

COMPASS MINERALS INTERNATIONAL INC

Form 4

March 23, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Miller Robert Dana

(Last) (First) (Middle)

C/O COMPASS MINERALS
INTERNATIONAL, INC., 9900
WEST 109TH STREET, SUITE 100

(Street)

OVERLAND PARK, KS 66210

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

COMPASS MINERALS
INTERNATIONAL INC [CMP]3. Date of Earliest Transaction
(Month/Day/Year)
03/19/20154. 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)
Senior Vice President6. 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 Ownership (Instr. 4)
Common Stock	03/19/2015		M	1,155 A	\$ 87.18 1,155	D	
Common Stock	03/19/2015		S	1,155 D	\$ 94.73 0	D	
Common Stock					47	I ⁽²⁾	Company 401(k) Plan

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	\$ 0							11/01/2016	11/01/2016	Common Stock	2,65
Restricted Stock Unit	\$ 0							03/10/2017	03/10/2017	Common Stock	860
Restricted Stock Unit	\$ 0							03/12/2018	03/12/2018	Common Stock	1,99
Restricted Stock Unit	\$ 0							03/10/2018	03/10/2018	Common Stock	1,09
Stock Option(Right to Buy)	\$ 75.21							11/01/2014	11/01/2020	Common Stock	7,91
Stock Option (Right to Buy)	\$ 87.18	03/19/2015		M		1,155		03/10/2015	03/10/2021	Common Stock	4,62
Stock Option (Right to Buy)	\$ 91.75							03/10/2016	03/10/2022	Common Stock	6,62
Performance Stock Unit	\$ 0							03/10/2017	03/10/2017	Common Stock	1,41
Performance Stock Unit	\$ 0							03/12/2018	03/12/2018	Common Stock	3,76
Performance Stock Unit(rTSR)	\$ 0							03/10/2018	03/10/2018	Common Stock	900
	\$ 0							03/10/2018	03/10/2018		1,09

Performance
Stock
Unit(ROIC)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Miller Robert Dana C/O COMPASS MINERALS INTERNATIONAL, INC. 9900 WEST 109TH STREET, SUITE 100 OVERLAND PARK, KS 66210			Senior Vice President	

Signatures

/s/Robert E. Marsh, Attorney
in Fact

03/23/2015

__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 1,155 shares were sold for \$94.73.
- (2) The information in this report is based on a 401(k) plan statement dated as of 03-09-15.
- (3) This transaction is the exercise of a derivative security. See column 2 for the exercise price.

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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