

MONSANTO CO /NEW/
Form DEFA14A
December 01, 2008

SCHEDULE 14A

(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement Soliciting Material Under Rule 14a-12
- Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials

MONSANTO COMPANY

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

1) Title of each class of securities to which transaction applies:

2) Aggregate number of securities to which transaction applies:

3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

5) Total fee paid:

Fee paid previously with preliminary materials:

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which

the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or

schedule and the date of its filing.

1) Amount previously paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

Monsanto Company

800 North Lindbergh Blvd., St. Louis, Missouri 63167

**Important Notice Regarding the Availability of Proxy Materials for the Shareowner Meeting to Be Held
on
Wednesday, January 14, 2009**

***The Proxy Statement, Annual Report, Proxy Card and other proxy materials are
available at:***

<http://bnymellon.mobular.net/bnymellon/mon>

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed below on or before December 26, 2008 to facilitate timely delivery.

Dear Monsanto Company Shareowner:

The 2009 Annual Meeting of Shareowners of Monsanto Company (the "Company") will be held at our Creve Coeur campus, 800 North Lindbergh Blvd., St. Louis, Missouri 63167, on Wednesday, January 14, 2009, at 2:00 p.m. (Central time).

Proposals to be considered at the Annual Meeting:

- (1) to elect the four Directors named below to serve until the 2012 Annual Meeting of Shareowners of the Company: Janice L. Fields, Hugh Grant, C. Steven McMillan, and Robert J. Stevens;
- (2) to ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the 2009 fiscal year; and
- (3) to transact such other business as may properly come before the meeting.

The Board of Directors recommends a vote FOR Items 1 and 2.

The Board of Directors has fixed the close of business on November 17, 2008 as the record date (the "Record Date") for the determination of shareowners entitled to receive notice of and to vote at the Annual Meeting or any adjournment(s) thereof.

CONTROL NUMBER

**You may vote your proxy
when you view the materials at:
<http://bnymellon.mobular.net/bnymellon/mon>
You will be asked to enter this 11-digit control
number**

Shareowners of record as of the Record Date are encouraged and cordially invited to attend the Annual Meeting. Directions to attend the Annual Meeting where you may vote in person can be found on our website at www.monsanto.com/annualmeetingdirections.

Meeting Location:

Monsanto Company
K Building
800 North Lindbergh Blvd.
St. Louis, Missouri 63167

You can also find directions to the Annual Meeting on page C-1 of the proxy statement.

The following Proxy Materials are available for you to review online:

- the Company's Proxy Statement (including all attachments thereto);
- the Proxy Card;
- the Company's Annual Report for the year ended August 31, 2008 (which is not deemed to be part of the official proxy soliciting materials); and
- any amendments to the foregoing materials that are required to be furnished to shareowners.

To request a paper copy of the Proxy Materials,

(you must reference your 11-digit control number which is located at the bottom right, on the reverse side.)

| | |
|------------|------------------------------------------------------------------------------------------------------------|
| Telephone: | 1-888-313-0164 (outside of the U.S and Canada call 201-680-6688), |
| Email: | shrrelations@bnymellon.com |
| Internet | http://bnymellon.mobular.net/bnymellon/mon |

ACCESSING YOUR PROXY MATERIALS ONLINE

**YOU MUST REFERENCE YOUR 11-DIGIT CONTROL NUMBER WHEN YOU REQUEST
A PAPER COPY OF THE PROXY MATERIALS OR TO VOTE YOUR PROXY ELECTRONICALLY.
YOUR CONTROL NUMBER IS LOCATED IN THE LOWER RIGHT CORNER OF THE REVERSE SIDE OF THIS
FORM.**

The Proxy Materials for Monsanto Company are available to review at:

<http://bnymellon.mobular.net/bnymellon/mon>

Have this notice available when you request a PAPER copy of the Proxy Materials,
when you want to view your proxy materials online
OR WHEN YOU WANT TO VOTE YOUR PROXY ELECTRONICALLY

VOTE BY INTERNET

Use the Internet to vote your shares. Have this card in hand when you access the above web site.
On the top right hand side of the website click on "Vote Now" to

access the electronic proxy card and vote your shares.
