

McLellan Richard N
Form 4
March 05, 2019

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 *
McLellan Richard N

(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)
03/03/2019

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 below) ____ Other (specify below)
Senior VP-Mosaic Fertilizantes

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)
Common Stock	03/03/2019		A ⁽¹⁾	14,388	A \$ 0 79,538	D	
Common Stock	03/03/2019		F ⁽²⁾	5,662	D \$ 31 73,876	D	

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

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SEC 1474
(9-02)

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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. 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)		8. F Der Sec (Ins
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 52.72					(3)	07/27/2019	Common Stock	6,611	
Stock Option (Right to Buy)	\$ 44.93					(3)	07/27/2020	Common Stock	10,130	
Stock Option (Right to Buy)	\$ 70.62					(3)	07/21/2021	Common Stock	6,460	
Stock Option (Right to Buy)	\$ 57.62					(3)	07/19/2022	Common Stock	11,655	
Stock Option (Right to Buy)	\$ 54.03					(3)	07/18/2023	Common Stock	15,783	
Stock Option (Right to Buy)	\$ 49.73					(3)	03/07/2024	Common Stock	17,740	
Stock Option (Right to Buy)	\$ 50.43					(3)	03/05/2025	Common Stock	20,519	
Stock Option (Right to	\$ 28.49					(3)	03/03/2026	Common Stock	43,807	

Buy)

Stock

Option
(Right to
Buy)

\$ 30.42

(4)

03/02/2027

Common
Stock

37,000

Restricted

Stock
Units\$ 0 (5)

03/08/2021

(6)Common
Stock

14,657

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

McLellan Richard N
C/O THE MOSAIC COMPANY
3033 CAMPUS DRIVE, SUITE E490
PLYMOUTH, MN 55441

Senior VP-Mosaic Fertilizantes

Signatures

/s/ Mark J. Isaacson, Attorney in Fact for Richard N.
McLellan

03/05/2019

 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) Shares issued to reporting person upon the vesting of a performance unit award granted to reporting person on March 3, 2016. The performance unit award was not a derivative security.
- (2) Shares sold to cover tax liability incurred as a result of most recent vesting of performance units.
- (3) This Stock Option is 100% exercisable.
- (4) 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.
- (5) One-for-One
- (6) 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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