

MOSAIC CO
Form 4
August 03, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
PERTZ DOUGLAS A

(Last) (First) (Middle)

100 SOUTH SAUNDERS ROAD, SUITE 300

(Street)

LAKE FOREST, IL 60045

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MOSAIC CO [MOS]

3. Date of Earliest Transaction (Month/Day/Year)
08/01/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock | 08/01/2005 | | M | 32,500 A \$ 12.99 | 98,462.52 | D | |
| Common Stock | 08/01/2005 | | S ⁽¹⁾ | 32,500 D \$ 17.5 | 65,962.52 | 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. 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number of Shares |
| Stock Option (right to buy) | \$ 18.1875 | | | | | 10/22/2004 08/28/2008 | Common Stock 320 |
| Stock Option (right to buy) | \$ 18.1875 | | | | | 10/22/2004 08/28/2008 | Common Stock 180 |
| Stock Option (right to buy) | \$ 14.3125 | | | | | 10/22/2004 10/01/2009 | Common Stock 275 |
| Stock Option (right to buy) | \$ 15.0312 | | | | | 10/22/2004 02/22/2010 | Common Stock 254 |
| Stock Option (right to buy) | \$ 15.0625 | | | | | 10/22/2004 03/30/2010 | Common Stock 124 |
| Stock Option (right to buy) | \$ 13.55 | | | | | 10/22/2004 02/28/2011 | Common Stock 325 |
| Stock Option (right to buy) | \$ 12.99 | 08/01/2005 | | M | 32,500 | 10/22/2004 01/02/2012 | Common Stock 220 |
| Stock Option (right to buy) | \$ 10.76 | | | | | 10/22/2004 01/02/2013 | Common Stock 32 |
| Grant of Restricted Stock Units | \$ 0 | | | | | 11/30/2007 ⁽²⁾ | Common Stock 3, |

