MONSANTO CO /NEW/

Form 4 July 09, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

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if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

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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(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * CLARK RICHARD B			2. Issuer Name and Ticker or Trading Symbol MONSANTO CO /NEW/ [MON]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
800 N. LINDBERGH BLVD.			(Month/Day/Year) 07/05/2007	Director 10% Owner _X_ Officer (give title Other (specify below) Vice President and Controller			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
ST. LOUIS, MO 63167			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(6:4)	(0, ,)	(7 :)					

(City) (State) (Zip) Table I - Non-Derivative Securities Acq						uired, 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)	· ·		ed of ((D)	5. Amount of 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)
C			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	07/05/2007		M	12,666	A	\$ 8.0725	58,278	D	
Common Stock	07/05/2007		S	200	D	\$ 66.53	58,078	D	
Common Stock	07/05/2007		S	500	D	\$ 66.55	57,578	D	
Common Stock	07/05/2007		S	3,200	D	\$ 66.56	54,378	D	
Common Stock	07/05/2007		S	400	D	\$ 66.57	53,978	D	

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Common Stock	07/05/2007	S	600	D	\$ 66.58	53,378	D	
Common Stock	07/05/2007	S	400	D	\$ 66.6	52,978	D	
Common Stock	07/05/2007	S	200	D	\$ 66.61	52,778	D	
Common Stock	07/05/2007	S	300	D	\$ 66.62	52,478	D	
Common Stock	07/05/2007	S	100	D	\$ 66.64	52,378	D	
Common Stock	07/05/2007	S	400	D	\$ 66.65	51,978	D	
Common Stock	07/05/2007	S	200	D	\$ 66.66	51,778	D	
Common Stock	07/05/2007	S	500	D	\$ 66.67	51,278	D	
Common Stock	07/05/2007	S	200	D	\$ 66.71	51,078	D	
Common Stock	07/05/2007	S	100	D	\$ 66.74	50,978	D	
Common Stock	07/05/2007	S	300	D	\$ 66.75	50,678	D	
Common Stock	07/05/2007	S	700	D	\$ 66.76	49,978	D	
Common Stock	07/05/2007	S	500	D	\$ 66.77	49,478	D	
Common Stock	07/05/2007	S	100	D	\$ 66.83	49,378	D	
Common Stock	07/05/2007	S	500	D	\$ 66.81	48,878	D	
Common Stock	07/05/2007	S	700	D	\$ 66.8	48,178	D	
Common Stock	07/05/2007	S	1,300	D	\$ 66.78	46,878	D	
Common Stock	07/05/2007	S	700	D	\$ 66.79	46,178	D	
Common Stock	07/05/2007	S	566	D	\$ 66.82	45,612	D	
Common Stock	07/05/2007	I	8,223	D	\$ 66.41	0	I	By 401(k) Plan
						184	I	

Common By

Stock Spouse/Children

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

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(9-02)

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)	orDeriva Securi Acquir	ties red (A) posed of 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Share
Option (Right to Buy)	\$ 8.0725	07/05/2007		M		12,666	04/25/2004(1)	04/24/2013	Common Stock	12,66
Phantom Share Units	<u>(2)</u>	07/05/2007		I		5,237	<u>(3)</u>	(3)	Common Stock	5,237

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CLARK RICHARD B

800 N. LINDBERGH BLVD. Vice President and Controller

ST. LOUIS, MO 63167

Signatures

Christopher A. Martin, Attorney-in-Fact

**Signature of Reporting Person 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).

(1)

Reporting Owners 3

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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 became exercisable on March 15, 2006, subject to the terms of the Monsanto Company Long Term Incentive Plan.

- **(2)** 1 for 1
- The reported phantom share units were acquired under Monsanto Company's excess benefit plan and are to be settled upon the reporting person's retirement or other termination of service.

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