

MONSANTO CO /NEW/
Form 4
March 20, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
HOLLOWAY JANET M

(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)
03/18/2008

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 Chief of Staff, Comm Rel

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/18/2008		M ⁽¹⁾		10,700	A	\$ 29.2175
Common Stock	03/18/2008		S ⁽¹⁾		4,100	D	\$ 109 57,457
Common Stock	03/18/2008		S ⁽¹⁾		1,200	D	\$ 109.01 56,257
Common Stock	03/18/2008		S ⁽¹⁾		600	D	\$ 109.02 55,657
Common Stock	03/18/2008		S ⁽¹⁾		900	D	\$ 109.04 54,757

Edgar Filing: MONSANTO CO /NEW/ - Form 4

Common Stock	03/18/2008	S ⁽¹⁾	200	D	\$ 109.05	54,557	D	
Common Stock	03/18/2008	S ⁽¹⁾	200	D	\$ 109.08	54,357	D	
Common Stock	03/18/2008	S ⁽¹⁾	300	D	\$ 109.1	54,057	D	
Common Stock	03/18/2008	S ⁽¹⁾	100	D	\$ 109.16	53,957	D	
Common Stock	03/18/2008	S ⁽¹⁾	200	D	\$ 109.17	53,757	D	
Common Stock	03/18/2008	S ⁽¹⁾	1,345	D	\$ 109.2	52,412	D	
Common Stock	03/18/2008	S ⁽¹⁾	100	D	\$ 109.21	52,312	D	
Common Stock	03/18/2008	S ⁽¹⁾	555	D	\$ 109.22	51,757	D	
Common Stock	03/18/2008	S ⁽¹⁾	600	D	\$ 109.24	51,157	D	
Common Stock	03/18/2008	S ⁽¹⁾	100	D	\$ 109.3	51,057	D	
Common Stock	03/18/2008	S ⁽¹⁾	100	D	\$ 109.32	50,957	D	
Common Stock	03/18/2008	S ⁽¹⁾	100	D	\$ 109.33	50,857	D	
Common Stock						5,368	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.

SEC 1474
(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) (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)
				Code	V (A) (D)	Date Exercisable	Title

Option (Right to Buy)	Exercise Price	Grant Date	Exercise Type	Quantity	Expiration Date	Common Stock	Amount or Number of Shares
\$ 29.2175	03/18/2008	M ⁽¹⁾		10,700	11/15/2006 ⁽²⁾	10/27/2015	10,700

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOLLOWAY JANET M 800 N. LINDBERGH BLVD. ST. LOUIS, MO 63167			Sr VP Chief of Staff, Comm Rel	

Signatures

Christopher A. Martin,
Attorney-in-Fact

03/20/2008

**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 and stock option exercise reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on July 5, 2007.
- One third of the options became exercisable on November 15, 2006, one-third of the options became exercisable on November 15, 2007
- (2) and one-third of the options become exercisable on November 15, 2008, subject to the terms and conditions of the Monsanto Company Long Term Incentive Plan.

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.