

Edgar Filing: BANDLER DONALD K - Form 4

		Year)	of (D)		Date	Expira- tion Date	Title	Amount or Number of Shares	Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
			(Instr. 3, 4 & 5)	(A) (D)							Date Exer-cisable
Code	V	(A)	(D)	Date	Expira- tion Date	Title	Amount or Number of Shares	Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)		
Option (right to buy)	\$16.475	10/15/02		A	40,000	10/15/03	10/14/12	Common Stock	40,000	40,000	D

Explanation of Responses:

(1) Represents shares owned by Reporting Person as a result of a restricted stock grant made pursuant to the Monsanto 2000 Management Incentive Plan.

(2) Michael L. DeCamp, attorney-in-fact for Donald K. Bandler pursuant to a Power of Attorney previously filed.

By: /s/ Michael L. DeCamp⁽²⁾

10/15/02

Date

**Signature of Reporting Person

**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.