MONSANTO CO /NEW/

Form 4

February 06, 2006

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

response...

burden hours per

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LEIDY MARK J			2. Issuer Name and Ticker or Trading Symbol MONSANTO CO /NEW/ [MON]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	Director 10% Owner		
800 N. LINDBERGH BLVD.			02/02/2006	X Officer (give title Other (specify below)		
				EVP-Manufacturing		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
ST. LOUIS, MO 63167				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit bor Dispos (Instr. 3, 4	ed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/02/2006		M	10,517	A	\$ 41.61	38,872	D	
Common Stock	02/02/2006		M	7,210	A	\$ 32.385	46,082	D	
Common Stock	02/02/2006		M	2,434	A	\$ 21.295	48,516	D	
Common Stock	02/02/2006		S	200	D	\$ 84.33	48,316	D	
Common Stock	02/02/2006		S	800	D	\$ 84.32	47,516	D	

Edgar Filing: MONSANTO CO /NEW/ - Form 4

Common Stock	02/02/2006	S	2,400	D	\$ 84.26	45,116	D	
Common Stock	02/02/2006	S	900	D	\$ 84.24	44,216	D	
Common Stock	02/02/2006	S	617	D	\$ 84.29	43,599	D	
Common Stock	02/02/2006	S	600	D	\$ 84.27	42,999	D	
Common Stock	02/02/2006	S	200	D	\$ 84.04	42,799	D	
Common Stock	02/02/2006	S	800	D	\$ 84.02	41,999	D	
Common Stock	02/02/2006	S	1,000	D	\$ 84.11	40,999	D	
Common Stock	02/02/2006	S	500	D	\$ 84.1	40,499	D	
Common Stock	02/02/2006	S	2,400	D	\$ 84.06	38,099	D	
Common Stock	02/02/2006	S	100	D	\$ 84.08	37,999	D	
Common Stock	02/02/2006	S	444	D	\$ 84.45	37,555	D	
Common Stock	02/02/2006	S	9,200	D	\$ 84.28	28,355	D	
Common Stock						3,295	I	By 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially 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.

SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative Security	Conversion or Exercise	(Month/Day/Year)	Execution Date, if any			Expiration Date (Month/Day/Year)	Underlying Securities (Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)		Acquired (A)	, ,	(msu. 3 and 4)
	Derivative Security				or Disposed of (D)		
	Security				(Instr. 3, 4,		
					and 5)		
				Code V	(A) (D)	Date Exercisable	Title

						Expiration Date		Amount or Number of Share
Option (Right to Buy)	\$ 41.61	02/02/2006	M	10,517	11/15/2005(1)	10/28/2014	Common Stock	10,517
Option (Right to Buy)	\$ 32.385	02/02/2006	M	7,210	03/15/2005(2)	02/26/2014	Common Stock	7,210
Option (Right to Buy)	\$ 21.295	02/02/2006	M	2,434	06/17/2004(3)	06/16/2013	Common Stock	2,434

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LEIDY MARK J

800 N. LINDBERGH BLVD. EVP-Manufacturing

ST. LOUIS, MO 63167

Signatures

Christopher A. Martin, Attorney-in-Fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).
- One third of the options became exercisable on November 15, 2005, one-third of the options become exercisable on November 15, 2006 and one-third of the options become exercisable on November 15, 2007, subject to the terms and conditions of the Monsanto Company Long Term Incentive Plan.
- One-third of the options became exercisable on March 15, 2005, one-third of the options become exercisable on March 15, 2006 and one-third of the options become exercisable on March 15, 2007, subject to the terms and conditions of the Monsanto Company Long Term Incentive Plan.
- One-third of the options became exercisable on June 17, 2004, one-third of the options became exercisable on March 15, 2005 and one-third of the options become exercisable on March 15, 2006, subject to the terms and conditions of the Monsanto Company Long

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.

Reporting Owners 3