UNIVERSAL CORP /VA/ Form 5 August 13, 2001

# U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 5

#### ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

	Section 30(f) of the	e Investment	Compa	any Act of 1940
[_]	Check box if no longer subject may continue. See Instruction		16.	Form 4 or Form 5 obligations
[_]	Form 3 Holdings Reported			
[_]	Form 4 Transactions Reported			
1.	Name and Address of Reporting	Person*		
Rope	r	Hartwel		
(]	 Last)	(First)		(Middle)
1501	North Hamilton Street			
		(Street)		
Richr	nond	Va		23230
((	 City)	(State)		(Zip)
2.	Issuer Name and Ticker or Trad	ling Symbol		
Unive	ersal Corporation UVV			
3.	IRS Identification Number of F	Reporting Per	son,	if an Entity (Voluntary)
4.	Statement for Month/Year			
8/01				
5.	If Amendment, Date of Original	(Month/Year	)	
6.	Relationship of Reporting Pers (Check all applicable)	son to Issuer		
Vice	[_] Director [X] Officer (give title below President & CFO	1)	[_] [_]	10% Owner Other (specify below)

7. Individual or Joint/Group Filir (Check applicable line)	 ng				
<pre>[X] Form filed by one Reportin [_] Form filed by more than or</pre>					
Table I Non-Derivative	:==				
			4. Securities Ac Disposed of ( (Instr. 3, 4)	D)	(A) or
1. Title of Security (Instr. 3)		3. Transaction Code (Instr. 8)	Amount or		Price
Common Stock	6/30/01	I	888	А	
Common Stock	6/30/01	I	1,364	А	
Common Stock					
					total

\* If the form is filed by more than one Reporting Person, see Instruction  $4\,\mbox{(b)}\,\mbox{(v)}\,\mbox{.}$ 

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

(Print or Type Responses) (Over)

#### FORM 5 (continued)

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

\_\_\_\_\_\_

1. Title of	2. Conversion or Exercise Price of Deriv-		4. Trans- action	, ,		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)  Amount or	
Derivative Security	ative Secur-	(Month/		4 and	5)	Date Exer-	Expira-		Number of
(Instr. 3)	ity 	Year)	8)	(A)	(D)	cisable		Title	
Options to Buy Common Stock	29.375					6/5/97	12/1/04	Common	Stock(5)
Options to Buy Common Stock	35.3125					12/15/98	12/1/04	Common	Stock(5)
Options to Buy Common Stock	35.375					12/6/97	12/1/04	Common	Stock(5)
Options to Buy Common Stock	38.94					6/15/98	11/20/07	Common	Stock(5)
Options to Buy Common Stock	40.1875					6/8/98	12/1/04	Common	Stock (5)
Options to Buy Common Stock	24.69					6/15/00	12/2/09	Common	Stock (5)
Options to Buy Common Stock	32.00					6/15/01	12/2/09	Common	Stock(5)
Options to Buy Common Stock	38.20					12/15/01	12/2/09	Common	Stock(5)
phantom stock unit	s 1 for 1	(6)	10.280	)0		(6)	(6)	Common	Stock 10.28

\_\_\_\_\_\_

#### Explanation of Responses:

<sup>(1)</sup> Includes 888 shares that were previously owned indirectly in the Stock

Purchase Plan.

- (2)includes 1,364 shares acquired from 7/1/00 through 6/30/01 in the stock Purchase Plan
- (3) number of shares held in the stock purchase plan
- (4) Gift to Wife, Mr. Roper disclaims beneficial ownership
- (5) Options issued under the executive stock plan
- (6) The phantom stock units were acquired under the Universal Leaf Tobacco Company, Inc. Supplemental Stock Purchase Plan on a periodic basis during the fiscal year ended June 30, 2001. Each phantom stock unit will be settled in cash upon the earlier of death, disability, retirement or termination of employment. The range of high low market prices for the company's common stock on the dates the phantom units were credited is \$39.66 and \$26.3125, respectively.

\*\*Signature of Reporting Person Date

\*\* 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.

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