21,271.8
46, 47 Accounts with Affiliated Companies	0.0	0.001013							
48 Accounts Payable G. O	0.0	0.001013		6,110.1					30,239.8
0073346 Total Liabilities	0.0	0.001013	0.0	(273.0)					5,334.8
0078088 Total shareholders' Equity	18,302,156.7	0.001013	18,303.5	48,326.0					6,110.1
0073358 Total Liabilities & Equity									0.0
									(273.0)
									62,991.5
									14,402.6
									77,094.0

P. 082

2668141

JAN-11-1996 13:22

01/11/96

2CHQ3-000049

Confidential Treatment  
Request by Chiquita Brands

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

PERIOD 2 A

CHIQUITA NSD

000025827

CBI-V1-001-005937

ENVA

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

2668141

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	
<b>AT COST:</b>													
LAND	2411	15A0010	159,344	2412	15B0010	2413	15C0010	2414	15D0010	2415	15E0010	2419	00R1510
											69,930		228,674
BUILDINGS & IMPROVEMENTS	2421	15A0010	8,470,323	2422	15B0020	2423	15C0020	2424	15D0020	2425	15E0020	2429	00R1520
											(8,287,047)		203,276
CULTIVATIONS	2431	15A0030		2432	15B0030	2433	15C0030	2434	15D0030	2435	15E0030	2439	00R1530
											5,310		5,310
MACHINERY & EQUIPMENT	2441	15A0040	3,681,306	2442	15B0040	2443	15C0040	2444	15D0040	2445	15E0040	2449	00R1540
					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	5,409,090	2472	15B0090	2473	15C0090	2474	15D0090	2475	15E0090	2479	00R1590
					3,819				132,482		(5,309,939)		235,252
<b>TOTAL-AT COST</b>	<b>2481</b>	<b>00A1599</b>	<b>17,720,063</b>	<b>2482</b>	<b>00B1599</b>	<b>2483</b>	<b>00C1599</b>	<b>2484</b>	<b>00D1599</b>	<b>2485</b>	<b>00E1599</b>	<b>2489</b>	<b>00R1599</b>
					389,511		(3,927)		3,327,516		19,328		21,452,490
0													
<b>CAPITALIZED LEASES:</b>													
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
<b>TOTAL-CAPITALIZED LEASES</b>	<b>2581</b>	<b>00F1599</b>		<b>2582</b>	<b>00G0099</b>	<b>2583</b>	<b>00H0099</b>	<b>2584</b>	<b>00I0099</b>	<b>2585</b>	<b>00J0099</b>	<b>2589</b>	<b>00S1599</b>
<b>GRAND TOTAL</b>	<b>2591</b>	<b>00T1501</b>	<b>17,720,063</b>	<b>2592</b>	<b>00T1502</b>	<b>2593</b>	<b>00T1503</b>	<b>2594</b>	<b>00T1504</b>	<b>2595</b>	<b>00T1505</b>	<b>2599</b>	<b>00T1599</b>
					389,511		(3,927)		3,327,516		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) (MUST AGREE WITH F-5 ACCT. 00E1599)			19,328	

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)			19,328	

JAN 16 1996

2CHQ3-000053

CHIQUITA NSD

000025830

CBI-V1-001-005940

Confidential Treatment  
Request by Chiquita Brands

C.I. BANAOEX S.A.		0733	1285	
JAN 1 6 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	1,988,152	(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  
BALANCE SHEET BY COMPANY  
TURBO CONSOL TURBO  
CONSOL JOURNAL CONSOL  
CS3558 ENTRIES CS0384

