

Bucan Gerald  
Form 4  
March 12, 2013

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Bucan Gerald

2. Issuer Name **and** Ticker or Trading  
Symbol  
COMPASS MINERALS  
INTERNATIONAL INC [CMP]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
9900 W. 109TH ST.  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/10/2013

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
VP and General Manager

OVERLAND PARK, KS 66210

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 03/10/2013                              |                                                             | M                                    | 1,974 A                                                                 | \$ 0 6,537                                                                                                         | D                                                                    |                                                                   |
| Common<br>Stock                       | 03/11/2013                              |                                                             | F                                    | 677 D                                                                   | \$ 76.73<br>(1) 5,860                                                                                              | D                                                                    |                                                                   |
| Common<br>Stock                       | 03/10/2013                              |                                                             | M                                    | 507 A                                                                   | \$ 0 6,367                                                                                                         | D                                                                    |                                                                   |
| Common<br>Stock                       | 03/11/2013                              |                                                             | F                                    | 162 D                                                                   | \$ 76.6<br>(2) 6,205                                                                                               | D                                                                    |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         | 238 (3)                                                                                                            | I                                                                    | Company<br>401(k)                                                 |

Plan

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 number.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | 8. Amount or<br>Number of<br>Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|-------------------------------------|
| Restricted<br>Stock Unit                            | \$ 0                                                               | 03/10/2013                              |                                                             | M                                    | 1,974                                                                                                     | 03/10/2013 03/10/2013                                          | Common<br>Stock                                                | 1,974                               |
| Restricted<br>Stock Unit                            | \$ 0                                                               |                                         |                                                             |                                      |                                                                                                           | 03/10/2014 03/10/2014                                          | Common<br>Stock                                                | 1,974                               |
| Restricted<br>Stock Unit                            | \$ 0                                                               |                                         |                                                             |                                      |                                                                                                           | 03/12/2015 03/12/2015                                          | Common<br>Stock                                                | 2,961                               |
| Restricted<br>Stock Unit                            | \$ 0                                                               | 03/11/2013                              |                                                             | A <sup>(5)</sup>                     | 1,948                                                                                                     | 03/11/2016 03/11/2016                                          | Common<br>Stock                                                | 1,948                               |
| Stock Option<br>(Right to<br>buy)                   | \$ 36                                                              |                                         |                                                             |                                      |                                                                                                           | 11/12/2008 11/12/2014                                          | Common<br>Stock                                                | 8,333                               |
| Stock Option<br>(Right to<br>Buy)                   | \$ 58.99                                                           |                                         |                                                             |                                      |                                                                                                           | 03/10/2010 03/10/2016                                          | Common<br>Stock                                                | 8,333                               |
| Stock Option<br>(Right to<br>Buy)                   | \$ 78.51                                                           |                                         |                                                             |                                      |                                                                                                           | 03/10/2011 03/10/2017                                          | Common<br>Stock                                                | 5,000                               |
| Stock Option<br>(Right to<br>Buy)                   | \$ 86.47                                                           |                                         |                                                             |                                      |                                                                                                           | 03/10/2012 03/10/2018                                          | Common<br>Stock                                                | 3,333                               |
| Stock Option<br>(Right to<br>Buy)                   | \$ 71.69                                                           |                                         |                                                             |                                      |                                                                                                           | 03/12/2013 03/12/2019                                          | Common<br>Stock                                                | 4,000                               |
|                                                     | \$ 76.99                                                           | 03/11/2013                              |                                                             | A <sup>(6)</sup>                     | 4,839                                                                                                     | 03/11/2014 03/11/2020                                          |                                                                | 4,839                               |

|                                          |                     |            |                  |            |            |            |                 |                 |  |
|------------------------------------------|---------------------|------------|------------------|------------|------------|------------|-----------------|-----------------|--|
| Stock Option<br>(Right to<br>Buy)        |                     |            |                  |            |            |            |                 | Common<br>Stock |  |
| Performance<br>Stock Unit                | \$ 0                | 03/10/2013 | M                | 507<br>(7) | 03/10/2013 | 03/10/2013 | Common<br>Stock | 50              |  |
| Performance<br>Stock Unit                | \$ 0                |            |                  |            | 03/10/2014 | 03/10/2014 | Common<br>Stock | 1               |  |
| Performance<br>Stock Unit                | \$ 0                |            |                  |            | 03/12/2015 | 03/12/2015 | Common<br>Stock | 1               |  |
| Performance<br>Stock Unit <sup>(9)</sup> | \$ 0 <sup>(8)</sup> | 03/11/2013 | A <sup>(9)</sup> | 1,447      | 03/11/2016 | 03/11/2016 | Common<br>Stock | 1               |  |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                        |       |
|--------------------------------------------------------------|---------------|-----------|------------------------|-------|
|                                                              | Director      | 10% Owner | Officer                | Other |
| Bucan Gerald<br>9900 W. 109TH ST.<br>OVERLAND PARK, KS 66210 |               |           | VP and General Manager |       |

## Signatures

/s/ Robert E. Marsh,  
Attorney-In-Fact

03/12/2013

           \*\*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 677 shares were traded in blocks ranging in price from \$76.19 to \$77.02. \$76.73 is the weighted average price. Information regarding the number of shares sold at each separate price is available upon request by the SEC staff, the issuer, or any security holder of the issuer.
- (2) The 162 shares were traded in blocks ranging in price from \$76.41 to \$76.88. \$76.60 is the weighted average price. Information regarding the number of shares sold at each separate price is available upon request by the SEC staff, the issuer, or any security holder of the issuer.
- (3) The information in this report is based on a 401(k) plan statement dated as of 03-08-13.
- (4) All Restricted Stock Units have a conversion price of \$0.00.
- (5) Restricted Stock Units granted: 3 year cliff vest on 3-11-2016, provided performance threshold satisfied.
- (6) Stock options granted: vesting 25% after year one and then 25% per year thereafter.
- (7) Two shares forfeited based on performance threshold under award agreement.
- (8) All Performance Stock Units have a conversion price of \$0.00.
- (9) Performance Stock Units are divided into three approximately equal tranches, each having a performance period of one year. On the third anniversary of the grant date, PSUs vest based on achievement of total shareholder return ("TSR") performance goals for each tranche. Payout for vested PSUs ranges from 0% to 150% based on the Company's TSR percentile compared to the TSR of the companies comprising a market index. TSR is measured generally as the increase or decrease in the market value of Company common stock including the reinvestment of dividends. If a participant terminates employment prior to the third anniversary of the grant date, the

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PSUs will be forfeited except in the case of death or disability. Dividend equivalents are paid on PSUs earned in a year, subject to restrictions. PSUs have no voting rights.

- (10) The grant amount of 1,447 PSUs assumes 100% vesting. Since payout for PSUs can range from 0% to 150%, the maximum number of shares that could vest and be distributed is 2,170.

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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