

MOSAIC CO

Form 4

August 14, 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  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BENTELE RAYMOND F

(Last) (First) (Middle)

2320 TODFORTH WAY

(Street)

ST. LOUIS, MO 63131

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/10/2007

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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	08/10/2007		M		2,000	A	\$ 35.0313	3,568	D
Common Stock	08/10/2007		M		2,500	A	\$ 34.875	6,068	D
Common Stock	08/10/2007		M		2,500	A	\$ 22.6562	8,568	D
Common Stock	08/10/2007		M		2,500	A	\$ 14.6563	11,068	D
Common Stock	08/10/2007		M		2,500	A	\$ 10.815	13,658	D
	08/10/2007		M		9,800	A	\$ 12.15	23,368	D

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Common  
Stock

Common Stock	08/10/2007	M	9,150	A	\$ 9.75	32,518	D
Common Stock	08/10/2007	M	7,800	A	\$ 11.59	40,318	D
Common Stock	08/10/2007	S	1,250	D	\$ 39	39,068	D
Common Stock	08/10/2007	S	3,300	D	\$ 39.08	35,768	D
Common Stock	08/10/2007	S	1,300	D	\$ 39.075	34,468	D
Common Stock	08/10/2007	S	28,400	D	\$ 39.07	6,068	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)

**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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (right to buy)	\$ 35.0313	08/10/2007		M	2,000	10/22/2004 08/21/2007		Common Stock	2,000
Stock Option (right to buy)	\$ 34.875	08/10/2007		M	2,500	10/22/2004 05/12/2008		Common Stock	2,500
Stock Option	\$ 22.6562	08/10/2007		M	2,500	10/22/2004 04/27/2009		Common Stock	2,500

(right to  
buy)

Stock Option (right to buy)	\$ 14.6563	08/10/2007	M	2,500	10/22/2004	04/25/2010	Common Stock	2,500
Stock Option (right to buy)	\$ 10.815	08/10/2007	M	2,500	10/22/2004	05/11/2011	Common Stock	2,500
Stock Option (right to buy)	\$ 12.15	08/10/2007	M	9,800	10/22/2004	05/10/2012	Common Stock	9,800
Stock Option (right to buy)	\$ 9.75	08/10/2007	M	9,150	10/22/2004	05/16/2013	Common Stock	9,150
Stock Option (right to buy)	\$ 11.59	08/10/2007	M	7,800	10/22/2004	05/14/2014	Common Stock	7,800
Restricted Stock Units	\$ 0 <sup>(1)</sup>				11/30/2007	<sup>(2)</sup>	Common Stock	3,452
Restricted Stock Units	\$ 0 <sup>(1)</sup>				08/01/2008	<sup>(2)</sup>	Common Stock	3,470
Restricted Stock Units	\$ 0 <sup>(1)</sup>				08/04/2009	<sup>(2)</sup>	Common Stock	4,207
Restricted Stock Units	\$ 0 <sup>(1)</sup>				08/02/2010	<sup>(2)</sup>	Common Stock	1,624

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENTELE RAYMOND F 2320 TODFORTH WAY ST. LOUIS, MO 63131	X			

## Signatures

/s/ Philip E. Bauer, Attorney in fact for Raymond F.  
Bentele

08/13/2007

\_\_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) One for one

(2) 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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