

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2003-07-05**

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### 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  
3146944296*

### REPORTING OWNER

#### **PALEY ROBERT A**

CIK: **1195843**  
Type: **4** | Act: **34** | File No.: **001-16167** | Film No.: **05791552**

Mailing Address  
*800 N LINDBERGH BLVD  
ST LOUIS MO 63167*

Business Address  
*3146941000*

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
 Expires: 02/28/2011  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### 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>PALEY ROBERT A</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>Vice President and Treasurer</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>07/05/2003</b>			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		
800 NORTH LINDBERGH BLVD.			4. If Amendment, Date Original Filed (Month/Day/Year)					
(Street)								
ST. LOUIS, MO 63167								
(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	04/28/2005		<u>M</u>		5,500	A	\$20	6,000	D	
Common Stock	04/28/2005		<u>S</u>		2,900	D	\$58.03	3,100	D	
Common Stock	04/28/2005		<u>S</u>		600	D	\$58.04	2,500	D	
Common Stock								2,863	I	By 401(k) Plan
Common Stock								285 <sup>(1)</sup>	I	By 401(k) Plan of spouse

**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						Title
Option (right to buy)	\$20	04/28/2005		<u>M</u>		5,500		03/15/2002 <sup>(2)</sup>	10/16/2010	Common Stock	5,500	\$20	44,450	D	
Option (right to buy)	\$31.58	07/05/2003 <sup>(3)</sup>		<u>J</u>		100		03/31/2003 <sup>(4)</sup>	03/31/2012	Common Stock	100	\$31.58	100	I	By Spouse

Option (right to buy)	\$16.145	07/05/2003 <sup>(3)</sup>		<u>J</u>		120		04/25/2004 <sup>(5)</sup>	04/25/2013	Common Stock	120	\$16.145	120	I	By Spouse
Option (right to buy)	\$36.66	08/31/2004		<u>A</u>		100		08/31/2005	08/31/2012	Common Stock	100	\$36.66	100	I	By Spouse

**Explanation of Responses:**

1. The reporting person acquired beneficial ownership of 123 of these shares upon his marriage to the owner of the shares on July 5, 2003 and 162 of these shares from July 5, 2003 to December 1, 2004 under Monsanto Company's 401(k) Plan.
2. 50% of the options became exercisable on each of March 15, 2002 and March 15, 2003, subject to the terms and conditions of the Monsanto Company Long Term Incentive Plan.
3. The reporting person acquired beneficial ownership of these options upon his marriage to the owner of the options on July 5, 2003.
4. One-third of the options became exercisable on each of March 15, 2003, March 15, 2004 and March 15, 2005, subject to the terms and conditions of the Monsanto Company Long Term Incentive Plan.
5. One-third of the options became exercisable on April 25, 2004, one-third of the options became exercisable on March 15, 2005 and one-third of the options become exercisable on March 15, 2006, subject to the terms of the Monsanto Company Long Term Incentive Plan.

**Signatures**

Christopher A. Martin, Attorney-in-Fact

\*\* Signature of Reporting Person

05/02/2005

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.**