RPT. NO. CCS-MPQSR  
AS OF DECEMBER 1996  
AGRI AGRI  
FINCA-GO REYTH-GO  
CS0698 CS0700  
PRO-GO  
CS0702

Confidential Treatment  
Request by Chiquita Brands

ACCOUNT DESCRIPTION	TURBO CONSOL CS3558	CONSOL JOURNAL ENTRIES	TURBO CONSOL CS0384	AGRI FINCA-GO CS0698	AGRI REYTH-GO CS0700	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			
<b>TOTAL CURRENT ASSETS</b>	<b>19,874,233</b>		<b>14,901,547</b>	<b>449,390</b>	<b>477,000</b>	<b>148,700</b>
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						
<b>TOTAL ASSETS</b>	<b>49,350,022</b>	<b>(68,464,329)</b>	<b>91,477,932</b>	<b>2,265,454</b>	<b>2,352,421</b>	<b>751,484</b>
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						
<b>TOTAL CURRENT LIABILITIES</b>	<b>16,389,633</b>		<b>16,389,633</b>			
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)			
<b>TOTAL LIABILITIES</b>	<b>62,280,339</b>		<b>70,854,730</b>			
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	3,065,637	984,574
INCOME RETAINED - BALANCE AT END OF PERIOD	(96,136,784)		(55,350,804)	(940,521)	(713,216)	(233,090)
<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b>(16,930,317)</b>	<b>(68,464,329)</b>	<b>20,623,202</b>	<b>2,265,454</b>	<b>2,352,421</b>	<b>751,484</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>45,350,022</b>	<b>(68,464,329)</b>	<b>91,477,932</b>	<b>2,265,454</b>	<b>2,352,421</b>	<b>751,484</b>

2CHQ3-000065

CHIQUITA NSD

000025842

CBI-V1-001-005952

DATE RUN 06/20/97

DATE RUN 06/20/97  
TIME 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 CS9558	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

CHIQUITA NSD

000025843

CBI-V1-001-005953

ZCHQ3-000067

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						
AMORTIZATION	3,102,083		2,670,540			
COST OF SALES AND SERVICES - OTHER	39,432		39,432	99,118	74,088	24,463
TOTAL COST OF SALES AND SERVICES	81,867,750	(52,092,485)	137,353,633		1,811	
SELL-DEPRECIATION						
AMORTIZATION						
SELLING - OTHER				99,118	75,899	24,463
TOTAL SELLING						
G&A-DEPRECIATION						
AMORTIZATION	909					
LEGAL FEES						
GENERAL AND ADMINISTRATIVE - OTHER	32,614					
TOTAL GENERAL AND ADMINISTRATIVE	33,523					
PROVISION FOR BAD DEBTS						
GOA.-DIRECT	869,406		869,406			
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)	(5,882,532)	(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  
12:10:26 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 02/20/99 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	21,691
ACCOUNTS RECEIVABLE WITH AFFIL COS - U.S.	(26,675,551)	
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		1,195,604
DEFERRED INCOME TAXES NON-CURRENT		
MINORITY INTEREST	(26,176)	
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	TURBO CONSOL CS0384	CONSOL JOURNAL ENTRIES
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	
<b>TOTAL CURRENT ASSETS</b>	<b>14,901,547</b>	<b>133,818</b>
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		
<b>TOTAL ASSETS</b>	<b>91,477,932</b>	<b>(4,914,500)</b>
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		
<b>TOTAL CURRENT LIABILITIES</b>	<b>16,389,633</b>	
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)	
<b>TOTAL LIABILITIES</b>	<b>70,854,730</b>	<b>(5,026,627)</b>
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
<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b>20,623,202</b>	<b>112,127</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>91,477,932</b>	<b>(4,914,500)</b>

Confidential Treatment  
Request by Chiquita Brands

CHIQUITA NSD

000025847

CEI-V1-001-005957

2CHQ3-00070

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

PROGRAM: CONREQ VERSION: 600.0.11

PAGE: 1

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

RUNNING CA-CONSOL CONSOLIDATION ACCOUNTING SYSTEM RELEASE: 8.0.0  
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:

Confidential Treatment  
Request by Chiquita Brands

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  
TEMPO01 07CS038301A  
CONREQ INPUT RECORDS:  
1 TEMPO01 07CS038301A  
2 TEMPO02 07CS083401A  
CARD INPUT 000002  
CONREQ IN 000002  
CONREQ OUT 0002  
CONREQ 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

ACCOUNT DESCRIPTION	S. MARTA CONSOL CS0383	CONSOL JOURNAL ENTRIES
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	(109,212)	
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

CHIQUITA NSD

0000025851

CBI-V1-001-005961

TOTAL DEPRECIATION 917,495

2CHQ3-000074

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: AM4RJM44GRPS . 001  
 SELECT CARDS 3 IS: BM4BM4CM4DM4EM4F 2226

