DELTA & PINE LAND CO Form 4/A

April 13, 2005	
FORM 4	1

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

DVIZECEADI			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First) (M		& PINE		CO [E	DLP]	(Che	eck all applicable	e)	
(Eust)	(1100)	(Month/D		ansaction			Director		% Owner	
ONE COTTO	ON ROW, 100 M	AIN 02/11/20	005				_X_ Officer (gives below)	ve title Oth below) Vice President	er (specify	
	(Street)		ndment, Dat hth/Day/Year) 205	_			6. Individual or Applicable Line) _X_ Form filed by			
SCOTT, MS 38772			OEI 151 E005				Form filed by More than One Reporting Person			
(City)	(State) (Z	Zip) Tabl	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. SecurionAcquirec Disposed (Instr. 3,	d (A) of d of (D 4 and (A) or))	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	02/11/2005		<u>J(1)</u>	0	D	\$0	67,734	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

Edgar Filing: DELTA & PINE LAND CO - Form 4/A

8. Pri Deriv Secur (Instr

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	7. Title and A Underlying S (Instr. 3 and	Securities	8 1 9 (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to buy)	\$ 17.85					10/15/2002	10/15/2011	Common Stock	10,000	

Reporting Owners

Reporting Owner Name / Address	Relationships
Nebulung Owner Name / Address	

Director 10% Owner Officer Other

DYKES EARL ONE COTTON ROW 100 MAIN STREET SCOTT, MS 38772

Vice President

Signatures

Rhonda 04/13/2005 Strickland

**Signature of Date
Reporting Person

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).
- (1) Variable Prepaid Forward Sales Contract entered into December 6, 2001 representing obligation to either sell maximum of 63,760 shares or pay balance due in cash was closed.

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 2