Bryan Ronald Form 4 March 12, 2010

# FORM 4

#### **OMB APPROVAL**

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Bryan Ronald Issuer Symbol **COMPASS MINERALS** (Check all applicable) INTERNATIONAL INC [CMP] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner \_X\_\_ Officer (give title \_ Other (specify (Month/Day/Year) below) below) 9900 WEST 109TH STREET 03/10/2010 VP and General Manager (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

### OVERLAND PARK, KS 66210

(City)	(State) 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	3. Transaction	4. Securities onAcquired (A) or Disposed of (D)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial				
		(Month/Day/Year)	(Instr. 8)  Code V	(Instr. 3, 4 and 5)  (A)  or  Amount (D) Pr.	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)				
Common Stock					3,463	D					
Common Stock					134 (1)	I	Company 401 (k) Plan				

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Person

## Edgar Filing: Bryan Ronald - Form 4

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$ 

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. Transactic Code (Instr. 8)	Securities	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	Amoun or Numbe of Shar
Restricted Stock Unit	\$ 0					03/12/2010	03/12/2010	Common Stock	3,300
Restricted Stock Unit	\$ 0					03/10/2011	03/10/2011	Common Stock	2,540
Restricted Stock Unit	\$ 0					03/10/2012	03/10/2012	Common Stock	2,750
Restricted Stock Unit	\$ 0 (2)	03/10/2010		A(3)	1,974	03/10/2013	03/10/2013	Common Stock	1,974
Stock Option (Right to Buy)	\$ 23.47					11/16/2006	11/16/2012	Common Stock	21,50
Stock Option (Right to Buy)	\$ 25.69					01/23/2007	01/23/2013	Common Stock	21,50
Stock Option (Right to Buy)	\$ 33.44					03/12/2008	03/12/2014	Common Stock	10,00
Stock Option (Right to Buy)	\$ 55.12					03/11/2009	03/11/2015	Common Stock	8,07
Stock Option (Right to Buy)	\$ 58.99					03/10/2010	03/10/2016	Common Stock	8,453
Stock Opton (Right to Buy)	\$ 78.51	03/10/2010		A(4)	5,524	03/10/2011	03/10/2017	Common Stock	5,524
Performance Stock Unit (5)	\$ 0 (6)	03/10/2010		A(5)	509	03/10/2013	03/10/2013	Common Stock	509 <u>(</u>

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Bryan Ronald

9900 WEST 109TH STREET OVERLAND PARK, KS 66210 VP and General Manager

### **Signatures**

/s/ Robert E. Marsh (Attorney-In-Fact)

03/12/2010

\*\*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 information in this report is based on a 401(k) plan statement dated as of 03-10-10.
- (2) All Restricted Stock Units have a conversion price of \$0.00.
- (3) Restricted Stock Units granted: 3 year cliff vest on 3-10-13.
- (4) Stock options granted: vesting 25% after year one and then 25% per year thereafter.
  - The performance stock units ("PSUs") will be divided into three approximately equal tranches, each having a performance period of one year. On the third anniversary of the grant date, the PSUs will vest based on achievement of total shareholder return ("TSR") performance goals for each tranche. Once vested, payout for PSU's can range from 0% to 150% based on the Company's TSR percentile compared to
- the TSR of the companies comprising the Russell 2000 Index. TSR is measured generally as the increase or decrease in the market value of Company common stock including the reinvestment of dividends. If a participant terminates employment prior to the third anniversary of the grant date, the PSUs will be forfeited except in the case of death or disability. If a change of control occurs before the third anniversary of the grant date, PSUs not previously forfeited will vest and be distributed immediately. PSUs have no voting or dividend rights.
- (6) All Performance Stock Units have a conversion price of \$0.00.
- (7) The grant amount of 509 PSUs assumes 100% vesting. Since payout for PSUs can range from 0% to 150%, the maximum number of shares that could vest and be distributed is 764.

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.

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