

MONSANTO CO /NEW/  
Form 4  
October 14, 2016

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FRALEY ROBERT T

(Last) (First) (Middle)

MONSANTO COMPANY, 800 N. LINDBERGH

(Street)

ST. LOUIS, MO 63167

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MONSANTO CO /NEW/ [MON]

3. Date of Earliest Transaction (Month/Day/Year)  
10/13/2016

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

EVP, Chief Technology Officer

6. 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. 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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	10/13/2016		S		24,151 D \$ 102.1325 (1)	38,711 D	
Common Stock	10/14/2016		M		32,680 A \$ 74.79	71,391 D	
Common Stock	10/14/2016		M		23,800 A \$ 87.14	95,191 D	
Common Stock	10/14/2016		S		56,480 D \$ 102	38,711 D	
Common Stock						18,940 I	By Trust - Children's

Common Stock 3,977 I By 401(k) Plan

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

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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 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
Option (Right To Buy)	\$ 74.79	10/14/2016		M	32,680	11/15/2012 <sup>(2)</sup> 10/24/2021	Common Stock 32,680
Option (Right to Buy)	\$ 87.14	10/14/2016		M	23,800	11/15/2008 <sup>(3)</sup> 10/22/2017	Common Stock 23,800

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRALEY ROBERT T MONSANTO COMPANY 800 N. LINDBERGH ST. LOUIS, MO 63167			EVP, Chief Technology Officer	

## Signatures

/s/ Jennifer L. Woods, 10/14/2016  
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).

## Edgar Filing: MONSANTO CO /NEW/ - Form 4

(1) This price represents the weighted average purchase price for multiple transactions reported on this line. The prices of the transactions reported on this line ranged from \$102.0550 to \$102.2600. Upon request by the Commission staff, the issuer or a security holder of the issuer, the reporting person will undertake to provide full information regarding the number of shares purchased at each separate price.

(2) One-third of the options became exercisable on November 15, 2012, one-third of the options became exercisable on November 15, 2013 and the remainder of the options became exercisable on November 15, 2014, subject to the terms and conditions of the Monsanto Company 2005 Long Term Incentive Plan.

(3) One-third of the options became exercisable on November 15, 2008, one-third of the options became exercisable on November 15, 2009 and one-third of the options became exercisable on November 15, 2010, subject to the terms and conditions of the Monsanto Company Long-Term Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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