

GREENE RD  
Form 4  
May 10, 2006

**FORM 4**

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

OMB APPROVAL

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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 \*  
GREENE RD

(Last) (First) (Middle)

ONE COTTON ROW, 100 MAIN STREET

(Street)

SCOTT, MS 38772

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
05/09/2006

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)

Senior Vice President

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/09/2006		M		40,000	A	\$ 18.95
Common Stock	05/09/2006		M		1,900	A	\$ 16.91
Common Stock	05/09/2006		S		41,900	D	\$ 29.6142
Common Stock	05/10/2006		M		100	A	\$ 16.91
Common Stock	05/10/2006		M		5,000	A	\$ 19.62
							50,410
							52,310
							10,410
							10,510
							15,510

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Common Stock	05/10/2006	M	5,000	A	\$ 17.85	20,510	D
Common Stock	05/10/2006	S	10,100	D	\$ 29.432	10,410	D

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

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(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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 16.91	05/09/2006		M	1,900	01/26/2001 01/26/2010		Common Stock	1,900
Stock Options (Right to buy)	\$ 16.91	05/10/2006		M	100	01/26/2001 01/26/2010		Common Stock	100
Stock Options (Right to buy)	\$ 17.85	05/10/2006		M	5,000	10/15/2002 10/15/2011		Common Stock	5,000
Stock Options (Right to buy)	\$ 18.95	05/09/2006		M	40,000	05/30/2003 05/30/2012		Common Stock	40,000
Stock Options (Right to buy)	\$ 19.62	05/10/2006		M	5,000	03/30/2001 03/30/2010		Common Stock	5,000
Stock Options	\$ 23.6					12/01/2006 11/30/2012		Common Stock	13,000

(Right to buy)					
Stock Options (Right to buy)	\$ 26.31	07/02/2005	05/18/2012	Common Stock	24,928
Stock Options (Right to buy)	\$ 27.56	05/18/2005	05/18/2012	Common Stock	9,072
Stock Options (Right to buy)	\$ 28.81	05/18/2005	05/18/2012	Common Stock	9,909
Stock Options (Right to buy)	\$ 30.06	05/18/2005	05/18/2012	Common Stock	10,793

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GREENE RD ONE COTTON ROW 100 MAIN STREET SCOTT, MS 38772			Senior Vice President	

## Signatures

Rhonda G. Strickland                      05/10/2006

\*\*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 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.