

MONSANTO CO /NEW/
Form 4
March 17, 2006

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
FRALEY ROBERT T

(Last) (First) (Middle)

800 N. LINDBERGH BLVD.

(Street)

ST. LOUIS, MO 63167

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MONSANTO CO /NEW/ [MON]

3. Date of Earliest Transaction
(Month/Day/Year)
03/15/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Chief Technology Officer

6. 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 (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	03/15/2006		S ⁽¹⁾	1,300 D	\$ 84.08	43,839	D
Common Stock	03/15/2006		S ⁽¹⁾	1,900 D	\$ 84.1	41,939	D
Common Stock	03/15/2006		S ⁽¹⁾	400 D	\$ 84.15	41,539	D
Common Stock	03/15/2006		S ⁽¹⁾	2,000 D	\$ 84.16	39,539	D
Common Stock	03/15/2006		S ⁽¹⁾	1,700 D	\$ 84.18	37,839	D

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Common Stock	03/15/2006	S ⁽¹⁾	1,000	D	\$ 84.21	36,839	D	
Common Stock	03/15/2006	S ⁽¹⁾	500	D	\$ 84.23	36,339	D	
Common Stock	03/15/2006	S ⁽¹⁾	3,400	D	\$ 84.24	32,939	D	
Common Stock	03/15/2006	S ⁽¹⁾	600	D	\$ 84.25	32,339	D	
Common Stock	03/15/2006	S ⁽¹⁾	1,300	D	\$ 84.3	31,039	D	
Common Stock	03/15/2006	S ⁽¹⁾	900	D	\$ 84.32	30,139	D	
Common Stock	03/15/2006	S ⁽¹⁾	1,000	D	\$ 84.42	29,139	D	
Common Stock	03/15/2006	S ⁽¹⁾	500	D	\$ 84.43	28,639	D	
Common Stock	03/15/2006	S ⁽¹⁾	800	D	\$ 84.44	27,839	D	
Common Stock	03/15/2006	S ⁽¹⁾	800	D	\$ 84.45	27,039	D	
Common Stock						18,260 ⁽²⁾	I	By Grantor Retained Annuity Trust
Common Stock						4,115	I	By 401(k) Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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(Instr. 3,
4, and 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code V (A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRALEY ROBERT T 800 N. LINDBERGH BLVD. ST. LOUIS, MO 63167			EVP, Chief Technology Officer	

Signatures

Christopher A. Martin, 03/17/2006
Attorney-in-Fact

 Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on January 27, 2006.
- (2) These shares were previously reported as directly beneficially owned but were contributed to a grantor retained annuity trust on November 25, 2003.

Remarks:

The Reporting Person had multiple transactions on March 15, 2006. Due to a limitation on the number of transactions that can be reported, only one transaction is shown. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.