Confidential Treatment  
Request by Chiquita Brands

CHIQUITA NSD

000025852

CBI-V1-001-005962

2CHQ3-000075

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)				
<small>(COST MUST AGREE WITH F-4 ACCT. DE (199))</small>			246,167	
<small>(ACC. DEPR. MUST AGREE WITH F-4 ACCT. DE (199))</small>			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)				
<small>(COST MUST AGREE WITH F-4 ACCT. DE (199))</small>				
<small>(ACC. DEPR. MUST AGREE WITH F-4 ACCT. DE (199))</small>				

TOTAL RECLASS & OTHER (1)	
<small>(COST MUST AGREE WITH F-4 ACCT. DE (199))</small>	
<small>(ACC. DEPR. MUST AGREE WITH F-4 ACCT. DE (199))</small>	

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

CO. MO.	MO. YEAR
0733	12 - 86

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

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 - 88

(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 CHNGES	BALANCE OF LIABILITY AT END OF PERIOD	CURRENT PROVISION (E) + (F)	DEFERRET PROVISION FROM F-12	STATE PROVISION FROM F-14	TOTAL
LOCAL GOVERNMENT	88	0	5	137	0	1	143	137			137

TOTALS 0 5 137 1 143 137 137

CHIQUITA NSD

000025857

CBI-V1-001-005967

2C11Q3-000080

Confidential Treatment  
Request by Chiquita Brands

**F-23 OPERATING LEASE - NET RENTAL EXPENSE**

(DOLLARS)

DATE (MM/YY)

COMPANY NAME  
**C.I. BANDEY S.A.**

CO. NO. 1101748

0133 DEC 1996

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	8,907*	8,843*			8,907*	8,843*
SHIPS						
CULTIVATIONS						
OTHER (4)						
<b>TOTALS</b>	<b>8,907*</b>	<b>8,843*</b>			<b>8,907*</b>	<b>8,843*</b>

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)		
<b>TOTAL SUB-LEASE INCOME</b>		
<b>NET RENTAL EXPENSE</b>		

(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-228. 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 fluctuations are more than \$500,000.  
 (4) Explain major items if more than \$20,000.  
 (5) Explain if major items are more than \$20,000.

2CHI03-000082

CHIQUITA NSD

000025859

CBI-V1-001-0059969

PAGE 01:18PM FROM DC

P.03

2665005

DEC-20-1996 14:20

Confidential Treatment  
Request by Chiquita Brands

F-274 MINIMUM RENTAL COMMITMENTS UNDER ALL NONCANCELLABLE OPERATING LEASES (1)

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

COMPANY NAME: **C.I. BANANEX S.A.**

Normal Lease Lease se. Value  
By SEPT 3/1997.  
The lease ends 9/3/97

CO. NO.	MO./YEAR
0703	Dec/97

TOTAL P. 84  
P. 004

MINIMUM RENTAL COMMITMENTS UNDER ALL NONCANCELLABLE OPERATING LEASES BY ASSET CLASSIFICATION (2)	TOTAL	19 97	19	19	19	19	REMAINDER
LAND							
BUILDINGS AND IMPROVEMENTS							
MACHINERY AND EQUIPMENT	1.768*	1.768*					
SHIPS							
CULTIVATIONS							
OTHER							
<b>TOTAL RENTAL COMMITMENTS</b>	<b>1.768*</b>	<b>1.768*</b>					

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							
<b>TOTAL SUBLEASE INCOME</b>							
<b>NET RENTAL COMMITMENTS</b>							

(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 \$25,000, and if the total of such

2C11Q3-000083

CHIQUITA NSD 000025860

P. 04  
SUI5137684011  
TO  
FROM BK  
12-20-1996 01:18PM

CBI-V1-001-005970

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 - 86
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 GUARANTE 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 ✓	
6	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-1, 12X)		92	122	(88)	(1)	8	133	
TOTAL PER F-1 ACCT 12							133	

\* PROVIDE DETAILED EXPLANATION ON PAGE 1290.1  
\*\* PROVIDE DETAILED EXPLANATION ON PAGE 1290.2

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. 0733	MO. YR. 12/86
-----------------------------------	-----------------	------------------

CHIQUITA NSD 000025862

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

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

\* PROVIDE DETAILED EXPLANATION ON PAGE 2 OF 3

EMISOR: C.I. BANADEX;

CBI-V1-001-005972

Post-it Fax Note 7671	Date 12/14/97	# of pages 5
To John Dunder	From B. Jacobs	
Co. Dept	Co.	
Phone #	Phone #	
Fax # 5137846/46	Fax # 2665005	

