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)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement MONSANTO CO /NEW/ [MON] Frank Michael J (Month/Day/Year) 08/06/2013 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) **MONSANTO** (Check all applicable) COMPANY, Â 800 NORTH LINDBERGH BLVD. 10% Owner Director (Street) \_X\_\_ Officer Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) VP, Int'l Row Crops&Vegetables \_X\_ Form filed by One Reporting Person ST. LOUIS, MOÂ 63167 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Ownership Beneficially Owned (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 2,647 D Â Common Stock 5.000 (1) D Common Stock 2,415 I By 401(k) Plan Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. 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 control number.

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	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
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	(11)	(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	VP, Int'l Row Crops&Vegetables	Â		

## **Signatures**

Christopher A. Martin,
Attorney-in-Fact

\*\*Signature of Reporting Person

Date

Reporting Owners 2

### **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.
- 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.
- 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.
- 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.
- 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.
- 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.
- 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.
- 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.
- 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.
- (11) 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.
- (12) 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. 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.