

BRAUSEN ANTHONY T  
 Form 4  
 July 28, 2010

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BRAUSEN ANTHONY T**

2. Issuer Name and Ticker or Trading Symbol  
**MOSAIC CO [MOS]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**C/O THE MOSAIC COMPANY, 3033 CAMPUS DRIVE, SUITE E490**  
 (Street)  
**PLYMOUTH, MN 55441**  
 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)  
**07/27/2010**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Vice President -Finance**

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

6. Individual or Joint/Group Filing(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**

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 Ownership (Instr. 4)
Common Stock				(A) or (D)	5,366	D	

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

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

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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
Stock Option (Right to Buy)	\$ 16.03					<u>(6)</u>	02/27/2016	Common Stock	15,000
Stock Option (Right to Buy)	\$ 15.45					<u>(6)</u>	08/04/2016	Common Stock	19,716
Stock Option (Right to Buy)	\$ 40.03					<u>(3)</u>	08/02/2017	Common Stock	11,323
Restricted Stock Units	\$ 0 <u>(1)</u>					08/02/2010	<u>(2)</u>	Common Stock	2,748
Stock Option (Right to Buy)	\$ 127.21					<u>(4)</u>	07/31/2018	Common Stock	2,195
Restricted Stock Units	\$ 0 <u>(1)</u>					07/31/2011	<u>(2)</u>	Common Stock	1,179
Stock Option (Right to Buy)	\$ 52.72					<u>(5)</u>	07/27/2019	Common Stock	5,258
Restricted Stock Units	\$ 0 <u>(1)</u>					07/27/2012	<u>(2)</u>	Common Stock	3,319
Stock Option (Right to Buy)	\$ 44.93	07/27/2010		A	5,105	<u>(7)</u>	07/27/2020	Common Stock	5,105
Restricted Stock Units	\$ 0 <u>(1)</u>	07/27/2010		A	4,986	07/27/2013	<u>(2)</u>	Common Stock	4,986