2CHQ3-000085

Confidential Treatment  
Request by Chiquita Brands

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

CONSOL UTILITY FUNCTIONS  
CONTROL REPORT

PROGRAM: CONREQ - VERSION: 600.0.11  
PAGE: 1

12:19:55 1100-CONM12  
12:19:55 0000-CONREQ  
12:19:55 1100-CONM12  
12:19:58 1000-CONI14  
12:19:59 0200-CONREQ  
12:19:59 0200-CONREQ  
12:19:59 0200-CONREQ  
12:19:59 0200-CONREQ  
12:19:59 38.-CONREQ  
12:19:59 38.-CONREQ  
12:19:59 2.-CONREQ  
12:19:59 2.-CONREQ  
12:19:59 2.-CONREQ  
12:20:14 10.-CONREQ  
12:20:14 17.-CONREQ  
12:20:14 22.-CONREQ  
12:20:15 23.-CONREQ  
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:

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

TEMPO01 07CS038301A

CONREQ INPUT RECORDS:

1 TEMPO01 07CS038301A

2 TEMPO02 07CS038401A

CARD INPUT 000002

CONREQIN IN 000002

CONREQ OUT 0002

CONREQ 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

ACCOUNT DESCRIPTION	S. MARTA CONSOL CS0383	CONSOL JOURNAL ENTRIES
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 <sup>0</sup> (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

000025865

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	
<b>TOTAL SALES AND SERVICES</b>	<b>103,990,395</b>	
<b>OPERATING COSTS AND EXPENSES</b>		
COS.-DEPRECIATION	2,820,316	
AMORTIZATION	11,220	
COST OF SALES AND SERVICES - OTHER	104,744,402	68,415
<b>TOTAL COST OF SALES AND SERVICES</b>	<b>107,575,938</b>	<b>68,415</b>
<b>SELL-DEPRECIATION</b>		
AMORTIZATION		
SELLING - OTHER		
<b>TOTAL SELLING</b>		
<b>G&amp;A -DEPRECIATION</b>		
AMORTIZATION		
LEGAL FEES		
GENERAL AND ADMINISTRATIVE - OTHER		
<b>TOTAL GENERAL AND ADMINISTRATIVE</b>		
PROVISION FOR BAD DEBTS	10,663	
<b>GOA.-DIRECT</b>		
INDIRECT		
<b>TOTAL GENERAL OFFICE ALLOCATIONS</b>		
<b>TOTAL OPERATING COSTS &amp; EXPENSES</b>	<b>107,586,601</b>	<b>68,415</b>
<b>INCOME (LOSS) FROM OPERATIONS</b>	<b>(3,596,206)</b>	<b>(68,415)</b>

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

000025867

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

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: 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: CONREQ      PAGE: 1  
VERSION: 600.0.11

12:19:12 1100-CONM12  
12:19:12 0000-CONREQ  
12:19:12 1100-CONM12  
12:19:15 1000-CONI14  
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 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:

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 07CS038401A  
CARD INPUT 000002  
CONREQIN IN 000002  
CONREQ OUT 0002  
CONREQ HAS SUCCESSFULLY COMPLETED  
END OF REPORT..

CHIQUITA NSD

0000025869

CBI-V1-001-005979

2CHQ3-000092

DATE RUN 11/05/98  
TIME RUN 121935

Confidential Treatment  
Request by Chiquita Brands

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

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

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	21,691
ACCOUNTS RECEIVABLE WITH AFFIL COS - U.S.	(30,959,806)	
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 CD. - U.S. INC		
ACCOUNTS PAYABLE WITH AFFIL CD. - 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

CBI-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	TURBO	CONSOL
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	
<b>TOTAL CURRENT ASSETS</b>	<b>12,216,129</b>	<b>95,016</b>
TOTAL INVESTMENT AND LONG-TERM RECEIVABLES	3,192,725	(4,890,980)
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		
<b>TOTAL ASSETS</b>	<b>80,904,922</b>	<b>(4,852,671)</b>
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		
<b>TOTAL CURRENT LIABILITIES</b>	<b>11,047,555</b>	
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		
<b>TOTAL LIABILITIES</b>	<b>52,681,733</b>	<b>(4,830,980)</b>
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)
<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b>28,223,189</b>	<b>(21,691)</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>80,904,922</b>	<b>(4,852,671)</b>

