

Edgar Filing: SANDERSON FARMS INC - Form 5

SANDERSON FARMS INC  
Form 5  
January 28, 2003

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OMB APPROVAL  
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

Form 3 Holdings Reported

Form 4 Transactions Reported

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1. Name and Address of Reporting Person\*

Sanderson Hugh V.  
-----  
(Last) (First) (Middle)

P. O. Box 988  
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(Street)

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

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2. Issuer Name and Ticker or Trading Symbol

Sanderson Farms, Inc. (SAFM)  
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3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)  
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4. Statement for Month/Year

October 31, 2002  
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5. If Amendment, Date of Original (Month/Year)  
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6. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

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

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

- |  |
|--|
| <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| <input type="checkbox"/> Form filed by More than One Reporting Person  |

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

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1. Title of Security (Instr. 3)	2. Trans- action Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A) or (D)	Price
				-----		
				Amount		

Common Stock

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Common Stock

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Common Stock

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\* If the form is filed by more than one reporting person, see instruction 4(b) (v).

(1) As co-executor of the Estate of Dewey R. Sanderson, Jr.

FORM 5 (continued)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (mm/dd/ yy)	3A. Deemed Execut- ion Date if any (mm/dd/ yy)	4. Trans- action Code (Instr. 8)	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 Exer- cisable	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 7.46875	4/24/00		A	1,500	4/24/01* 4/23/10	Common Stock 1,500
Employee Stock Options (Right to Buy)	\$18.55	7/25/02		A	4,000	7/25/02* 7/24/11	Common Stock 4,000

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Explanation of Responses:

\*Options vest at the rate of 25% on the date indicated, and then 25% each on the anniversary date thereafter until fully vested.

/s/Hugh V. Sanderson

January 28, 2003

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\*\*Signature of Reporting Person

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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.