#### MONSANTO CO /NEW/

Form 4

September 06, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

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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

See Instruction

(Zin)

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading STEVENS ROBERT J Issuer Symbol MONSANTO CO /NEW/ [MON] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X\_ Director 10% Owner Other (specify Officer (give title 6801 ROCKLEDGE DRIVE 09/01/2005 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

#### BETHESDA, MD 20817

(City)

(State)

| (City)     | (State)             | Tabl               | le I - Non-I | <b>Derivative</b> | Secur     | rities Acqu  | ired, Disposed of | , or Beneficiall | y Owned      |
|------------|---------------------|--------------------|--------------|-------------------|-----------|--------------|-------------------|------------------|--------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed         | 3.           | 4. Securi         | ities A   | cquired      | 5. Amount of      | 6.               | 7. Nature of |
| Security   | (Month/Day/Year)    | Execution Date, if | Transactio   | on(A) or D        | ispose    | d of (D)     | Securities        | Ownership        | Indirect     |
| (Instr. 3) |                     | any                | Code         | (Instr. 3,        | 4 and     | 5)           | Beneficially      | Form: Direct     | Beneficial   |
|            |                     | (Month/Day/Year)   | (Instr. 8)   |                   |           |              | Owned             | (D) or           | Ownership    |
|            |                     |                    |              |                   |           |              | Following         | Indirect (I)     | (Instr. 4)   |
|            |                     |                    |              |                   | (4)       |              | Reported          | (Instr. 4)       |              |
|            |                     |                    |              |                   | (A)       |              | Transaction(s)    |                  |              |
|            |                     |                    | Codo V       | A manust          | or<br>(D) | Price        | (Instr. 3 and 4)  |                  |              |
| ~          |                     |                    | Code V       | Amount            | (D)       |              |                   |                  |              |
| Common     | 09/01/2005          |                    | A            | 2,940             | A         | \$<br>62.925 | 18,277 <u>(2)</u> | D                |              |
| Stock      |                     |                    |              | (-)               |           | 02.923       |                   |                  |              |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Person

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

### Edgar Filing: MONSANTO CO /NEW/ - Form 4

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | cisable and | 7. Title and                          | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|---------------------------------------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | orNumber   | Expiration D  | ate         | Amount of                             | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)       | Underlying                            | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivativ  | e             |             | Securities                            | (Instr. 5)  | Bene   |
|             | Derivative  |                     | •                  |            | Securities | S             |             | (Instr. 3 and 4)                      |             | Owne   |
|             | Security    |                     |                    |            | Acquired   |               |             | · · · · · · · · · · · · · · · · · · · |             | Follo  |
|             | ·           |                     |                    |            | (A) or     |               |             |                                       |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |             |                                       |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |             |                                       |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |             |                                       |             |        |
|             |             |                     |                    |            | 4, and 5)  |               |             |                                       |             |        |
|             |             |                     |                    |            |            |               |             |                                       |             |        |
|             |             |                     |                    | Code V     | (A) (D)    | Date          | Expiration  | Title Amount                          |             |        |
|             |             |                     |                    |            |            | Exercisable   | Date        | or                                    |             |        |
|             |             |                     |                    |            |            |               |             | Number                                |             |        |
|             |             |                     |                    |            |            |               |             | of                                    |             |        |
|             |             |                     |                    |            |            |               |             | Shares                                |             |        |

# **Reporting Owners**

| Reporting Owner Name / Address           | Relationships |           |         |       |  |  |  |
|--|---------------|-----------|---------|-------|--|--|--|
| r g                                      | Director      | 10% Owner | Officer | Other |  |  |  |
| STEVENS ROBERT J<br>6801 ROCKLEDGE DRIVE | X             |           |         |       |  |  |  |
| BETHESDA, MD 20817                       | 21            |           |         |       |  |  |  |

# **Signatures**

Christopher A. Martin, Attorney-in-Fact 09/06/2005

\*\*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 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 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 12,908 shares of deferred common stock deliverable under the Monsanto Company Non-Employee Director Equity Incentive (2) Compensation Plan; 369 shares of common stock issued as dividends with respect to such shares; and 5,000 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.

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