

MONSANTO CO /NEW/  
Form 8-K  
November 02, 2016

**As Filed with the Securities and Exchange Commission on November 2, 2016**

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

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**  
**Date of Report (Date of earliest event reported): October 28, 2016**

**MONSANTO COMPANY**  
**(Exact Name of Registrant as Specified in its Charter)**

**Delaware**  
**(State of Incorporation)**

**001-16167**  
**(Commission)**

**43-1878297**  
**(IRS Employer)**

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**File Number)**  
**800 North Lindbergh Boulevard**

**Identification No.)**

**St. Louis, Missouri 63167**

**(Address of Principal Executive Offices) (Zip Code)**

**Registrant's telephone number, including area code: (314) 694-1000**

**Not Applicable**

**(Former Name or Former Address, If Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d.-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 7.01. Regulation FD Disclosure.**

In response to recent inaccurate media reporting, Monsanto Company (the Company) desires to correct such misinformation. On October 28, 2016, the Company entered into a \$1 billion delayed draw term loan agreement, primarily to refinance maturing long-term debt, with the ability to request up to four advances of at least \$250 million until the earlier of April 27, 2018 or completion of the merger with Bayer A.G. The loan matures upon the earlier of October 28, 2019 or completion of the merger with Bayer A.G., with a prepayment option.

The information contained in this report shall not be deemed to be filed for the purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities of that section, unless we specifically incorporate it by reference in a document filed under the Securities Act or the Exchange Act. By filing this report on Form 8-K and furnishing this information, we make no admission as to the materiality of any information in this report.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: November 2, 2016

**MONSANTO COMPANY**

By: /s/ Jennifer L. Woods  
Name: Jennifer L. Woods  
Title: Assistant Secretary