

Edgar Filing: SANDERSON FARMS INC - Form 4

SANDERSON FARMS INC
Form 4
March 08, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 4

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

Check box if no longer subject of Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Butts	Lampkin	
-----	-----	-----
(Last)	(First)	(Middle)
Post Office Box 988		

	(Street)	
Laurel	Mississippi	39441-0988
-----	-----	-----
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

SAFM

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

January/February 2002

5. If Amendment, Date of Original (Month/Year)

=====
6. Relationship of Reporting Person to Issuer
(Check all applicable)

<input checked="" type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)

Vice President-Sales

7. Individual or Joint/Group Filing (Check applicable line)

Form filed by one Reporting Person
 Form filed by more than one Reporting Person

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Table I -- Non-Derivative Securities Acquired, Disposed of,
or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8) Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Amount	(A) or (D)	Price
Common Stock, par value \$1.00 per share						
Common Stock, par value \$1.00 per share						
Common Stock, par value \$1.00 per share						
Common Stock, par value \$1.00 per share						

* ____ If the Form is filed by more than one Reporting Person, see
Instruction 4(b)(v).

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

(Print or Type Responses)

(Over)

(Form 4-07/99)

FORM 4 (continued)

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

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1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Incentive Stock Options	\$10.875	1/09/02	D	7,500	7/25/97* 7/25/02	Common Stock 7,500
	\$15.00	2/28/02	D	5,000	7/24/98* 7/24/07	Common Stock 5,000
	\$13.00				4/24/99* 4/23/08	Common Stock
	\$ 7.188				5/01/01* 5/01/10	Common Stock
	\$ 7.46875				4/21/01* 4/21/10	Common Stock
	\$11.10				4/28/02* 4/28/11	Common Stock

Explanation of Responses:

*All reported option vest at 25% on the date indicated, and continue to vest at 25% on each anniversary date thereafter until fully vested

March 7, 2002

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**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.