

KING ALLEN B  
Form 5  
May 05, 2006

**FORM 5**

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**KING ALLEN B**  
  
(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

**1501 N HAMILTON STREET**  
  
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**03/31/2006**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chairman, President & CEO**

**RICHMOND, VA 23230**

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

6. Individual or Joint/Group Reporting  
  
(check applicable line)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	142,948 <sup>(1)</sup>	D	Â
Common Stock	03/31/2006	Â	I	1,394 <sup>(2)</sup>	A	\$ <sup>(2)</sup>	22,802 <sup>(3)</sup>	I	shares held in the Employee Stock Purchase Plan

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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)	Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
phantom stock units 1 for 1 <sup>(4)</sup>	Â	03/31/2006	Â	A	1,556	Â	Â <sup>(4)</sup>	Â <sup>(4)</sup>	Common Stock	1,556
Options to buy Common Stock <sup>(5)</sup>	\$ 42.82	Â	Â	Â	Â	Â	12/17/2003	12/05/2012	Common Stock	6,938
Options to buy Common Stock <sup>(5)</sup>	\$ 43.08	Â	Â	Â	Â	Â	06/17/2004	12/05/2012	Common Stock	89,280
Options to buy Common Stock <sup>(5)</sup>	\$ 47.28	Â	Â	Â	Â	Â	12/17/2004	11/20/2007	Common Stock	24,020
Options to buy Common Stock <sup>(5)</sup>	\$ 47.28	Â	Â	Â	Â	Â	12/17/2004	12/05/2012	Common Stock	15,920
Options to buy Common Stock <sup>(5)</sup>	\$ 47.28	Â	Â	Â	Â	Â	12/17/2004	12/02/2009	Common Stock	60,050
Options to buy Common Stock <sup>(5)</sup>	\$ 48.21	Â	Â	Â	Â	Â	06/17/2005	12/05/2012	Common Stock	64,900
Options to buy	\$ 48.21	Â	Â	Â	Â	Â	06/17/2005	12/15/2007	Common Stock	49,120

