

MOSAIC CO
Form 4
July 20, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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 *
O'Rourke James Calvin

(Last) (First) (Middle)

C/O THE MOSAIC
COMPANY, 3033 CAMPUS
DRIVE, SUITE E490

(Street)

PLYMOUTH, MN 55441

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
07/18/2016

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)
President & CEO

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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	07/18/2016		M		11,722	A	\$ 0 74,745	D
Common Stock	07/18/2016		A ⁽¹⁾		5,414	A	\$ 0 80,159	D
Common Stock	07/18/2016		F ⁽²⁾		8,878	D	\$ 29.28 71,281	D
Common Stock							3,000	I

Reporting Person's Spouse

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

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SEC 1474
(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 Number Shares
Stock Option (Right to Buy)	\$ 52.72					<u>(3)</u> 07/27/2019	Common Stock	12,019	
Stock Option (Right to Buy)	\$ 44.93					<u>(3)</u> 07/27/2020	Common Stock	20,259	
Stock Option (Right to Buy)	\$ 70.62					<u>(3)</u> 07/21/2021	Common Stock	16,150	
Stock Option (Right to Buy)	\$ 57.62					<u>(3)</u> 07/19/2022	Common Stock	27,681	
Restricted Stock Units	\$ 0 ⁽⁴⁾	07/18/2016		M	11,722	07/18/2016	<u>(5)</u>	Common Stock	11,722
Stock Option (Right to Buy)	\$ 54.03					<u>(3)</u> 07/18/2023	Common Stock	29,987	
Restricted Stock Units	\$ 0 ⁽⁴⁾					03/07/2017	<u>(5)</u>	Common Stock	12,735
Stock Option	\$ 49.73					<u>(6)</u> 03/07/2024	Common Stock	33,700	

