

ROBINSON MURRAY
Form 4
May 05, 2006

FORM 4

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

OMB APPROVAL

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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 *
ROBINSON MURRAY

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE COTTON ROW, 100 MAIN STREET

3. Date of Earliest Transaction (Month/Day/Year)
05/03/2006

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

(Street)
SCOTT, MS 38772

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/03/2006		M		26,300	A	\$ 22.36	84,746	D	
Common Stock	05/03/2006		S		26,300	D	\$ 30.106	58,446	D	
Common Stock	05/04/2006		M		2,500	A	\$ 22.36	60,946	D	
Common Stock	05/04/2006		S		2,500	D	\$ 30.0944	58,446	D	
Common Stock								38,000	I	CRUT

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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)

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Options (Right to buy)	\$ 18.97							04/25/2003	04/25/2012	Common Stock	2,66
Stock Options (Right to buy)	\$ 19.56							01/23/2004	01/22/2013	Common Stock	2,66
Stock Options (Right to buy)	\$ 22.36	05/03/2006		M		26,300		10/18/1997	10/18/2006	Common Stock	26,30
Stock Options (Right to buy)	\$ 22.36	05/04/2006		M		2,500		10/18/1997	10/18/2006	Common Stock	2,50
Stock Options (Right to buy)	\$ 23.68							06/20/2002	06/20/2011	Common Stock	2,66
Stock Options (Right to buy)	\$ 24.495							01/16/2005	01/15/2014	Common Stock	2,66
Stock Options (Right to buy)	\$ 25.19							10/02/2001	10/02/2010	Common Stock	62,22

