

UNIVERSAL CORP /VA/
 Form 5
 May 09, 2006

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 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 *
 TRANI EUGENE P

(Last) (First) (Middle)

1501 NORTH HAMILTON ST

(Street)

RICHMOND, VA 23230

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 UNIVERSAL CORP /VA/ [UVV]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 03/31/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

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

-	-	-	-
-	-	-	Herbalife Ltd.
-	-	-	-
-	January 3, 2006	-	By: /s/ Brett R. Chapman
-	-	-	-
-	-	-	Name: Brett R. Chapman
-	-	-	Title: General Counsel

Top of the Form

Exhibit Index

Exhibit No.	Description
10.1	Summary of Cash Bonus Awards

Options, 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)	8. Amount or Number of Shares
Options to Buy Common Stock ⁽³⁾	\$ 28.75	Â	Â	Â	Â Â	04/24/2001 10/24/2010	Common Stock	1,000
Options to Buy Common Stock ⁽³⁾	\$ 32.22	Â	Â	Â	Â Â	04/24/2002 10/24/2011	Common Stock	1,000
Options to Buy Common Stock ⁽³⁾	\$ 35.81	Â	Â	Â	Â Â	04/23/2003 10/23/2012	Common Stock	2,000
Options to Buy Common Stock ⁽³⁾	\$ 43.12	Â	Â	Â	Â Â	04/28/2004 10/28/2013	Common Stock	2,000
Options to Buy Common Stock ⁽³⁾	\$ 46.7	Â	Â	Â	Â Â	02/05/2005 08/05/2014	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

TRANI EUGENE P
1501 NORTH HAMILTON ST
RICHMOND, VA 23230

Signatures

Terri L. Marks, Power of Attorney for Eugene P.
Trani

05/09/2006

__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) 114 shares acquired from 4/1/05 through 3/31/06 in the Dividend Reinvestment Plan
- (2) shares were granted for service as a director. Transfer of shares is prohibited and the shares may be forfeited to the company unless certain specified conditions are met.
- (3) grant to director of options to buy common stock under the Universal Corporation 2002 executive stock plan.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.