

RICE JOHN D

Form 4

August 12, 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 *
RICE JOHN D

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)
08/11/2005

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

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) 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	08/11/2005		S		32,100	D	\$ 21.15
					258,552	D	
Common Stock	08/11/2005		S		1,700	D	\$ 21.14
					256,852	D	
Common Stock	08/11/2005		S		1,800	D	\$ 21.17
					255,052	D	
Common Stock	08/11/2005		S		1,900	D	\$ 21.18
					253,152	D	
Common Stock	08/11/2005		S		4,310	D	\$ 21.19
					248,842	D	

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Common Stock	08/11/2005	M	9,873	A	\$ 11.3379	258,715	D
Common Stock	08/11/2005	M	26,248	A	\$ 12.5333	284,963	D
Common Stock	08/11/2005	M	5,689	A	\$ 11.3	290,652	D
Common Stock						1,898.5629	I

By
Employee
Benefit
Plan

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
Employee Stock Option (right to buy)	\$ 11.3379	08/11/2005		M	9,873	<u>(1)</u> 05/01/2010	Common Stock 9,873
Employee Stock Option (right to buy)	\$ 12.5333	08/11/2005		M	26,248	<u>(2)</u> 08/02/2006	Common Stock 26,248
Employee Stock Option (right to buy)	\$ 11.3	08/11/2005		M	5,689	<u>(3)</u> 08/08/2012	Common Stock 5,689

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RICE JOHN D 4666 FARIES PARKWAY DECATUR, IL 62526			Executive Vice President	

Signatures

Stuart E. Funderburg, Attorney-in-Fact for John D. Rice	08/12/2005
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____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) The option was granted in three tranches (A, B and C). The option becomes exercisable in eight equal installments commencing on May 1, 2002; provided that the three tranches are exercisable sequentially commencing with Tranche A.
- (2) The option becomes exercisable in 25% increments annually commencing on August 2, 2002.
- (3) The option becomes exercisable in approximately 11.1% increments annually commencing on August 8, 2003.

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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