

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-15** | Period of Report: **2013-01-11**  
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### REPORTING OWNER

#### **MIZELL STEVEN**

CIK: **1189403**

Type: **4** | Act: **34** | File No.: **001-16167** | Film No.: **13530669**

Mailing Address  
750 WEST JOHN  
CARPENTER FREEWAY  
SUITE 1200  
IRVING TX 75039

### ISSUER

#### **MONSANTO CO /NEW/**

CIK: **1110783** | IRS No.: **431878297** | State of Incorporation: **DE** | Fiscal Year End: **0831**  
SIC: **2870** Agricultural chemicals

Mailing Address  
800 NORTH LINDBERGH  
BLVD  
ST LOUIS MO 63167

Business Address  
800 N LINDBERGH BLVD  
ST LOUIS MO 63167  
3146941000

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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### 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(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>MIZELL STEVEN</b>			2. Issuer Name and Ticker or Trading Symbol <b>MONSANTO CO /NEW/ [MON]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) <b>Exec. VP Human Resources</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/11/2013</b>					
800 N. LINDBERGH BLVD.			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
(Street) <b>ST. LOUIS, MO 63167</b>								
(City)	(State)	(Zip)						

**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	01/11/2013		M		6,600	A	\$70.69	51,762	D	
Common Stock	01/11/2013		M		10,600	A	\$58.71	62,362	D	
Common Stock	01/11/2013		M		6,300	A	\$74.79	68,662	D	
Common Stock	01/11/2013		S		23,500	D	\$100.2097 <sup>(1)</sup>	45,162	D	
Common Stock	01/14/2013		S		670	D	\$100.31	44,492	D	
Common Stock	01/14/2013		M		1,800	A	\$74.79	46,292	D	
Common Stock	01/14/2013		S		1,800	D	\$100.6221 <sup>(2)</sup>	44,492	D	
Common Stock								4,940	I	By 401(k)

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Option (Right to Buy)	\$70.69	01/11/2013		<u>M</u>		6,600	11/15/2010 <sup>(3)</sup>	10/26/2019	Common Stock	6,600	\$ 0	34	D
Option (Right to Buy)	\$58.71	01/11/2013		<u>M</u>		10,600	11/15/2011 <sup>(4)</sup>	10/25/2020	Common Stock	10,600	\$ 0	10,694	D
Option (Right to Buy)	\$74.79	01/11/2013		<u>M</u>		6,300	11/15/2012 <sup>(5)</sup>	10/24/2021	Common Stock	6,300	\$ 0	18,780	D
Option (Right to Buy)	\$74.79	01/14/2013		<u>M</u>		1,800	11/15/2012 <sup>(5)</sup>	10/24/2021	Common Stock	1,800	\$ 0	16,980	D

**Explanation of Responses:**

1. This price represents the weighted average sale price for multiple transactions reported on this line. The price of the transactions reported on this line ranged from \$100.07 to \$100.33. 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.
2. This price represents the weighted average sale price for multiple transactions reported on this line. The price of the transactions reported on this line ranged from \$100.62 to \$100.625. 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.
3. One-third of the options become exercisable on November 15, 2010, one-third of the options became exercisable on November 15, 2011 and the remainder of the options became exercisable on November 15, 2012, subject to the terms and conditions of the Monsanto Company 2005 Long Term Incentive Plan.
4. 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 become exercisable on November 15, 2013, subject to the terms and conditions of the Monsanto Company 2005 Long Term Incentive Plan.
5. One-third of the options became exercisable on November 15, 2012, one-third of the options become 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.

**Signatures**

Jennifer L. Woods, Attorney-in-Fact

\*\* Signature of Reporting Person

01/15/2013

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**