

DELTA & PINE LAND CO
Form 5
June 04, 2007

FORM 5

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

Check this 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

**ANNUAL 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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
HUGIE WILLIAM V

(Last) (First) (Middle)

**ONE COTTON ROW, 100 MAIN
STREET**

(Street)

2. Issuer Name and Ticker or Trading
Symbol
DELTA & PINE LAND CO [DLP]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
08/31/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Vice President

6. Individual or Joint/Group Reporting

(check applicable line)

SCOTT, MS 38772

____X____ Form Filed by One Reporting Person
____ Form Filed by More than One Reporting
Person

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or Amount (D) Price			
Common Stock	11/1/06	11/1/06	11/1/06	11/1/06 11/1/06 11/1/06	10,345	D	11/1/06
Common Stock	11/1/06	11/1/06	11/1/06	11/1/06 11/1/06 11/1/06	504.6416	I	401(k)

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

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SEC 2270
(9-02)

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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)	8. Title and Amount of Underlying Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 19.62	Â	Â	Â	Â Â	03/30/2001 03/30/2010	Common Stock	5,000
Stock Options (Right to buy)	\$ 26.31	Â	Â	Â	Â Â	07/02/2005 05/18/2012	Common Stock	13,692
Stock Options (Right to buy)	\$ 27.56	Â	Â	Â	Â Â	05/18/2005 05/18/2012	Common Stock	4,983
Stock Options (Right to buy)	\$ 28.81	Â	Â	Â	Â Â	05/18/2005 05/18/2012	Common Stock	5,443
Stock Options (Right to buy)	\$ 30.06	Â	Â	Â	Â Â	05/18/2005 05/18/2012	Common Stock	5,928

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUGIE WILLIAM V ONE COTTON ROW 100 MAIN STREET SCOTT,Â MSÂ 38772	Â	Â	Â Vice President	Â

Signatures

Rhonda
Strickland

06/04/2007

__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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.