Edgar Filing: KING GWENDOLYN S - Form 4

| KING GWE | NDOLYN S | | | | | | | | | | |
|---|---|--|----------------------|---|-----------|------------------|----------------------------|---|--|----------------------|--|
| Form 4 | | | | | | | | | | | |
| May 03, 200 | 5 | | | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION | | | | | | | | OMB AF | OMB APPROVAL | | |
| | UNITED | STATES | | AITIES A Shington, | | | NGE C | COMMISSION | OMB Number: | 3235-0287 | |
| Check this box | | | | 0 / | | | | | | January 31, | |
| subject to | | | | GES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | | Expires: 200 Estimated average burden hours per response 0. | | |
| Form 5 obligation may cont <i>See</i> Instru- 1(b). | ns Section 17(| a) of the l | Public Ut | | ling Con | npany | y Act of | e Act of 1934, E 1935 or Section 40 | 1 | | |
| (Print or Type I | Responses) | | | | | | | | | | |
| KING GWENDOLYN S Symbol | | | | r Name and Ticker or Trading ANTO CO /NEW/ [MON] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| | | | MONSA | ANTO CC |)/NEW/ | IWC | DNJ | (Checl | k all applicable |) | |
| (Last) | (First) (N | Middle) | | Earliest Tra | ansaction | | | | | | |
| 1506 HAMI | ILTON STREET, | , N.W. | (Month/D 04/29/20 | - | | | | X Director Officer (give below) | | Owner er (specify | |
| | | | | ndment, Date Original hth/Day/Year) | | | | 6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person | | | |
| WASHING | TON, DC 20011 | | | | | | | Form filed by M Person | ore than One Re | porting | |
| (City) | (State) | (Zip) | Tabl | e I - Non-D | erivative | Secur | ities Acq | uired, Disposed of | , or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | a Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Pay/Year) (Instr. 8) | | | | | Securities Beneficially | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | | |
| | | | | Code V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | | |
| Common Stock | 04/29/2005 | | | А | 32 (1) | А | \$ 58.62 | 12,775 | D | | |
| Common Stock | 05/01/2005 | | | А | 72 (2) | А | \$ 57.84 | 12,847 <u>(3)</u> | D | | |

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.

 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) | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transacti Code (Instr. 8) | 6. Date Exerci ctionNumber Expiration Da of (Month/Day/Y) 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, | | Date | 7. Titl Amou Under Securi (Instr. | nt of lying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|---|---------------------------------------|--|---------------------|--------------------|---|--|---|---|
| | | | Code V | 4, and 5) (A) (D) | Date Exercisable | Expiration Date | | Amount or Number of Shares | | |

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Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|------------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| KING GWENDOLYN S 1506 HAMILTON STREET, N.W. WASHINGTON, DC 20011 | Х | | | | | | |
| Signatures | | | | | | | |
| Christopher A. Martin, Attorney-in-Fact | | 05/03/2005 | | | | | |
| **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).

Represents dividend equivalents with respect to shares of deferred common stock deliverable upon termination as a director under the Monsanto Company Non-Employee Director Equity Incentive Compensation Plan. Shares of stock are credited in the form of

(1) hypothetical shares to a stock unit account in installments on the last day of each plan month during the director's term and for the payment of dividends. Shares of deferred stock not credited to the stock unit account because of termination as a director before the end of the director's term are forfeited.

Represents shares of deferred common stock deliverable upon termination as a director under the Monsanto Company Non-Employee Director Equity Incentive Compensation Plan. Shares of deferred stock are credited in the form of hypothetical shares to a stock unit (2)account in installments on the last day of each plan month during the director's term and for the payment of dividends. Shares of deferred stock not credited to the stock unit account because of termination as a director before the end of the director's term are forfeited.

Includes 10,688 shares of deferred common stock deliverable under the Monsanto Company Non-Employee Director Equity Incentive (3) Compensation Plan; 483 shares of common stock issued as dividends with respect to such shares; and 1,676 shares of common stock

owned directly by the Reporting Person.

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.