UNIVERSAL CORP /VA/ Form 5 August 09, 2001

# U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 5

### ANNUAL 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

	Section 30(f)	of the Investment Com	pany Act of 1940						
[_]		heck box if no longer subject to Section 16. Form 4 or Form 5 obligations ay continue. See Instruction 1(b).							
[_]	Form 3 Holdings Reported	l							
[_]	Form 4 Transactions Repo	orted							
1.	Name and Address of Repo	orting Person*							
Sheehan		Jeremiah	J						
(	 Last)	(First)	(Middle)						
1501	North Hamilton Street								
		(Street)							
Richmond			23230						
(	City)	(State)	(Zip)						
2.	Issuer Name and Ticker o	or Trading Symbol							
Univ	ersal Corporation UVV								
3.	IRS Identification Numbe	er of Reporting Person	, if an Entity (Voluntary)						
4.	Statement for Month/Year	 :							
8/01									
5.	If Amendment, Date of Or	iginal (Month/Year)							
6.	Relationship of Reportir (Check all applicable)	g Person to Issuer							
	[X] Director [_] Officer (give title	[_] : below) [_]	10% Owner Other (specify below)						

7. Individual or Joint/Group Filing (Check applicable line)	9					
<pre>[X] Form filed by one Reporting [_] Form filed by more than one</pre>						
Table I Non-Derivative	==					
or Beneficially Owned						
		3. Transaction Code (Instr. 8)	4. Securities According of (Instr. 3, 4 and Instr. 3)	)) and 5)		
1. Title of Security (Instr. 3)				(A) or (D)	Price	
Common Stock						
Common Stock						
Common Stock						
					total	
* If the form is filed by more that						

4(b)(v).

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

(Print or Type Responses) (Over)

### FORM 5 (continued)

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

\_\_\_\_\_\_

	Price of Deriv- ative Secur-	(Month/	Trans- action Code (Instr.					7. Title ar of Under Securiti (Instr.	es 3 and 4)
1. Title of Derivative						(Month/I	Day/Year) Expira-		Amount or Number
Security (Instr. 3)						Exer- cisable		Title	of Shares
Common Stock	37.125	10/28/98	3	(4)					1,000
Common Stock	21.8125	10/27/99	)	(4)					1,000
Common Stock	28.75	10/24/00	)	(4)					1,000
Deferred Stock Unit	s 1 for 1	. (5)		1,215	.87462	(5)	(5) Comm	non Stock	1,215.874

### Explanation of Responses:

- (1) shares were granted for service as a Director. Transfer of shares is prohibited and the shares may be forfeited to the Company unless certain specified conditions are met.
- (2) Gift to wife, the reporting person disclaims ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securites for purposes of section 16 or for any other purpose.
- (3) shares held in the dividend reinvestment plan
- (4) grant to Director of options to buy 1,000 shares of common stock under

the Universal Corporation 1994 Stock Option Plan for non-employee directors. (5) The deferred stock units were acquired under the UC outside directors' deferred income plan on a periodic basis during the fiscal year ended 6/30/01. Each deferred stock unit will be settled in cash based upon a fixed date payout election or upon death, disability or termination of service, or earlier pursuant to the terms of the plan. The range of high and low market prices for the company's common stock on the dates the deferred stock units were credited is \$40.55 and \$21.6875, respectively.

Signature of file, filed electronically August 9, 2001

\*\*Signature of Reporting Person 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.

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