

ADOPT HUMAN RIGHTS POLICIES
(Monsanto Company)

WHEREAS:

We believe transnational corporations operating in countries with repressive governments, ethnic conflict, weak rule of law, endemic corruption, or poor labor and environmental standards face serious risks to their reputation and share value if they are seen as responsible for, or complicit in, human rights violations.

Our company has business operations in more than 50 nations, including countries like China and Colombia that have consistently been noted by the U.S. Department of State as violating basic human rights (February 25, 2004; www.state.gov/g/drl/rls/hrrpt/2003).

Several transnational companies have already adopted human rights policies based upon the 1948 Universal Declaration of Human Rights.

In April, 2004, the United Nations Commission on Human Rights reviewed the document brought forth by UN Sub-Commission on the Promotion and Protection of Human Rights, "Norms on the Responsibilities of Transnational Corporations and Other Business Enterprises with Regard to Human Rights." The UN Commission confirmed the importance and priority of the responsibilities of transnational corporations related to human rights and requested the High Commissioner for Human Rights to compile a report on the scope and legal status of the norms and to identify options for strengthening the norms and means of implementation.

On June 30, 2004 the U.S. Supreme Court upheld the Alien Tort Statute of 1789 which permits foreigners to file suit in U.S. courts for violations of international law that have "definite content and acceptance among civilized nations".

Hewlett-Packard together with 8 European companies have stated publicly that they will use the UN Norms as a guide to develop and implement human rights policies.

We believe significant commercial advantages may accrue to our company by adopting a comprehensive human rights policy based on the above mentioned UN Human Rights Norms which would serve to enhance corporate reputation, improve employee recruitment and retention, improve community and stakeholder relations, and reduce risk of adverse publicity, consumer boycotts, divestment campaigns and lawsuits.

"In the post-Enron environment, every global company's board of directors, needs to oversee its assessment and management of these risks. Given the magnitude of potential claims, liability may even extend to individual directors if they are not seen as exercising proper oversight." (*Harvard Business Review*, August 2003)

RESOLVED:

Shareholders request the Board to review and amend the Code of Business Conduct to include a comprehensive human rights policy. We request the Board to prepare a report to shareholders, prepared at reasonable expense and omitting proprietary information, on the above policy and its implementation by August, 2005.

SUPPORTING STATEMENT:

The proponents believe our company's human rights policy should be comprehensive, transparent, verifiable and based on the provisions contained in the "Responsibilities of Transnational Corporations and other Business Enterprises with Regard to Human Rights." We believe such a policy will benefit our company by helping to ensure that it is not associated with violations of human rights. We urge you to vote FOR this proposal.