

MOSAIC CO  
Form 8-K  
March 18, 2014

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): March 17, 2014**

**THE MOSAIC COMPANY**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-32327**  
**(Commission**  
  
**File Number)**

**20-1026454**  
**(IRS Employer**  
  
**Identification No.)**

**3033 Campus Drive**

**Suite E490**

**Plymouth, Minnesota**  
**(Address of principal executive offices)**

**55441**  
**(Zip Code)**

**Registrant's telephone number, including area code: (800) 918-8270**

**Not applicable**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On March 17, 2014, The Mosaic Company ( Mosaic ) purchased an aggregate of 5,774,070 shares, consisting of outstanding Class A Common Stock, Series A-2, and Class A Common Stock, Series A-3 (the Shares ). The purchase price was \$47.62 per share, resulting in a total purchase price of \$274,961,213.40 for the Shares.

This repurchase was made pursuant to one of the Share Repurchase Agreements dated February 14, 2014, with Cargill family member trusts as previously reported in Mosaic s Transition Report on Form 10-K filed with the Securities and Exchange Commission ( SEC ) for the transition period from June 1, 2013 to December 31, 2013 (the 10-K Report ).

On March 17, 2014, Mosaic completed its acquisition (the Closing ) of the Florida phosphate assets and assumption of certain related liabilities of CF Industries, Inc. ( CF Industries ) pursuant to the Asset Purchase Agreement with CF Industries as previously reported in Mosaic s Current Report on Form 8-K filed with the SEC on October 29, 2013 and the 10-K Report. Attached hereto as Exhibit 99.1 and incorporated by reference herein is a copy of Mosaic s press release relating to the Closing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

Reference is made to the Exhibit Index hereto with respect to the exhibit furnished herewith.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**THE MOSAIC COMPANY**

Date: March 18, 2014

By: /s/ Richard L. Mack  
Name: Richard L. Mack  
Title: Executive Vice President, General  
Counsel and Corporate Secretary

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 99.1               | Press release, dated March 17, 2014, of The Mosaic Company regarding its completion of the acquisition of CF Industries phosphate business |