

FOSTER CHARLES H JR  
Form 5  
May 04, 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 \*  
FOSTER CHARLES H JR  
  
(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)

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

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

RICHMOND, VA 23230

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)			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)
				Amount	(D)	Price			
Common Stock	VA	23230					400	D	
Common Stock	VA	23230					3,100	D (1)	
Common Stock	VA	23230					1,000	I (2)	owned by family trust

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

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SEC 2270 (9-02)

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**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 Security (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Am Nu Sha
Options to buy Common Stock <sup>(3)</sup>	\$ 26.875	Â	Â	Â	Â	Â	04/23/1997	10/23/2006	Common Stock	
Options to buy Common Stock <sup>(3)</sup>	\$ 37.875	Â	Â	Â	Â	Â	04/29/1998	10/29/2007	Common Stock	
Options to buy Common Stock <sup>(3)</sup>	\$ 37.125	Â	Â	Â	Â	Â	04/28/1999	10/28/2008	Common Stock	
Options to buy Common Stock <sup>(3)</sup>	\$ 21.8125	Â	Â	Â	Â	Â	04/27/2000	10/27/2009	Common Stock	
Options to buy Common Stock <sup>(3)</sup>	\$ 28.75	Â	Â	Â	Â	Â	04/24/2001	10/24/2010	Common Stock	
Options to buy Common Stock <sup>(3)</sup>	\$ 32.22	Â	Â	Â	Â	Â	04/24/2002	10/24/2011	Common Stock	
Options to buy Common Stock <sup>(3)</sup>	\$ 35.81	Â	Â	Â	Â	Â	04/23/2003	10/23/2012	Common Stock	
Deferred stock units 1 for 1 <sup>(4)</sup>	Â	03/31/2006 <sup>(4)</sup>	Â	A	366.8903	Â	Â <sup>(4)</sup>	Â <sup>(4)</sup>	Common stock	36
Options to buy Common Stock <sup>(3)</sup>	\$ 43.12	Â	Â	Â	Â	Â	04/28/2004	10/28/2013	Common Stock	

