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DELTA & PINE LAND CO  
Form 8-K  
December 27, 2006

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 27, 2006

DELTA AND PINE LAND COMPANY

(Exact name of registrant as specified in its charter)

|   |  |
|---|--|
| Delaware<br>(State or other jurisdiction<br>of incorporation) | 62-1040440<br>(IRS employer<br>identification No.) |
| 000-21788<br>(Commission file number)                         |  |

One Cotton Row, Scott, Mississippi 38772  
(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: (662) 742-4000

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02. ....Results of Operations and Financial Condition.

On December 27, 2006, Delta and Pine Land Company ("D&PL") issued a press release reporting its results of operations and financial condition for the first quarter ended November 30, 2006. This press release is attached as Exhibit 99.1.

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Additionally, executive management will discuss D&PL's first quarter during a conference call to be held December 27, 2006 at 10:00 a.m. ET/9:00 a.m. CT. All interested parties are invited to listen to the conference call by dialing 800-374-0532 (International, 706-634-0148), pass code 4640377. Live audio of the conference call will also be accessible at [www.vcall.com](http://www.vcall.com). Also, refer to D&PL's Investor News section in its Media and News section of its Internet site at [www.deltaandpine.com](http://www.deltaandpine.com) for further instructions about accessing the conference call.

Information in this report, including the Exhibit attached hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. ....Financial Statements and Exhibits.

(c) Exhibits.

| Exhibit No.<br>----- | Description<br>-----                   |
|----------------------|--|
| 99.1                 | Press Release dated December 27, 2006. |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DELTA AND PINE LAND COMPANY

Date: December 27, 2006 /s/ Kenneth M. Avery  
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Kenneth M. Avery,  
Vice President - Chief Financial Officer and  
Assistant Secretary