

COMPASS MINERALS INTERNATIONAL INC  
 Form 4  
 November 01, 2013

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

OMB APPROVAL  
 OMB Number: 3235-0287  
 Expires: January 31, 2015  
 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 \*  
 UNDERDOWN RODNEY L

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 CFO & Secretary

(Last) (First) (Middle)  
 C/O COMPASS MINERALS INTERNATIONAL INC, 9900 WEST 109TH STREET, SUITE 100  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 10/30/2013

OVERLAND PARK, KS 66210  
 (City) (State) (Zip)

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

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)	
				(A) or (D)	Price			
Common Stock	10/30/2013		S	12,000	D	75.55 <u>(1)</u>	38,758	D
Common Stock	11/01/2013		S	5,829	D	74.57 <u>(2)</u>	32,929	D
Common Stock						358 <u>(3)</u>		I
							Company 401(k) Plan	

Edgar Filing: COMPASS MINERALS INTERNATIONAL INC - Form 4

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.**

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)	8. Amount or Number of Shares
Restricted Stock Unit	\$ 0					03/10/2014 03/10/2014	Common Stock	1,966
Restricted Stock Unit	\$ 0					03/12/2015 03/12/2015	Common Stock	2,441
Restricted Stock Unit	\$ 0					03/11/2016 03/11/2016	Common Stock	2,208
Stock Option (Right to Buy)	\$ 55.12					03/10/2009 03/10/2015	Common Stock	8,071
Stock Option (Right to Buy)	\$ 58.99					03/10/2010 03/10/2016	Common Stock	8,453
Stock Option (Right to Buy)	\$ 78.51					03/10/2011 03/10/2017	Common Stock	5,524
Stock Option (Right to Buy)	\$ 86.47					03/10/2012 03/10/2018	Common Stock	4,429
Stock Option (Right to Buy)	\$ 71.69					03/12/2013 03/12/2019	Common Stock	5,358
Stock Option (Right to Buy)	\$ 76.99					03/11/2014 03/11/2020	Common Stock	5,484

