

DELTA & PINE LAND CO
Form 5
June 04, 2007

FORM 5

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

OMB APPROVAL

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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

1. Name and Address of Reporting Person *
JAGODINSKI W T

(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

ONE COTTON ROW, 100 MAIN STREET

(Street)

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

Director 10% Owner
 Officer (give title below) Other (specify below)
Director, President, and CEO

SCOTT, MS 38772

(City) (State) (Zip)

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

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock				(A) or (D) Price	51,569	D	

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

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

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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)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 16.91	Â	Â	Â	Â	Â	01/26/2001	01/26/2010	Common Stock	62,000
Stock Options (Right to buy)	\$ 18.28	Â	Â	Â	Â	Â	09/03/2003	09/03/2012	Common Stock	62,222
Stock Options (Right to buy)	\$ 18.95	Â	Â	Â	Â	Â	05/30/2003	05/30/2012	Common Stock	125,000
Stock Options (Right to buy)	\$ 19.56	Â	Â	Â	Â	Â	01/23/2004	01/22/2013	Common Stock	2,666
Stock Options (Right to buy)	\$ 19.62	Â	Â	Â	Â	Â	03/30/2001	03/30/2010	Common Stock	75,000
Stock Options (Right to buy)	\$ 22.505	Â	Â	Â	Â	Â	01/17/2006	01/17/2016	Common Stock	2,666
Stock Options (Right to buy)	\$ 25.495	Â	Â	Â	Â	Â	01/16/2005	01/15/2014	Common Stock	2,666
Stock Options (Right to buy)	\$ 26.31	Â	Â	Â	Â	Â	07/02/2005	05/18/2012	Common Stock	67,765
Stock Options	\$ 27.56	Â	Â	Â	Â	Â	05/18/2005	05/18/2012	Common Stock	24,662

(Right to buy)											
Stock Options (Right to buy)	\$ 28.03	^	^	^	^	^	07/09/1998	07/09/2007	Common Stock	53,333	
Stock Options (Right to buy)	\$ 28.24	^	^	^	^	^	01/12/2006	01/11/2015	Common Stock	2,666	
Stock Options (Right to buy)	\$ 28.81	^	^	^	^	^	05/18/2005	05/18/2012	Common Stock	26,936	
Stock Options (Right to buy)	\$ 30.06	^	^	^	^	^	05/18/2005	05/18/2012	Common Stock	29,341	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JAGODINSKI W T ONE COTTON ROW 100 MAIN STREET SCOTT, MS 38772	^ X	^	^ Director, President, and CEO	^

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.