Edgar Filing: MONSANTO CO /NEW/ - Form 4

	TO CO /NEW/											
Form 4 November (01 2005											
FORM	ЛЛ	STATES S	SECUI	RITIES A	AND EX	KCHANGI	E COMMISSIO		PPROVAL			
Check t if no lor	his box ^{1ger} STATEN		Wa	shington	, D.C. 2	WNERSHIP OF	Number: Expires:	3235-028 January 3 ⁻ 200	1,			
subject Section Form 4 Form 5		SECUI	RITIES	Estimated burden hou	Estimated average burden hours per response 0.							
obligati may coi	obligations may continue. See InstructionSection 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 <u>*</u> FRALEY ROBERT T			ymbol	r Name an		-	5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (f Earliest T		N/ [MON]	(Check all applicable)					
800 N. LIN		Month/I 0/28/2	005 Day/Year)			Director 10% Owner X Officer (give title Other (specify below) below) EVP, Chief Technology Officer						
		4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 						
ST LOUIS	, MO 63167						Person	More than One R	eporting			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivativ	e Securities	Acquired, Disposed	of, or Beneficia	lly Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	ate, if	3. Transactic Code (Instr. 8)	Dispose	d (A) or d of (D)	Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amoun	t (D) Price	(Instr. 3 and 4)					
Reminder: Re	port on a separate lin	e for each class	s of secu	irities bene	Pers info requ	ons who re mation con ired to resp	or indirectly. spond to the colle tained in this form ond unless the fo ently valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

number.

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(Instr. 3)	Price of Derivative Security	ve		(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Option (right to buy)	\$ 58.435	10/28/2005		А		80,220		11/15/2006(1)	10/28/2015	Common Stock	80,220

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FRALEY ROBERT T 800 N. LINDBERGH BLVD. ST LOUIS, MO 63167			EVP, Chief Technology Officer					
Signatures								
/s/ Christopher A. Martin, Attorney-in-Fact		11/0	01/2005					
<u>**</u> Signature of Reporting Person		Ι	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).

One-third of the options become exercisable on November 15, 2006, one-third of the options become exercisable on November 15, 2007
 (1) 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.

(2) Price is not applicable to acquisitions resulting from grants of stock options.

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.