#### Edgar Filing: COMPASS MINERALS INTERNATIONAL INC - Form 4

#### COMPASS MINERALS INTERNATIONAL INC

Form 4 March 06, 2013

FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB** 

Expires:

**OMB APPROVAL** 

Washington, D.C. 20549

3235-0287 Number:

if no longer subject to Section 16. Form 4 or

Check this box

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

January 31, 2005 Estimated average

Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction

30(h) of the Investment Company Act of 1940 1(b).

(Middle)

(Print or Type Responses)

1. Name and Address of Reporting Person \*

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

UNDERDOWN RODNEY L

Symbol

(Check all applicable)

(Last) (First) INTERNATIONAL INC [CMP]

COMPASS MINERALS

3. Date of Earliest Transaction

Director 10% Owner

C/O COMPASS MINERALS

(Month/Day/Year) 03/05/2013

X\_ Officer (give title Other (specify below) Vice President & CFO

**INTERNATIONAL INC, 9900** WEST 109TH STREET, SUITE 100

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

OVERLAND PARK, KS 66210

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s)

50,758

or (Instr. 3 and 4) Price Amount (D)

\$0

Common 03/05/2013 Stock

Code V V 800 G D

D

Company

Common Stock

309

Ι 401(k) Plan (1)

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

(Month/Day/Year)

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SEC 1474 (9-02)

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#### number.

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			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
Restricted Stock Unit	\$ 0					03/10/2013	03/10/2013	Common Stock	1,974
Restricted Stock Unit	\$ 0					03/10/2014	03/10/2014	Common Stock	1,966
Restricted Stock Unit	\$ 0					03/12/2015	03/12/2015	Common Stock	2,441
Stock Option (Right to Buy)	\$ 33.44					03/12/2008	03/12/2014	Common Stock	10,000
Stock Option (Right to Buy)	\$ 55.12					03/10/2009	03/10/2015	Common Stock	8,071
Stock Option (Right to Buy)	\$ 58.99					03/10/2010	03/10/2016	Common Stock	8,453
Stock Option (Right to Buy)	\$ 78.51					03/10/2011	03/10/2017	Common Stock	5,524
Stock Option (Right to Buy)	\$ 86.47					03/10/2012	03/10/2018	Common Stock	4,429
Stock Option (Right to Buy)	\$ 71.69					03/12/2013	03/12/2019	Common Stock	5,358
Performance Share Unit	\$ 0					03/10/2013	03/10/2013	Common Stock	509
Performance Share Unit	\$ 0					03/10/2014	03/10/2014	Common Stock	1,386

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Performance Stock Unit \$ 0

03/12/2015 03/12/2015

Common Stock

1,678

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

UNDERDOWN RODNEY L C/O COMPASS MINERALS INTERNATIONAL INC 9900 WEST 109TH STREET, SUITE 100 OVERLAND PARK, KS 66210

Vice President & CFO

### **Signatures**

/s/ Robert E. Marsh as Attorney-in-Fact 03/06/2013

\*\*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 03-05-2013.

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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