Edgar Filing: McLellan Richard N - Form 4

McLellan Ri Form 4	chard N										
August 04, 2	010										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									PROVAL		
	UNITEL	STATES		shington,			INGE (2011111155101N	OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5	6. Filed pu	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								Expires:January 31Expires:2005Estimated averageburden hours perresponse0.5	
obligation may cont <i>See</i> Instru 1(b).	inue. Section 17			ility Hold vestment	•	· ·		1935 or Section	n		
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> McLellan Richard N			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)	3. Date of	Earliest Tr	ansaction			(Check	к ап аррпсавіе)	
C/O THE MOSAIC COMPANY, 3033 CAMPUS DRIVE, SUITE E490			(Month/Day/Year) 08/02/2010					Director 10% Owner X Officer (give title Other (specify below) below) Sr Vice President-Commercial			
(Street) 4. If Amendm Filed(Month/D					-	1		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
PLYMOUT	H, MN 55441							Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	:) Executio any	ned n Date, if Day/Year)	Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	4 and (A) or	d of (D) 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)		
Common	08/02/2010			Code V M	Amount	(D)	Price \$ 0		D		
Stock	08/02/2010			111	3,747	А	\$ U	10,896	D		
Common Stock	08/02/2010			F <u>(7)</u>	1,226	D	\$ 49.39	9,670	D		

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

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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. Transacti Code (Instr. 8)	Securiti	vative ies ed ed of	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)	\$ 15.04						<u>(1)</u>	10/29/2014	Common Stock	21,593
Stock Option (right to Buy)	\$ 17.29						<u>(1)</u>	08/01/2015	Common Stock	13,915
Stock Option (Right to Buy)	\$ 15.45						<u>(1)</u>	08/04/2016	Common Stock	16,562
Stock Option (Right to Buy)	\$ 40.03						<u>(1)</u>	08/02/2017	Common Stock	12,574
Restricted Stock Units	\$ 0 <u>(2)</u>	08/02/2010		М	3	,747	08/02/2010	(3)	Common Stock	3,747
Stock Option (Right to Buy)	\$ 127.21						<u>(4)</u>	07/31/2018	Common Stock	2,926
Restricted Stock Units	\$ 0 <u>(2)</u>						07/31/2011	(3)	Common Stock	2,358
Stock Option (Right to Buy)	\$ 52.72						<u>(5)</u>	07/27/2019	Common Stock	6,611
Restricted Stock	\$ 0 <u>(2)</u>						07/27/2012	(3)	Common Stock	6,259

Units					
Stock Option (Right to Buy)	\$ 44.93	<u>(6)</u>	07/27/2020	Common Stock	10,130
Restricted Stock Units	\$ 0 <u>(2)</u>	07/27/2013	(3)	Common Stock	5,564

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
McLellan Richard N C/O THE MOSAIC COMPANY 3033 CAMPUS DRIVE, SUITE E490 PLYMOUTH, MN 55441			Sr Vice President-Commercial				
Signatures							
/s/ Richard L. Mack, Attorney in Fact for McLellan	Richard N.		08/04/2010				
<u>**</u> 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) This Stock Option is 100% exercisable.
- (2) One-for-One
- (3) Not Applicable
- Grant Date 07/31/2008; option becomes exercisable in three equal installments commencing on the first anniversary of the grant date and (4) on each anniversary thereafter.
- Grant Date 07/27/2009; option becomes exercisable in three equal installments commencing on the first anniversary of the grant date and (5) on each anniversary thereafter.
- Grant Date 07/27/2010; option becomes exercisable in three equal installments commencing on the first anniversary of the grant date and (6) on each anniversary thereafter.
- (7) Shares withheld to cover tax liability incurred as a result of vesting of Restricted Stock Units.

Note: File three copies of this Form, one of which must be manually signed. If space 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.