MONSANTO CO /NEW/

Form 4 July 10, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

Number: 3235-0287

January 31, 2005

0.5

Estimated average burden hours per

Expires:

burden hours per response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

Form 4 or
Form 5
obligations
may continue.

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Add	*	ing Person *	2. Issuer Name and Ticker or Trading Symbol MONSANTO CO /NEW/ [MON]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction	(Shoon an apphoacie)			
800 N. LINDBERGH BLVD.			(Month/Day/Year) 07/08/2014	Director 10% OwnerX Officer (give title Other (specify below) Exec. VP Human Resources			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
ST. LOUIS, MO 63167			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reportin Person			

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

` *	· · · · · ·	Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficiany 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)	Fransactioner Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	07/08/2014		M	640	A	\$ 58.71	36,122	D	
Common Stock	07/08/2014		M	350	A	\$ 74.79	36,472	D	
Common Stock	07/08/2014		M	625	A	\$ 90.48	37,097	D	
Common Stock	07/08/2014		S	1,615	D	\$ 124.6318 <u>(1)</u>	35,482	D	
Common Stock							1,718	I	By 401(k) Plan

Edgar Filing: MONSANTO CO /NEW/ - Form 4

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. Transactic Code (Instr. 8)			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	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 58.71	07/08/2014		M	64	0	11/15/2011(2)	10/25/2020	Common Stock	640
Option (Right to Buy)	\$ 74.79	07/08/2014		M	35	0	11/15/2012(3)	10/24/2021	Common Stock	350
Option (Right to Buy)	\$ 90.48	07/08/2014		M	62	5	11/15/2013(4)	10/16/2022	Common Stock	625

Reporting Owners

Director 10% Owner Officer Other

MIZELL STEVEN

800 N. LINDBERGH BLVD. Exec. VP Human Resources

ST. LOUIS, MO 63167

Signatures

Jennifer L. Woods, Attorney-in-Fact

**Signature of Reporting Person Date

Reporting Owners 2

Edgar Filing: MONSANTO CO /NEW/ - Form 4

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).
- This price represents the weighted average sale price for multiple transactions reported on this line. The prices of the transactions reported (1) on this line ranged from \$124.57 to \$124.67. Upon request by the Commission staff, the issuer or a security holder of the issuer, the reporting person will undertake to provide full information regarding the number of shares sold at each separate price.
- One-third of the options became exercisable on November 15, 2011, one-third of the options became exercisable on November 15, 2012 and the remainder of the options became exercisable on November 15, 2013, subject to the terms and conditions of the Monsanto Company 2005 Long Term Incentive Plan.
- One-third of the options became exercisable on November 15, 2012, one-third of the options became exercisable on November 15, 2013 and the remainder of the options become exercisable on November 15, 2014, subject to the terms and conditions of the Monsanto Company 2005 Long Term Incentive Plan.
- One-third of the options became exercisable on November 15, 2013, one-third of the options become exercisable on November 15, 2014

 (4) and the remainder of the options become exercisable on November 15, 2015, subject to the terms and conditions of the Monsanto Company 2005 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.