

MORLEY CHERYL P  
Form 4  
November 09, 2004

**FORM 4**

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

OMB APPROVAL

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**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 \*  
MORLEY CHERYL P

(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)  
11/05/2004

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)

Sr. VP Corporate Strategy

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)	(A) or (D)	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 Indirect Ownership (Instr. 4)
			Code	V	Amount	Price		
Common Stock	11/05/2004		M		50,000	A \$ 20	68,132	D
Common Stock	11/05/2004		S		1,600	D \$ 42.66	66,532	D
Common Stock	11/05/2004		S		1,100	D \$ 42.67	65,432	D
Common Stock	11/05/2004		S		2,300	D \$ 42.68	63,132	D
Common Stock	11/05/2004		S		400	D \$ 42.69	62,732	D

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Common Stock	11/05/2004	S	1,800	D	\$ 42.7	60,932	D	
Common Stock	11/05/2004	S	11,800	D	\$ 42.71	49,132	D	
Common Stock	11/05/2004	S	3,000	D	\$ 42.72	46,132	D	
Common Stock	11/05/2004	S	7,600	D	\$ 42.73	38,532	D	
Common Stock	11/05/2004	S	900	D	\$ 42.74	37,632	D	
Common Stock	11/05/2004	S	2,600	D	\$ 42.75	35,032	D	
Common Stock	11/05/2004	S	900	D	\$ 42.76	34,132	D	
Common Stock	11/05/2004	S	200	D	\$ 42.77	33,932	D	
Common Stock	11/05/2004	S	1,100	D	\$ 42.78	32,832	D	
Common Stock	11/05/2004	S	200	D	\$ 42.79	32,632	D	
Common Stock	11/05/2004	S	800	D	\$ 42.8	31,832	D	
Common Stock	11/05/2004	S	758	D	\$ 42.81	31,074	D	
Common Stock	11/05/2004	S	400	D	\$ 42.82	30,674	D	
Common Stock	11/05/2004	S	100	D	\$ 42.83	30,574	D	
Common Stock	11/05/2004	S	800	D	\$ 42.84	29,774	D	
Common Stock	11/05/2004	S	800	D	\$ 42.85	28,974	D	
Common Stock	11/05/2004	S	600	D	\$ 42.86	28,374	D	
Common Stock	11/05/2004	S	300	D	\$ 42.87	28,074	D	
Common Stock	11/05/2004	S	2,300	D	\$ 42.88	25,774	D	
Common Stock						7,662	I	By 401(k) Plan

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

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**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) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Option (right to buy) <sup>(1)</sup>	\$ 20	11/05/2004		M	50,000	03/15/2002 <sup>(2)</sup> 10/16/2010	Common Stock	50,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORLEY CHERYL P 800 N. LINDBERGH BLVD. ST. LOUIS, MO 63167			Sr. VP Corporate Strategy	

## Signatures

Christopher A. Martin,  
Attorney-in-Fact

11/09/2004

\_\_\_\_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) Only securities of the same class or classes involved in the transactions being reported are included in this report. Accordingly, options that have different terms and phantom stock are not included in Table II of this report.
- (2) 50% of options became exercisable on each of March 15, 2002 and March 15, 2003.

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