

Edgar Filing: UNIVERSAL CORP /VA/ - Form 4

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 (mm/dd/yy) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Price |
|---------------------------------------|---|---|---|--|------------------|-----------|
| | | Code | V | Amount | (A) or (D) | |
| Common Stock | 12/17/01 | M | | 13,673 | A | \$32.0000 |
| Common Stock | 12/17/01 | M | | 3,271 | A | \$35.3125 |
| Common Stock | 12/17/01 | M | | 5,370 | A | \$35.3750 |
| Common Stock | 12/17/01 | F | | 20,126 | D | \$39.9200 |
| Common Stock | 12/17/01 | I | | 771 | D | \$36.9200 |
| Common Stock | 12/17/01 | I | | 233 | D | \$35.5631 |
| Common Stock | 12/17/01 | I | | 8 | D | \$35.6400 |
| Common Stock | | | | | | |
| Common Stock | | | | | | |
| Common Stock | | | | | | |
| | | | | | | total |

* 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 Response)

(Over)

FORM 4 (continued)

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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 (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 |
|--|---|--|--|--|---|--|
| Options to buy Common stock | \$32.00 | 12/17/01 | M | 13,673 | 6/15/01 12/2/09 | Common Stock(3) |
| Options to buy common stock | \$35.3125 | 12/17/01 | M | 3,271 | 12/15/98 12/4/04 | Common Stock(3) |
| Options to buy common stock | \$35.3750 | 12/17/01 | M | 5,370 | 12/6/97 12/1/04 | Common Stock(3) |
| Options to buy common stock | \$36.9200 | 12/17/01 | A | V 8,275 | 6/17/02 12/1/04 | Common Stock(3) |
| Options to buy common stock | \$36.9200 | 12/7/01 | A | V 11,851 | 6/17/02 12/2/09 | Common Stock(3) |

Explanation of Responses:

- (1) shares held in the stock purchase plan
- (2) Mr. Starkey is the sole Trustee of a family trust which holds UC stock
- (3) options issued under the Executive Stock Plan.

signature of file, filed electronically January 7, 2002

**Signature of Reporting Person

Date

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** 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.

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