

Isaacson Mark J.
Form 4
March 12, 2018

FORM 4

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

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

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Isaacson Mark J.

(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)

03/08/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
SVP, Gen. Counsel & Corp. Sec.

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 (D) Price			
Common Stock					14,524	D	

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

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information contained in this form are not
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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)

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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
Deferred Performance Unit <u>(1)</u>	<u>(2)</u>							<u>(3)</u>	<u>(3)</u>	Common Stock	660
Stock Option (Right to Buy)	\$ 127.21							<u>(4)</u>	07/31/2018	Common Stock	1,152
Stock Option (Right to Buy)	\$ 52.72							<u>(4)</u>	07/27/2019	Common Stock	2,240
Stock Option (Right to Buy)	\$ 44.93							<u>(4)</u>	07/27/2020	Common Stock	2,592
Stock Option (Right to Buy)	\$ 70.62							<u>(4)</u>	07/21/2021	Common Stock	1,488
Stock Option (Right to Buy)	\$ 50.43							<u>(4)</u>	03/05/2025	Common Stock	7,464
Stock Option (Right to Buy)	\$ 28.49							<u>(5)</u>	03/03/2026	Common Stock	19,912
Stock Option (Right to Buy)	\$ 30.42							<u>(6)</u>	03/02/2027	Common Stock	20,184
Restricted Stock Units	\$ 0 <u>(7)</u>	03/08/2018		A		9,772		03/08/2021	<u>(8)</u>	Common Stock	9,772

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Isaacson Mark J. C/O THE MOSAIC COMPANY			SVP, Gen. Counsel &	

3033 CAMPUS DRIVE, SUITE E490
PLYMOUTH, MN 55441

Corp. Sec.

Signatures

/s/ Mark J.

03/12/2018

Isaacson

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) The Deferred Performance Units were previously referred to by the reporting person as "Phantom Stock."
- (2) Each deferred performance unit represents a right to receive one share of common stock.
The deferred performance units were deferred by the reporting person pursuant to the issuer's LTI Deferral Plan upon the vesting of a
(3) performance unit award granted to reporting person on March 5, 2015, and becomes payable in five equal installments commencing on January 30, 2023, and continuing on each anniversary thereafter.
- (4) This Stock Option is 100% exercisable.
- (5) Grant Date 03/03/2016; option becomes exercisable in three equal installments commencing on the first anniversary of the grant date and on each anniversary thereafter.
- (6) Grant Date 03/02/2017; option becomes exercisable in three equal installments commencing on the first anniversary of the grant date and on each anniversary thereafter.
- (7) One-for-One
- (8) Not Applicable

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

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