

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

(Print or Type Responses)

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

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

Director	X	10% Owner
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

Edgar Filing: MONSANTO CO /NEW/ - Form 4

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)
		Code	V
			Amount
			(A) or (D)

Common Stock

8/13/02

J(1)

220,000,000

D

5. Amount of Securities Bene- ficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Owner- ship (Instr. 4)
--	---	--

0

D

--

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).

(Over)
SEC 1474 (7-97)

FORM 4 (continued)

[illegible]

7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Title Amount or Number of Shares				

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

Page 2 of 2
SEC 1474 (7-97)

(Print or Type Response)