

Edgar Filing: SANDERSON ROBERT BUCK - Form 5

SANDERSON ROBERT BUCK  
Form 5  
February 05, 2003

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                          OMB APPROVAL
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UNITED STATES 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(h) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations  
may continue. See Instruction 1(b).

Form 3 Holdings Reported

Form 4 Transactions Reported

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1. Name and Address of Reporting Person\*

|           |         |          |
|-----------|---------|----------|
| Sanderson | Robert  | Buck     |
| -----     | -----   | -----    |
| (Last)    | (First) | (Middle) |

P. O. Box 988

-----  
(Street)

|        |             |       |
|--------|-------------|-------|
| Laurel | Mississippi | 39441 |
| -----  | -----       | ----- |
| (City) | (State)     | (Zip) |

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2. Issuer Name and Ticker or Trading Symbol

Sanderson Farms, Inc. (SAFM)

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3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

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4. Statement for Month/Year

October 31, 2002

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5. If Amendment, Date of Original (Month/Year)

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6. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

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.<br>Title of Security<br>(Instr. 3) | 2.<br>Trans-<br>action<br>Date<br>(mm/dd/yy) | 2A.<br>Deemed<br>Execution<br>Date, if<br>any<br>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |       |
|---------------------------------------|--|---|---|--|-------|
|                                       |  |   |   | Amount   | Price |
| Common Stock                          |  |   |   | (A)  |       |
| Common Stock                          |  |   |   | (A)  |       |
| Common Stock                          |  |   |   | (A)  |       |

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\* If the form is filed by more than one reporting person, see instruction 4(b) (v).

(1) As co-executor of the Estate of Dewey R. Sanderson, Jr.

(2) Allocated to the account of Robert Buck Sanderson in the Company's ESOP.

FORM 5 (continued)

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

| =====  |   |  |   |   |   |  |         |  |       |
|--|---|--|---|---|---|--|---------|--|-------|
| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(mm/dd/<br>yy) | 3A.<br>Deemed<br>Execut-<br>ion<br>Date if<br>any<br>(mm/dd/<br>yy) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8) | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>Date Expira-<br>tion<br>Date |         | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares |       |
| Employee<br>Stock<br>Options<br>(Right<br>to buy)      | \$ 7.46875  | 4/24/00  |   | A   | 2,250   | 4/24/01*   | 4/23/10 | Common<br>Stock  | 2,250 |
| Employee<br>Stock<br>Options<br>(Right<br>to buy)      | \$18.55   | 7/25/02  |   | A   | 4,000   | 7/25/03*   | 7/24/12 | Common<br>Stock  | 4,000 |
| -----  |   |  |   |   |   |  |         |  |       |
| -----  |   |  |   |   |   |  |         |  |       |
| -----  |   |  |   |   |   |  |         |  |       |
| -----  |   |  |   |   |   |  |         |  |       |
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Explanation of Responses:

Options vest 25% on the date indicated, and continue to vest at the rate of 25% per year on each anniversary date until fully vested.

/s/Robert Buck Sanderson

January 28, 2003

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\*\*Signature of Reporting Person

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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.