CHIQUITA NSD

000025871

CBI-V1-001-005981

2CHQ3-000094

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: AM3RJM3AGRPS 001 2226  
SELECT CARDS 3 IS: BM3BM3CM3DM3ZM3YM3W

CHIQUITA NSD

0000025872

CBI-V1-001-005982

2CHQ3-000095

COMPAÑIAS CONSOLIDADAS DIVISION SANTA MARTA

Co. #	Mo / Yr
CS.0383	12 - 97

Period: December 96 vrs December 97

Account	Acct Description	(000's \$) Increase (Decrease)	Explanation
44	ACCRUED PENSION SEVERANCE LIAB. (C.F.S.)	856	Estimated actuarial calculation us\$3.174 Payment us\$(1.120) Exchange us\$(1.198)
	PROVISIONS	3,174	
	PAYMENTS	(1,120)	
	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

CBI-V1-001-005987

2CHQ3-000100

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

COMPANY NAME: SANTA MARTA LOCAL

COMPANY MO./YR.  
0383 12/97

I.D. #	ADDITIONS EXPLANATION	AMOUNT	CASH		NON-CASH OFFSET ACCT	I.D. # P & L ITEMS - OTHER	EXPLANATION	AMOUNT	CASH		NON - CASH OFFSET ACCT
			Y/N	Y/N					Y/N	Y/N	
	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.  
12/97

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 (Retén)	15		10			5
	Other Amortization deferred start-up expense (Banamaya)	41		15			28

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

N.T.R.

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

TOTAL

Confidential Treatment  
Request by Chiquita Brands

\* 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

**COMPAÑIAS CONSOLIDADAS DIVISION TURBO**

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

Period: December 96 vrs December 97

Account	Acct Description	(000's \$) Increase (Decrease)	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 / Corruotec, 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 Fiduiiff exp. with Fiduiiff 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	MONTH / YEA
TURBO LOCAL		CS0384	12 97
NAME / CONCEPT		DOLLARS	
<b>ASSETS</b>			
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 Receivable - (current)	184,562 (1)
05X	OTHER	Note: All items less than \$100M	569,953
<b>TOTAL ASSETS ( 05X )</b>			<b>3,752,226</b>
<b>OTHER PAYABLE</b>			
37X	C.I. UNIBAN	Certs payable.	118,738
37X	AUGURA	Contributions	107,042
37X	OTHER	Note: All items less than \$100M	110,172
<b>TOTAL ACC 37X</b>			<b>335,952</b>
<b>ACCRUED LIABILITIES</b>			
39X	OTHER	Note: All items less than \$100M	288,723
<b>TOTAL ACC 39X</b>			<b>288,723</b>
<b>TOTAL LIABILITIES ( 37X,39X )</b>			<b>624,675</b>

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 345/88	173	N		7	REDUCTION BASED ON MAQUILA OUTPUT (JANUARY TO SEPT.)	(1,768)	N	
7	INTEREST GENERATED BY THE SALE OF UNIBAN SHARES (REAJUSTE MONET.)	873	N		8	PAYMENT RECEIVED FROM EMPLOYEES AS PART OF THE VEHICLE PLAN	(65)	Y	
10	DEPOSIT TO GUARANTEE PAYMENT OF IMPORTED MAT	3	N		11	SALE OF LIVESTOCK	(3)	Y	
					14	EMPLOYEES AS PART OF THE VEHICLE PLAN	(2)	N	
TOTAL PER F-28		1,049					(1,848)		

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

I.D. #	P & L ITEMS				I.D. #	OTHER				
	EXPLANATION	AMOUNT	CASH Y/N	NON-CASH OFFSET		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	(0)	N ✓		
TOTAL PER F-29							(85)			

CEI-V1-001-005994

2CHQ3-000107



Confidential Treatment  
Request by Chiquita Brands

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

COMPANY # MO./YR.  
0384 12/97

COMPANY NAME: TURBO LOCAL

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

ENVIO: 331 99 42

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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 Brands

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QUARTERLY REPRESENTATION LETTER

SANTA 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

2CHQ3-000112

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 another 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.

2CHQ3-000114

ENV10: 331 99 42

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C.F.S./BANADEX-

513 768 4011: # 4

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.

