

SMITH DAVID JAMES

Form 4

February 15, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SMITH DAVID JAMES

2. Issuer Name **and** Ticker or Trading
Symbol
ARCHER DANIELS MIDLAND
CO [ADM]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

4666 FARIES PARKWAY

(Street)

DECATUR, IL 62526

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2005

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

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	02/14/2005		M		9,917	A	\$ 13.6871	216,989 D
Common Stock	02/14/2005		M		12,860	A	\$ 13.5246	229,849 D
Common Stock	02/14/2005		M		8,959	A	\$ 9.0703	238,808 D
Common Stock	02/14/2005		M		25,001	A	\$ 12.5333	263,809 D
Common Stock	02/14/2005		F		21,103	D	\$ 24.445	242,706 D

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Common Stock	02/14/2005	S	400	D	\$ 24.46	242,306	D
Common Stock	02/14/2005	S	4,100	D	\$ 24.47	238,206	D
Common Stock	02/14/2005	S	8,100	D	\$ 24.48	230,106	D
Common Stock	02/14/2005	S	11,900	D	\$ 24.49	218,206	D
Common Stock	02/14/2005	S	500	D	\$ 24.5	217,706	D

Common Stock						25,109.94 ⁽¹⁾	I	Employee Benefit 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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SEC 1474
(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
Employee Stock Option (right to buy)	\$ 13.6871	02/14/2005		M		9,917		<u>(2)</u>	04/17/2007	Common Stock	9,917
Employee Stock Option (right to buy)	\$ 13.5246	02/14/2005		M		12,860		<u>(3)</u>	05/03/2009	Common Stock	12,860
Employee Stock Option	\$ 9.0703	02/14/2005		M		8,959		<u>(4)</u>	05/01/2010	Common Stock	8,959

(right to
buy)

Employee

Stock

Option \$ 12.5333 02/14/2005

M

25,001

(5)

08/02/2006

Common
Stock

25,001

(right to
buy)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SMITH DAVID JAMES 4666 FARIES PARKWAY DECATUR, IL 62526	Executive Vice President

Signatures

Stuart E. Funderburg, Attorney-in-Fact for David James
Smith

02/15/2005

**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) Between August 19, 2004 and February 14, 2005, the reporting person acquired 336.44 shares of ADM Common Stock pursuant to an employee benefit plan. The information in this report is based on a plan statement dated February 14, 2005.
- (2) The option becomes exercisable in approximately 11.1% increments annually commencing on April 17, 1998.
- (3) The option becomes exercisable in approximately 11.1% increments annually commencing on May 3, 2000.
- (4) The option was granted in three tranches (A, B and C). The option becomes exercisable in eight equal annual installments commencing on May 1, 2002; provided that the three tranches are exercisable sequentially commencing with Tranche A.
- (5) The option becomes exercisable in 25% increments annually commencing on August 2, 2002.

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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