

MONSANTO CO /NEW/
Form 3
August 15, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Frank Michael J</p> <p>(Last) (First) (Middle)</p> <p>MONSANTO COMPANY, 800 NORTH LINDBERGH BLVD.</p> <p>(Street)</p> <p>ST. LOUIS, MO 63167</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/06/2013</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>MONSANTO CO /NEW/ [MON]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>VP, Int'l Row Crops&Vegetables</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,647	D	À
Common Stock	5,000 ⁽¹⁾	D	À
Common Stock	2,415	I	By 401(k) Plan

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option (Right to Buy)	11/15/2007 ⁽²⁾	10/26/2016	Common Stock	1,400	\$ 44.06	D	Â
Option (Right to Buy)	11/15/2008 ⁽³⁾	10/22/2017	Common Stock	3,360	\$ 87.14	D	Â
Option (Right to Buy)	11/15/2009 ⁽⁴⁾	10/20/2018	Common Stock	3,920	\$ 89.45	D	Â
Option (Right to Buy)	11/15/2010 ⁽⁵⁾	10/26/2019	Common Stock	7,020	\$ 70.69	D	Â
Option (Right to Buy)	11/15/2011 ⁽⁶⁾	10/25/2020	Common Stock	8,620	\$ 58.71	D	Â
Option (Right to Buy)	06/15/2012 ⁽⁷⁾	06/15/2021	Common Stock	1,000	\$ 67.57	D	Â
Option (Right to Buy)	11/15/2012 ⁽⁸⁾	10/24/2021	Common Stock	7,780	\$ 74.79	D	Â
Option (Right to Buy)	11/15/2013 ⁽⁹⁾	10/16/2022	Common Stock	5,250	\$ 90.48	D	Â
Option (Right to Buy)	02/15/2014 ⁽¹⁰⁾	02/15/2023	Common Stock	820	\$ 103.51	D	Â
Phantom Share Units	Â ⁽¹¹⁾	Â ⁽¹¹⁾	Common Stock	392	\$ ⁽¹²⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Frank Michael J MONSANTO COMPANY 800 NORTH LINDBERGH BLVD. ST. LOUIS, MO 63167	Â	Â	Â VP, Int'l Row Crops&Vegetables	Â

Signatures

Christopher A. Martin,
Attorney-in-Fact

08/15/2013

 **Signature of Reporting Person

 Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Restricted stock unit grant pursuant to the Monsanto Company 2005 Long-Term Incentive Plan vesting on December 31, 2015.
One-third of the options became exercisable on November 15, 2007, one-third of the options became exercisable on November 15, 2008 and the remainder of the options became exercisable on November 15, 2009, subject to the terms and conditions of the Monsanto Company Long Term Incentive Plan.
- (2) One-third of the options became exercisable on November 15, 2008, one-third of the options became exercisable on November 15, 2009 and the remainder of the options became exercisable on November 15, 2010, subject to the terms and conditions of the Monsanto Company Long Term Incentive Plan.
- (3) One-third of the options became exercisable on November 15, 2009, one-third of the options became exercisable on November 15, 2010 and the remainder of the options became exercisable on November 15, 2011, subject to the terms and conditions of the Monsanto Company 2005 Long Term Incentive Plan.
- (4) One-third of the options become exercisable on November 15, 2010, one-third of the options became exercisable on November 15, 2011 and the remainder of the options became exercisable on November 15, 2012, subject to the terms and conditions of the Monsanto Company 2005 Long Term Incentive Plan.
- (5) One-third of the options became exercisable on November 15, 2011, one-third of the options became exercisable on November 15, 2012 and the remainder of the options become exercisable on November 15, 2013, subject to the terms and conditions of the Monsanto Company 2005 Long Term Incentive Plan.
- (6) One-third of the options became exercisable on June 15, 2012, one-third of the options became exercisable on November 15, 2012 and the remainder of the options become exercisable on November 15, 2013, subject to the terms and conditions of the Monsanto Company 2005 Long Term Incentive Plan.
- (7) One-third of the options became exercisable on November 15, 2012, one-third of the options become exercisable on November 15, 2013 and the remainder of the options become exercisable on November 15, 2014, subject to the terms and conditions of the Monsanto Company 2005 Long Term Incentive Plan.
- (8) One-third of the options become exercisable on November 15, 2013, one-third of the options become exercisable on November 15, 2014 and the remainder of the options become exercisable on November 15, 2015, subject to the terms and conditions of the Monsanto Company 2005 Long Term Incentive Plan.
- (9) One-third of the options become exercisable on February 15, 2014, one-third of the options become exercisable on November 15, 2014 and the remainder of the options become exercisable on November 15, 2015, subject to the terms and conditions of the Monsanto Company 2005 Long Term Incentive Plan.
- (10) 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.
- (11) 1 for 1

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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