

MONSANTO CO /NEW/
Form 15-15D
January 30, 2008

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number 333-97871

Delta and Pine Land Company Defined Contribution Plan
(Exact name of registrant as specified in its charter)

800 N. Lindbergh Blvd., St. Louis, MO 63167
(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Participation Interests in the Delta and Pine Land Company Defined Contribution Plan
(Title of each class of securities covered by this Form)

None
(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i) ☐
Rule 12g-4(a)(1)(ii) ☐
Rule 12g-4(a)(2)(i) ☐
Rule 12g-4(a)(2)(ii) ☐

Rule 12h-3(b)(1)(i) ☐
Rule 12h-3(b)(1)(ii) ☐
Rule 12h-3(b)(2)(i) ☐
Rule 12h-3(b)(2)(ii) ☐
Rule 15d-6 ☒

Approximate number of holders of record as of the certification or notice date: None

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Explanatory Note: On August 5, 2007, the Delta and Pine Land Company Defined Contribution Plan (the Plan) was amended to freeze the Plan such that: (i) active participants ceased to be eligible to make elective deferrals, to receive contribution allocations and to accrue benefits under the Plan; and (ii) no new employees would participate in the Plan. The Plan was merged into the Monsanto Savings and Investment Plan on December 31, 2007.

Pursuant to the requirements of the Securities Exchange Act of 1934, the Monsanto Savings and Investment Plan (successor by merger to the Delta and Pine Land Company Defined Contribution Plan), has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Monsanto Savings and Investment Plan

Date: January 30, 2008

By: /s/ David. F. Snively

David F. Snively, Senior Vice President, Secretary and General Counsel
Monsanto Company, sponsor to the Monsanto Savings and Investment Plan

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SEC 2069 (12-04)