

Edgar Filing: MONSANTO CO /NEW/ - Form 4

MONSANTO CO /NEW/
Form 4
August 22, 2002

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

----- FORM 4 -----	----- OMB APPROVAL -----
[X] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response.....1.0 -----

(Print or Type Responses)

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1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Tra	
Pharmacia Corporation			Monsanto Company (MON)	
(Last)	(First)	(Middle)	3. I.R.S. Identification	4. S
			Number of Reporting	M
100 Route 206 North			Person, if an entity	A
			(Voluntary)	
	(Street)			5. I
Peapack	NJ	07977		O
(City)	(State)	(Zip)		

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

Director	X	10% Owner
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Officer (give		Other (specify
--- title below)	---	below)

7. Individual or Joint/Group Filing (Check Applicable Line)

X	Form Filed by One Reporting Person

	Form Filed by More than One Reporting Person

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Explanation of Responses:

(1) On August 13, 2002, Pharmacia Corporation (NYSE: PHA) ("Pharmacia") spun-off its remaining interest in its agricultural subsidiary, Monsanto Company (NYSE: MON) ("Monsanto"), to the holders of Pharmacia common stock. The spin-off was effected by a special stock dividend, in the aggregate, of 220,000,000 shares of Monsanto common stock resulting in a distribution ratio of 0.170593 of a share of Monsanto common stock for each outstanding share of Pharmacia common stock. The dividend was paid on August 13, 2002 to holders of record of shares of Pharmacia common stock that were issued and outstanding as of 5:00 p.m. Eastern time on July 29, 2002, the record date.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

/s/ Don W. Schmitz

08/21/02

**Signature of Reporting Person

Date

Don W. Schmitz
Vice President and Secretary
Pharmacia Corporation

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(Print or Type Response)