

Edgar Filing: UNIVERSAL CORP /VA/ - Form 4

7. Individual or Joint/Group Filing (Check applicable line)

- Form filed by one Reporting Person
 Form filed by more than one Reporting Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (mm/dd/yy) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | |
|---------------------------------------|---|---|---|--|------------------|-----------|
| | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 6/1/01 | M | | 1,300 | A | \$35.3125 |
| Common Stock | 6/6/01 | M | | 6,700 | A | \$35.3125 |
| Common Stock | 6/6/01 | S | | 8,000 | D | \$40.5077 |
| Common Stock | 6/14/01 | D | V | 8,841 (1) | D | \$38.60 |
| Common Stock | 6/14/01 | F | V | 3,482 (2) | D | \$38.60 |
| Common Stock | 6/19/01 | S | | 1,723 (3) | D | \$37.1703 |
| Common Stock | 6/20/01 | S | | 7 (3) | D | \$37.5194 |
| Common Stock | 6/15/01 | M | | 13,287 | A | \$24.6875 |
| Common Stock | 6/15/01 | M | | 5,007 | A | \$32.00 |
| Common Stock | 6/15/01 | F | V | 12,782 | D | \$38.20 |
| Common Stock | 6/18/01 | I | V | 2,581 | D | \$37.4019 |
| Common Stock | 6/29/01 | I | V | 50 | D | \$39.74 |
| Common Stock | | | | | | |
| Common Stock | | | | | | |
| | | | | | | total |

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Response)

(Over)

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FORM 4 (continued)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity | 3. Trans- action Date (Month/ Day/ Year) | 4. Trans- action Code (Instr. 8) ----- Code V | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares |
|--|---|--|--|--|---|--|
| Options to Buy Common Stock | \$35.3125 | 6/01/01 | M | 1,300 | 12/15/98 12/4/01 | Common Stock(6) |
| Options to Buy Common Stock | \$35.3125 | 6/06/01 | M | 6,700 | 12/15/98 12/4/01 | Common Stock(6) |
| Options to Buy Common Stock | \$24.6875 | 6/15/01 | M | 13,287 | 6/15/00 12/2/09 | Common Stock(6) |
| Options to Buy Common Stock | \$32.00 | 6/15/01 | M | 5,007 | 6/15/01 12/2/09 | Common Stock(6) |
| Options to Buy Common Stock | \$38.20 | 6/15/01 | A | V 12,782 | 12/15/01 12/2/09 | Common Stock(6) |

Explanation of Responses:

- (1) Shares used to repay an unsecured stock purchase loan (USPL).
- (2) Shares withheld to pay minimum withholding tax incurred in exercise of stock options corresponding to USPL and secured stock purchase loan (SSPL).

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(3) Shares used to repay SSPL and to pay unpaid interest on SSPL and USPL and withholding taxes above minimum tax incurred in exercise of corresponding stock options

(4) Shares held in the Stock Purchase Plan as of 5/31/01

(5) Mr. Starkey is the sole Trustee of a family trust which hold UC Stock

(6) Shares issued under the Executive Stock Plan

Signature on file, filed electronically

7/5/01

**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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