

Edgar Filing: UNIVERSAL CORP /VA/ - Form 5

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) | |
|---------------------------------------|---|---|--|---------------------------|
| | | | Amount | (A) or (D) Price |
| Common Stock | 6/30/02 | I | 429 | A |
| Common Stock | 6/30/02 | I | 566 | A |
| | | | | 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 Responses)

(Over)

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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 (Month/ Day/ Year) | 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 Expira- tion Date | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares Title |
|--|---|--|---|--|---|---|
| Options to buy common stock | \$38.94 | | | | 6/15/98 11/20/07 | Common Stock (4) |
| Options to buy common stock | \$40.1875 | | | | 6/8/98 12/1/04 | Common Stock (4) |
| Options to buy common stock | \$38.20 | | | | 12/15/01 12/2/09 | Common Stock (4) |
| Options to buy common stock | \$36.92 | | | | 6/17/02 12/1/04 | Common Stock (4) |
| Options to buy common stock | \$36.92 | | | | 6/17/02 12/2/09 | Common Stock (4) |
| Options to buy common stock | \$38.70 | | | | 12/17/02 12/1/04 | Common Stock (4) |
| Options to buy common stock | \$38.70 | | | | 12/17/02 12/2/09 | Common Stock (4) |
| Phantom stock units 1 for 1 | | (5) | | 60.944 | (5) (5) | Common Stock (5) |

Explanation of Responses:

- (1) includes 429 shares that were previous owned in the Stock Purchase Plan
- (2) includes 566 shares acquired from 7/1/01 through 6/30/02 in the Stock

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Purchase Plan

(3)number of shares in the Stock Purchase Plan

(4)Options issued under the Executive Stock Plan

(5)the phantom stock units were acquired under the ULT Supplemental Stock Purchase Plan on a periodic basis during the fiscal year ended June 30, 2002.

Each phantom stock unit will be settled in cash upon the earlier of death, disability, retirement or termination of employment. The range of high and low market prices for the company's common stock on the dates the phantom units were credited is \$42.96 and \$31.78 respectively.

signature of file, filed electronically

August 9, 2002

**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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