2CHQ3-000115

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

MM



GENERAL MANAGER



CONTROLLER

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2CHQ3-000116

Confidential Treatment  
Request by Chiquita Brands

F - 22 DECEMBER 1995

QUARTERLY REPRESENTATION LETTER

SANTA MARTA - DIVISION



Handwritten notes: "S J K = 2-15 T.1" and other illegible scribbles.

*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.*

Post-It™ Memo Fax 7671		No. de páginas 7	
PARA		DE	
CIA		CIA	
DEPTO.		TEL. No.	
FAX No. 513-768-4011		FAX No.	

2CHQ3-000117

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).

2CHQ3-000119

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.*

2CHQ3-000122

Confidential Treatment  
Request by Chiquita Brands

**SUBSEQUENT 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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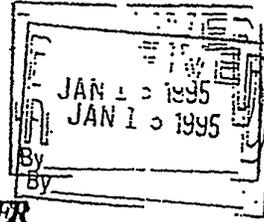
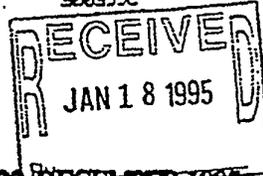
**DIVISION C.A.O.**

2CHQ3-000123

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.*

CBI-V1-001-006011

2CHQ3-000124

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, 1995 and are not subject to discounts. The amount shown as current accounts receivable includes only amounts collectible within one year. There are two allowances for doubtful accounts reported in the financial statements as losses anticipated on realization of the receivables in the amount of \$122.5 for employees and \$189.4 for other 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 ~~initially prepared by employees during inventory 1995. The results of the physical inventory was recorded in December 1995.~~

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.

Programs to improve control over inventories are being developed and physical counts have been scheduled to be performed every quarter during 1996 to ensure application of adequate procedures and controls.

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

CBI-V1-001-006012

2CHQ3-000125

*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; ~~expenditures for repairs and maintenance have been capitalized 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

2CHQ3-000126

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 commitments are recorded for quantities in excess of anticipated requirements. 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 mentioned statements at that date.*



*DIVISION C.A.O.*

CBI-V1-001-006016

2CHQ3-000129

Confidential Treatment  
Request by Chiquita Brands

F - 22 DECEMBER 1996

QUARTERLY REPRESENTATION LETTER

TURBO - DIVISION

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1/16/97

Inception  
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.

2CHQ3-000138

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.*

2CHQ3-000139

CBI-V1-001-006018

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.*

2CHQ3-000140

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

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 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 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;

1-16-97 8:08;

2885005 ->

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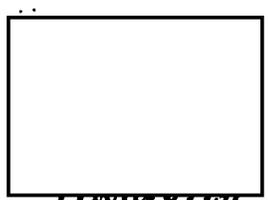
#14/15

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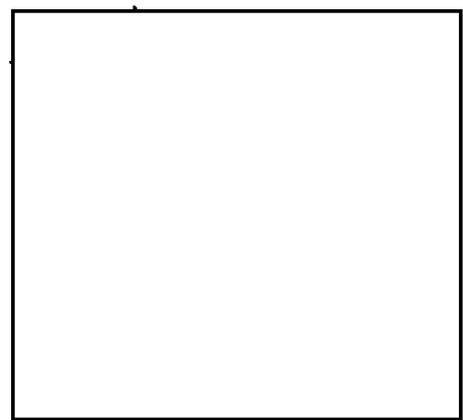
Confidential Treatment  
Request by Chiquita Brands

**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:			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	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	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 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:			DOCUMENT #:	F-22	
QUARTERLY REPRESENTATION LETTER - CONTROLLER'S CHECKLIST			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	65999 66999 67999	✓

2CHQ3-000145

CBI-V1-001-006024

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1-16-97 7:59;

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Confidential Treatment  
Request by Chiquita Brands

rec  
1/16/97

F - 22 DECEMBER 1996

QUATERLY REPRESENTATION LETTER

SANTA MARTA - DIVISION

exceptions  
liabilities  
ownership & plant  
subsequent events

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.

