

UNIVERSAL CORP /VA/  
Form 4  
June 04, 2007

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**FREEMAN GEORGE C III**

(Last) (First) (Middle)

**1501 NORTH HAMILTON STREET**

(Street)

**RICHMOND, VA 23230**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**UNIVERSAL CORP /VA/ [UVV]**

3. Date of Earliest Transaction (Month/Day/Year)  
**05/31/2007**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President**

6. 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 (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	05/31/2007	05/31/2007	M		10,000 <u>(1)</u> A \$ 46.34 10,000 <u>(1)</u>	D	
Common Stock	05/31/2007	05/31/2007	M		4,144 <u>(1)</u> A \$ 43.08 4,144 <u>(1)</u>	D	
Common Stock	05/31/2007	05/31/2007	M		3,506 <u>(1)</u> A \$ 42.82 3,506 <u>(1)</u>	D	
Common Stock	05/31/2007	05/31/2007	I		1,677 D \$ 64.207 15,973	D	
Common Stock	05/31/2007	05/31/2007	S		12,904 D \$ 64.207 3,069	D	

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

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(9-02)

**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. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to buy Common Stock <sup>(1)</sup>	\$ 46.34	05/31/2007	05/31/2007	M		10,000		12/31/2005	05/23/2015	Common Stock <sup>(1)</sup>	10,000
Options to buy Common Stock <sup>(1)</sup>	\$ 43.08	05/31/2007	05/31/2007	M		4,144		06/17/2004	12/05/2012	Common Stock <sup>(1)</sup>	4,144
Options to buy Common Stock <sup>(1)</sup>	\$ 42.82	05/31/2007	05/31/2007	M		3,506		12/17/2003	12/05/2012	Common Stock <sup>(1)</sup>	3,506

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FREEMAN GEORGE C III 1501 NORTH HAMILTON STREET RICHMOND, VA 23230			President	

## Signatures

Terri L. Marks, Power of Attorney for George C. Freeman, III 06/04/2007

\_\_\_\_\_\*Signature of Reporting Person

\_\_\_\_\_\*Date

## Explanation of Responses:

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

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Options issued under the Executive Stock Plan

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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