

ARCHER DANIELS MIDLAND CO
 Form 4
 May 04, 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 *
CHEVIRON MARK J

2. Issuer Name and Ticker or Trading Symbol
ARCHER DANIELS MIDLAND CO [ADM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4666 FARIES PARKWAY
 (Street)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

DECATUR, IL 62526
 (City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 05/03/2006 | | M | 6,760 A \$ 9.0703 | 29,117 | D | |
| Common Stock | 05/03/2006 | | M | 6,430 A \$ 11.3379 | 35,547 | D | |
| Common Stock | 05/03/2006 | | M | 5,250 A \$ 12.5333 | 40,797 | D | |
| Common Stock | 05/03/2006 | | M | 1,051 A \$ 11.3 | 41,848 | D | |
| Common Stock | 05/03/2006 | | M | 1,061 A \$ 13.65 | 42,909 | D | |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 05/03/2006 | M | 2,471 | A | \$ 15.73 | 45,380 | D |
| Common Stock | 05/03/2006 | S | 1,500 | D | \$ 42.78 | 43,880 | D |
| Common Stock | 05/03/2006 | S | 100 | D | \$ 42.79 | 43,780 | D |
| Common Stock | 05/03/2006 | S | 3,400 | D | \$ 42.8 | 40,380 | D |
| Common Stock | 05/03/2006 | S | 800 | D | \$ 42.81 | 39,580 | D |
| Common Stock | 05/03/2006 | S | 1,000 | D | \$ 42.83 | 38,580 | D |
| Common Stock | 05/03/2006 | S | 1,600 | D | \$ 42.84 | 36,980 | D |
| Common Stock | 05/03/2006 | S | 1,700 | D | \$ 42.86 | 35,280 | D |
| Common Stock | 05/03/2006 | S | 5,300 | D | \$ 42.87 | 29,980 | D |
| Common Stock | 05/03/2006 | S | 1,500 | D | \$ 42.9 | 28,480 | D |
| Common Stock | 05/03/2006 | S | 1,100 | D | \$ 42.94 | 27,380 | D |
| Common Stock | 05/03/2006 | S | 5,023 | D | \$ 43.06 | 22,357 | D |

| | | | | | | | | |
|--------------|--|--|--|--|--|---------------------------|---|--------------------------|
| Common Stock | | | | | | 23,807.1493 <u>(1)</u> | I | By Employee Benefit Plan |
|--------------|--|--|--|--|--|---------------------------|---|--------------------------|

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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, | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. D S (I |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-----------|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-----------|

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and 5)

| | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--------------------------------------|------|---|-----|-----|------------------|-----------------|--------------|----------------------------|
| Employee Stock Option (right to buy) | | | | | | | | |
| \$ 9.0703 | | | | | 05/03/2006 | | M | 6,760 |
| | | | | | | | (2) | 05/01/2010 |
| | | | | | | | Common Stock | 6,760 |
| Employee Stock Option (right to buy) | | | | | | | | |
| \$ 11.3379 | | | | | 05/03/2006 | | M | 6,430 |
| | | | | | | | (2) | 05/01/2010 |
| | | | | | | | Common Stock | 6,430 |
| Employee Stock Option (right to buy) | | | | | | | | |
| \$ 12.5333 | | | | | 05/03/2006 | | M | 5,250 |
| | | | | | | | (3) | 08/02/2006 |
| | | | | | | | Common Stock | 5,250 |
| Employee Stock Option (right to buy) | | | | | | | | |
| \$ 11.3 | | | | | 05/03/2006 | | M | 1,051 |
| | | | | | | | (4) | 08/08/2012 |
| | | | | | | | Common Stock | 1,051 |
| Employee Stock Option (right to buy) | | | | | | | | |
| \$ 13.65 | | | | | 05/03/2006 | | M | 1,061 |
| | | | | | | | (5) | 10/14/2013 |
| | | | | | | | Common Stock | 1,061 |
| Employee Stock Option (right to buy) | | | | | | | | |
| \$ 15.73 | | | | | 05/03/2006 | | M | 2,471 |
| | | | | | | | (6) | 08/19/2014 |
| | | | | | | | Common Stock | 2,471 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| CHEVIRON MARK J 4666 FARIES PARKWAY DECATUR, IL 62526 | | | Vice President | |

Signatures

Stuart E. Funderburg, Attorney-in-Fact for Mark J.
Chevron

05/04/2006

__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).
- (1) Between August 29, 2005 and May 3, 2006, the reporting person acquired 935.4224 shares of ADM Common Stock pursuant to an employee benefit plan. The information in this report is based on a plan statement dated May 3, 2006.
- (2) The option was granted in three tranches (A, B and C). The option becomes exercisable in eight equal annual installments commencing on May 1, 2002; provided that the three tranches are exercisable sequentially commencing with Tranche A.
- (3) The option became exercisable in 25% increments annually commencing on August 2, 2002.
- (4) The option becomes exercisable in approximately 11.1% increments annually commencing on August 8, 2003.
- (5) The option becomes exercisable in approximately 11.1% increments annually commencing on October 14, 2004.
- (6) The option becomes exercisable in five approximately equal annual installments beginning on August 19, 2005.

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