

MOSAIC CO

Form 4

January 04, 2007

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

OMB
Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Corrigan Fredric W

(Last) (First) (Middle)

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)
01/01/2007

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)	
Common Stock				(A) or (D)	Price	250	I By Spouse	
Common Stock	01/01/2007		A	179,201	A	\$ 0 ⁽⁴⁾	194,201	D
Common Stock	01/01/2007		F	72,121	D	\$ 21.36	122,080	D

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control**

SEC 1474
(9-02)

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. 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 Underlying Security (Instr. 3 and 4)	Amount Owned
Restricted Stock Units	\$ 0 ⁽³⁾	01/01/2007		C	86,437 ⁽⁴⁾	⁽¹⁾ ⁽¹⁾	Common Stock	8
Stock Option (Right to Buy)	\$ 15.04					01/01/2007 ⁽⁵⁾ 12/31/2009 ⁽⁵⁾	Common Stock	28
Restricted Stock Units	\$ 0 ⁽³⁾	01/01/2007		C	92,764 ⁽⁴⁾	⁽¹⁾ ⁽¹⁾	Common Stock	9
Stock Option (Right to Buy)	\$ 17.29					01/01/2007 ⁽⁵⁾ 12/31/2009 ⁽⁵⁾	Common Stock	27
Restricted Stock Units	\$ 0 ⁽³⁾					08/04/2009 ⁽¹⁾	Common Stock	9
Stock Option (Right to Buy)	\$ 15.45					08/04/2007 ⁽²⁾ 12/31/2011 ⁽⁶⁾	Common Stock	27
Restricted Stock Unit	\$ 0 ⁽³⁾					10/06/2009 ⁽¹⁾	Common Stock	1

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Corrigan Fredric W 3033 CAMPUS DRIVE SUITE E490	X			

PLYMOUTH, MN 55441

Signatures

s/Richard L. Mack, Attorney in fact for Fredric W.
Corrigan

01/04/2007

__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) Not applicable.
- (2) Vests 33.33% on 8/4/2007, 8/4/2008 and 8/4/2009.
- (3) one-for-one
- (4) Conversion of restricted stock units upon retirement as chief executive officer.
- (5) Acceleration of vesting and expiration in accordance with terms of option agreement.
- (6) Acceleration of expiration in accordance with terms of option agreement.

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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