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b7c

From	Date: 12/15/97	# 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
F-2	00T6088		F-1	56B	✓
F-2A	TOTALS		F-2	84660, 76625	✓
F-3	TOTALS		F-1	29	✓
F-3	TOTALS		F-1	30	MA
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	MA
F-8B	CURRENT PERIOD (YEAR-TO-DATE)		F-2	67418 67479 67999 68	MA
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

**CHIQUITA  
BRANDS  
INTERNATIONAL**

**FINANCIAL REPORTING MANUAL**

SUBJECT:			DOCUMENT #:	F-22	
QUARTERLY REPRESENTATION LETTER - CONTROLLER'S CHECKLIST			PAGE #:	1226	
			ISSUE DATE:	12/13/96	
Form Number	Acct. Number	To	Form Number	Acct. Number	Check
F-14	TOTALS		F-2	84E 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	NA
F-17B	COLUMN 2		F-17A	COLUMN 2	NA
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

ENVIO:

1-12-98 : 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 7 10:11 10

U. S. DEPARTMENT OF JUSTICE

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

*Accepted  
over. & placed  
sub. assets*

*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.*

b6  
b7C

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	1/16/98	# of Pages	12
To		From			
Co./Dept.		Co.			
Phone #		Phone #			
Fax #		Fax #			

CBI-V1-001-006038

F - 22 December 1997

QUARTERLY REPRESENTATION LETTER

TURBO - DIVISION

*Exceptions  
cash  
memo. & pleq*

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, were 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 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 respect to any differences.*

2CHQ3-000156

CBI-V1-001-006043

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**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  
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FROM:

3319942

TO:

PAGE: 1

; 2-20-95 ; 10:47 ;

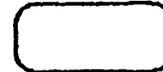
C.F.S./BANADEX-

:# 1

### COMPANIA FRUTERA DE SEVILLA

Confidential Treatment  
Request by Chiquita Brands

MEDELLIN - COLOMBIA



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
<input type="text"/>	US \$ 5.950 aprox. ( <del>\$ 5.000.000</del> )	Oct. 24, 1994
<input type="text"/>	X.001187 = \$5935.00	
	US \$ 2.380 aprox. ( <del>\$ 2.000.000</del> )	Oct. 30, 1994
	X.001187 = \$2374.00	
	<u>\$8309.00</u>	

*P/C... [Handwritten signature]*

2CHQ700009

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Request by Chiquita Brands

Tab,  
1995

ALL STATE LEGAL 400225-010 EDWARDS RECYCLED

4CHQ1-000782

CBI-V1-001-006051

CHIQIITA NSD

000025941

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4CHQ1-000783

CBI-V1-001-006052

CHIQUITA NSD

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4CHQ1-000784

CBI-V1-001-006053

CHIQUITA NSD

000025943

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Tab:  
4

ALL-STATE LEGAL 800-325-0510 EDI1 RECYCLED

4CHQ1-000868

CBI-V1-001-006137

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4CHQ1-000869

CBI-V1-001-006138

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Request by Chiquita Brands

Tab 6

US OFFICE PRODUCTS

4CHQ1-000890

CBI-V1-001-006159

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Request by Chiquita Brands

Tab 10

ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED

4CHQ1-000929

CBI-V1-001-006198

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Request by Chiquita Brands

Tab  
1994

ALL STATE LEGAL MESSAGES, BIRTHS, 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

N° 17  
 N° 1726 MAYO 1994 \$ 13,000,000 =

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 Request by Chiquita Brands

CBI-V1-001-006220

Confidential Treatment  
Request by Chiquita Brands

ALL-STATE LEGAL 800-282-8310 EDIT RECYCLED

Tab

4CHQ1-000970

CBI-V1-001-006239

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Request by Chiquita Brands

Tab 2

ALL INFORMATION CONTAINED  
HEREIN IS UNCLASSIFIED  
DATE 08-01-2001 BY 60322  
UCBAW/STP

4CHQ1-000980

CBI-V1-001-006249

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4CHQ1-000981

CBI-V1-001-006250

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Tab 3



ALL-STAR LINE 300-220010 5015 RECYCLED

4CHQ1-001001

CBI-V1-001-006271

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4CHQ1-001002

**CBI-V1-001-006272**

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Tab 1793-

ALL-AMERICAN BUSINESS PAPER RECYCLED

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

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Request by Chiquita Brands

MAYO - 02 - 93

26 MAYO 1993

\$ 250,000

26 MAYO 1993

26 MAYO 1993

Nº 1

26 MAYO 1993

4CHQ1-001025

CBI-V1-001-006295