PARFET WILLIAM U Form 4 December 10, 2001

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

Section	30(f) of the Investmen	nt Company Act	of 1940
	onger subject of Section 1(b).	ion 16. Form 4 c	or Form 5 obligation:
1. Name and Address	of Reporting Person*		
Parfet	William		U.
(Last)	(First)	(Mic	ddle)
54943 N. Main Street			
	(Street)		
Mattawan	MI	490	071
(City)	(State)	(Zi	ip)
Pharmacia Corporatio PHA	icker or Trading Symbol n n Number of Reporting F		ntity (Voluntary)
4. Statement for Mon	th/Year		
November 2001			
5. If Amendment, Dat	e of Original (Month/Ye	ear)	
6. Relationship of R (Check all applic	eporting Person to Issuable)	ıer	
<pre>[X] Director [_] Officer (giv</pre>	e title below)	[_] 10% Owne [_] Other (s	er specify below)
7. Individual or Joi	nt/Group Filing (Check	applicable line	e)
[X] Form filed b	v one Reporting Person		

[_] Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of,

or Beneficially Owned

	2.	3. Transaction Code		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			
1. Title of Security	Transaction Date			Amount	(A) or	Price	
(Instr. 3)	(mm/dd/yy)	Code	V		(D)		
Common Stock							
	11/21/01	G(2)	V	4,445	D	\$45.425	
	11/21/01	G(2)	V	4,192	D	\$45.425	
	11/21/01	G(2)	V	2,222	D	\$45.425	
	11/21/01	G(2)	V	1,115	D	\$45.425	
	11/23/01	Р		10,000	А	\$45.83	
		=====	_====	=	====	=======	

^{*} If the Form is filed by more than one Reporting Person, see Instruction $4\,(b)\,(v)\,.$

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

(Print or Type Responses)

(Over)

(Form 4-07/99)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	Conversion or Exercise 3. Price Trans-			Acquir				7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
1. Title of Derivative	of Deriv-	action	Code (Instr.	of(D) (Instr	•	(Month/D	Day/Year)		Amount or
Security (Instr. 3)		Day/ Year)				_		Title	-
Option (right to buy)						3/31/00	5/3/09	Common Stock	3 , 570
Option (right to buy)	\$52.8125					6/23/00	6/22/10	Common Stock	6,600
Option (right to buy)		4/17/01	M V	6,60	0	4/17/01	4/16/11	Common Stock	6,600

Explanation of Responses:

(1) Shares representing deferred directors' fees payable in stock which are held in trust with reshared voting power.

(2) Gifts by trust of which Reporting Person is trustee. The Reporting Person disclaims benefici

(3) Shares held in trust over which voting and/or disposition power is shared in Reporting Person Reporting Person disclaims any beneficial ownership in these reported shares and the filing of as an admission that the Reporting Person, for the purposes of Section 16 of the Securities E otherwise, is the beneficial owner of such securities.

/s/ Don Schmitz	12/10/01
**Signature of Reporting Person	Date

*Don Schmitz, attorney-in-fact for William U. Parfet

- * Executed pursuant to a Power of Attorney
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.