

Edgar Filing: UNIVERSAL CORP /VA/ - Form 4

7. 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 (mm/dd/yy) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | |
|---------------------------------------|---|---|---|--|------------------|-----------|
| | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 6/14/01 | D | V | 34,875 (1) | D | \$38.60 |
| Common Stock | 6/14/01 | F | V | 13,736 (2) | D | \$38.60 |
| Common Stock | 6/14/01 | S | | 6,760 (3) | D | \$37.4949 |
| Common Stock | 6/15/01 | M | | 34,736 | A | \$24.6875 |
| Common Stock | 6/15/01 | F | V | 22,449 | D | \$38.20 |
| Common Stock | 6/18/01 | I | V | 5,751 | D | \$37.4019 |
| Common Stock | 6/29/01 | I | V | 115 | D | \$39.74 |
| Common Stock | | | | | | |
| Common Stock | | | | | | |
| Common Stock | | | | | | |
| | | | | | | Total 1 |

* 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)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

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(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 |
|--|---|--|--|--|---|--|
|--|---|--|--|--|---|--|

| | | | | | | |
|-------------------------------|-----------|---------|---|--------|-----------------|------------------|
| Option to Buy Common Stock | \$24.6875 | 6/15/01 | M | 34,736 | 6/15/00 12/2/09 | Common Stock (7) |
|-------------------------------|-----------|---------|---|--------|-----------------|------------------|

| | | | | | | |
|-------------------------------|---------|---------|-----|--------|------------------|------------------|
| Option to Buy Common Stock | \$38.20 | 6/15/01 | A V | 22,449 | 12/15/01 12/2/09 | Common Stock (7) |
|-------------------------------|---------|---------|-----|--------|------------------|------------------|

Explanation of Responses:

- (1) Shares used to repay an unsecured stock purchase loan (USPL).
- (2) Shares withheld to pay minimum withholding tax incurred in exercise of stock options corresponding to USPL and secured stock purchase loan (SSPL).
- (3) Shares used to repay SSPL and to pay unpaid interest on SSPL and USPL and withholding taxes above minimum tax incurred in exercise of corresponding stock options
- (4) Shares held in the Stock Purchase Plan as of 5/31/01
- (5) Shares held in the Dividend Reinvestment Plan
- (6) Custodian account for children
- (7) Shares issued under the Executive Stock Plan

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Signature on file, filed electronically

7/5/01

**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.

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