

Edgar Filing: LONG SHARON R - Form 4

LONG SHARON R
Form 4
June 07, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Long Sharon R.

(Last) (First) (Middle)

Stanford University, School of Humanities and Sciences, Building #1

(Street)

Stanford CA 94305

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Monsanto Company
MON

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

May, 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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7. Individual or Joint/Group Filing (Check applicable line)

- Form filed by one Reporting Person
- Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of,
or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
		Code	V	Amount	(A) or (D)	Price
Common Stock	2/20/02	A(1)	V	445	A	\$30.90
Common Stock	4/30/02	A(1)	V	1,952	A	\$30.735

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Print or Type Response)

(Over)

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FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
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Option (right to buy)	\$30.90	2/21/02	A	10,000	(3) 2/20/12	Common Stock 10,000
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Explanation of Responses:

- (1) Represents shares of deferred common stock deliverable upon termination as a director under the Director Equity Incentive Compensation Plan. Shares of deferred stock are credited in the form of a unit account in installments on the last day of each plan month during the director's term and any unvested shares of deferred stock not credited to the stock unit account because of termination as a director's term are forfeited.
- (2) Includes 2,397 shares of deferred common stock deliverable under the Monsanto Company Non-Employee Compensation Plan.
- (3) Shares underlying the option become exercisable on 2/21/05, subject to the terms and conditions of the Monsanto 2000 Management Incentive Plan.

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/s/ Michael L. DeCamp

6-7-02

**Signature of Reporting Person

Date

* Michael L. DeCamp, attorney-in-fact for Sharon R. Long

* Executed pursuant to a Power of Attorney previously filed

** Intentional misstatements or omissions of facts constitute Federal
Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.

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