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UNIVERSAL CORP /VA/
Form 5
August 08, 2002

U.S. 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(f) 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

1. Name and Address of Reporting Person*

Foster Charles H.

(Last) (First) (Middle)

1501 North Hamilton Street

(Street)

Richmond Va 23230

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Universal Corporation UVV

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

06/02

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

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

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

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FORM 5 (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)	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	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Common Stock	\$21.625	10/24/95		(3)		1,000
Common Stock	\$26.875	10/23/96		(3)		1,000
Common Stock	\$37.875	10/29/97		(3)		1,000
Common Stock	\$37.125	10/28/98		(3)		1,000
Common Stock	\$21.8125	10/27/99		(3)		1,000
Common Stock	\$28.75	10/24/00		(3)		1,000
Common Stock	\$32.22	10/24/01		(3)		1,000
deferred stock units 1 for 1 (4)				240.17942	(4) (4)	(4) common stock 240.17942

Explanation of Responses:

- (1) Mr. Foster is the sole trustee of a family trust which hold UC stock.
- (2) shares were granted for service as a Director. Transfer of shares is prohibited and the shares may be forfeited to the Company unless certain specified conditions are met.
- (3) grant to Director of options to buy 1,000 shares of common stock under the Universal Corporation 1994 Stock Option Plan for non-employee directors.
- (4) The deferred stock units were acquired under the UC outside Directors deferred income plan on a periodic basis during the fiscal year ended 6/30/02. Each deferred stock unit will be settled in cash based upon a fixed date

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payout election or upon death, disability or termination of service, or earlier pursuant to the terms of the plan. The range of high and low market prices for the company's common stock on the dates the deferred stock units were credited is \$42.96 and \$31.78, respectively.
signature on file, filed electronically

August 8, 2002

**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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