FRALEY ROBERT T

Form 5 May 06, 2009

OMB APPROVAL FORM 5

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

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2005 Estimated average burden hours per response... 1.0

3235-0362

January 31,

OMB

Number:

Expires:

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4 Transactions

Reported

1. Name and Address of Reporting Person * FRALEY ROBERT T			2. Issuer Name and Ticker or Trading Symbol MONSANTO CO /NEW/ [MON]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended	(Chech all application)			
			(Month/Day/Year)	Director 10% Owner			
			08/31/2007	_X_ Officer (give title Other (specify			
800 N. LINDBERGH BLVD.				below) EVP, Chief Technology Officer			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Reporting			
			Filed(Month/Day/Year)				
				(check applicable line)			
ST. LOUIS,	À MOÂ 6310	67					

X Form Filed by One Reporting Person Form Filed by More than One Reporting Person

(City)	(State) (X	(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 at end	6. Ownership Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership
				(A) of Issuer's (In Fiscal Year or Amount (D) Price (Instr. 3 and 4)		(Instr. 4)	(Instr. 4)		
Common Stock	09/27/2006	Â	G	310	D	\$ 0	55,390	D	Â
Common Stock	12/15/2006	Â	G	1,200	D	\$0	54,190	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	8,981	I	By 401(k) Plan
Common Stock	Â	Â	Â	Â	Â	Â	32,127	I	By Grantor Retained Annuity

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Trust Common By Â Â Â Â ÂÂ 960 Stock Children Reminder: Report on a separate line for each class of Persons who respond to the collection of information **SEC 2270** securities beneficially owned directly or indirectly. contained in this form are not required to respond unless (9-02)the form displays a currently valid OMB control number.

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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)
				(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

E

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

FRALEY ROBERT T

800 N. LINDBERGH BLVD. Â Â Â EVP, Chief Technology Officer Â

ST. LOUIS, MOÂ 63167

Signatures

By: Jennifer L. Woods, Attorney-in-Fact 05/06/2009

**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).

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.

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