

Bucan Gerald
Form 4
March 12, 2010

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
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(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)
03/10/2010

____ 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 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)
Common Stock			Code V	Amount (D) Price	110 ⁽¹⁾	I	Company 401(k) Plan

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

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information contained in this form are not
required to respond unless the form
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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)

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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)	Amount or Number of Shares
				Code	V	(A)	(D)	
Restricted Stock Unit	\$ 0					11/12/2010	11/12/2010	Common Stock 2,700
Restricted Stock Unit	\$ 0					03/10/2012	03/10/2012	Common Stock 2,750
Restricted Stock Unit	\$ 0 ⁽²⁾	03/10/2010		A ⁽³⁾	1,974	03/10/2013	03/10/2013	Common Stock 1,974
Stock Option (Right to buy)	\$ 36					11/12/2008	11/12/2014	Common Stock 8,100
Stock Option (Right to Buy)	\$ 58.99					03/10/2010	03/10/2016	Common Stock 8,453
Stock Option (Right to Buy)	\$ 78.51	03/10/2010		A ⁽⁴⁾	5,524	03/10/2011	03/10/2017	Common Stock 5,524
Performance Stock Unit ⁽⁵⁾	\$ 0 ⁽⁶⁾	03/10/2010		A ⁽⁵⁾	509 ⁽⁷⁾	03/10/2013	03/10/2013	Common Stock 509

Reporting Owners

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

Signatures

/s/ Robert E. Marsh,
Attorney-In-Fact 03/12/2010

 **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 information in this report is based on a 401(k) plan statement dated as of 03-10-10.
- (2) All Restricted Stock Units have a conversion price of \$0.00.
- (3) Restricted Stock Units granted: 3 year cliff vest on 3-10-13.
- (4) Stock options granted: vesting 25% after year one and then 25% per year thereafter.

The performance stock units ("PSUs") will be divided into three approximately equal tranches, each having a performance period of one year. On the third anniversary of the grant date, the PSUs will vest based on achievement of total shareholder return ("TSR") performance goals for each tranche. Once vested, payout for PSU's can range from 0% to 150% based on the Company's TSR percentile compared to the TSR of the companies comprising the Russell 2000 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 PSUs will be forfeited except in the case of death or disability. If a change of control occurs before the third anniversary of the grant date, PSUs not previously forfeited will vest and be distributed immediately. PSUs have no voting or dividend rights.

- (6) All Performance Stock Units have a conversion price of \$0.00.
- (7) The grant amount of 509 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 764.

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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