### SANDERSON FARMS INC Form 4 July 08, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 4

1	Section 17(a)		tility Holding	es Exchange Act of 1935 of Company Act of 1940					
[_]	Check box if no may continue. Se			Form 4 or Form 5 obl	igations				
1.	Name and Address	of Reporting Pe	erson*						
Butt	S		Lampkin						
(	Last)		(First)	(Middle)					
Post	Office Box 988								
			(Street)						
Laur	el		Mississippi	39441-0988					
((	 City)		(State)	(Zip)					
2.	 Issuer Name and	Ticker or Tradia	 ng Symbol						
SAFM									
3.	IRS Identificati	on Number of Rep	porting Person,	if an Entity (Volunta	ary)				
4.	Statement for Mc	nth/Year							
July	2002								
5.	If Amendment, Da	te of Original	(Month/Year)						
6.	Relationship of (Check all appli		n to Issuer		======				
	[X] Director [X] Officer (gi	ve title below)		10% Owner Other (specify below)	)				
Vice	President-Sales								
7.	Individual or Jo	Individual or Joint/Group Filing (Check applicable line)							
	[V] Form filed	hy one Poportin	r Porson						

 $[\_]$  Form filed by more than one Reporting Person

Table I Non-Derivative or Benef	Securities Acc ficially Owned	quired, Dispos	ed of,	=	
				=	
	2.	3. Transaction Code	4. Securities Acq Disposed of (D (Instr. 3, 4 a	) nd 5)	(A) or
1. Title of Security (Instr. 3)	Transaction Date	(Instr. 8)	Amount	(A)	Price
Common Stock, par value \$1.00 per share					
Common Stock, par value \$1.00 per share					
Common Stock, par value \$1.00 per share					
Common Stock, par value \$1.00 per share					
* If the Form is filed by mor Instruction 4(b)(v).	re than one Rep	porting Person	, see		
Reminder: Report on a separate line for owned directly or indirectly		of securities	beneficially		
(Print or	r Type Response	es)	(Over	)	
(Form 4-07/99)			(6161	,	
FORM 4 (continued)					
Table II Derivative Securities Acc					

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	2. Conversion or Exercise	Conver- 5. Sion Number o Derivati Exer- 4. Securiti Dise 3. Trans- Acquired		ative ities red (A)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
1. Title of	Price of Deriv-	Trans- action Date		(Instr. 3,		Expiration Date (Month/Day/Year)			Amount or	
Derivative Security (Instr. 3)	ative Secur- ity	tive (Month/ 8 ecur- Day/ -				5)  (D)	Date Expira- Exer- tion cisable Date		Title	Number of Shares
Incentive Stock Options	\$15.00	7/02/02	D	V		10,000	7/24/98*	7/24/07	Common Stock	10,000
	\$13.00						4/24/99*	4/23/08	Common Stock	
	\$ 7.188						5/01/01*	5/01/10	Common Stock	
	\$ 7.46875	5					4/21/01*	4/21/10	Common Stock	
	\$11.10						4/28/02*	4/28/11	Common Stock	
Explanation of Res			=====			======	:======	======	:=======	

Explanation of Responses:

\*All reported option vest at 25% on the date indicated, and continue to vest at 25% on each anniversary date thereafter until fully vested

/s/Lampkin Butts	July 8, 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.