Edgar Filing: BRISIMITZAKIS ANGELO C - Form 4

BRISIMITZ Form 4 March 11, 20 FORN Check th if no long subject to Section 1 Form 4 of Form 5 obligatio may cont <i>See</i> Instru 1(b).	14 UNITED and UNITED and UNITED and UNITED and	STATES IENT O suant to a a) of the	Was F CHAN Section 1	Shington GES IN SECUF 6(a) of th tility Hol	, D.C. 20 BENEF RITIES ne Securi ding Cor	ICIA ties E	LOW Exchang y Act of	COMMISSION NERSHIP OF e Act of 1934, f 1935 or Sectio	OMB Number: Expires: Estimated burden hou response	irs per	
(Print or Type I	Responses)										
BRISIMITZAKIS ANGELO C Symbol COMI				2. Issuer Name and Ticker or Trading ymbol COMPASS MINERALS NTERNATIONAL INC [CMP]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Month.				3. Date of Earliest Transaction X Director (Month/Day/Year) X Officer (giv below) 03/10/2011 Chief				ve title 10% Owner below) Executive Officer			
				nth/Day/Year) Applicable Line) _X_ Form filed by Or				vint/Group Filing(Check One Reporting Person fore than One Reporting			
	D PARK, KS 662							Person			
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative	Secu	rities Acq	uired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any		Code (Instr. 8)	4. Securi on(A) or D (Instr. 3, Amount	ispose 4 and (A) or	d of (D)	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	03/10/2011			М	9,735	A	\$0	44,095	D		
Common Stock	03/11/2011			S	3,538	D	\$ 86.48 (1)	40,557	D		
Common Stock								416 <u>(2)</u>	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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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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numt of Sha
Restricted Stock Unit	\$ 0	03/10/2011		М	9,735	03/10/2011	03/10/2011	Common Stock	9,73
Restricted Stock Unit	\$ 0					03/10/2012	03/10/2012	Common Stock	12,6
Restricted Stock Unit	\$ 0					03/10/2013	03/10/2013	Common Stock	10,1
Restricted Stock Unit	\$ 0 <u>(3)</u>	03/10/2011		A <u>(4)</u>	8,789	03/10/2014	03/10/2014	Common Stock	8,78
Stock Opton (Right to Buy)	\$ 26.52					05/11/2007	05/11/2013	Common Stock	65,0
Stock Option (Right to Buy)	\$ 33.44					03/12/2008	03/12/2014	Common Stock	48,0
Stock Option (Right to Buy)	\$ 55.12					03/10/2009	03/10/2015	Common Stock	30,9
Stock Option (Right to Buy)	\$ 58.99					03/10/2010	03/10/2016	Common Stock	38,8
Stock Option (Right to Buy)	\$ 78.51					03/10/2011	03/10/2017	Common Stock	28,5
Stock Opton (Right to Buy)	\$ 86.47	03/10/2011		A <u>(5)</u>	19,421	03/10/2012	03/10/2018	Common Stock	19,4
	\$ 0					03/10/2013	03/10/2013		1,9

Performance Share Unit							Common Stock	
Performance Stock Unit (6)	\$ 0 <u>(7)</u>	03/10/2011	A <u>(6)</u>	6,075	03/10/2014	03/10/2014	Common Stock	6,0 (8)

Reporting Owners

Reporting Owner Name / Address	Relationships						
Teporang o mer ranto / raaross	Director	10% Owner	Officer	Other			
BRISIMITZAKIS ANGELO C 9900 WEST 109TH STREET SUITE 600 OVERLAND PARK, KS 66210	Х		Chief Executive Officer				
Signatures							
/s/ Robert E. Marsh as Attorney-in-Fact		03/11/2011					
**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).
- The 3,538 shares were traded in blocks ranging in price from \$85.63 to \$87.83. \$86.48 is the weighted average price. Information
 (1) 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 information in this report is based on a 401(k) plan statement dated as of 03/10/11.
- (3) All Restricted Stock Units have a conversion price of \$0.00.
- (4) Restricted Stock Units granted: 3 year cliff vest on 3-10-14.
- (5) Stock options granted: vesting 25% after year one and then 25% per year thereafter.

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

- (6) comprising the Russell 3000 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. Dividend equivalents are paid on PSUs earned in a year, subject to restrictions. PSUs have no voting rights.
- (7) All Performance Stock Units have a conversion price of \$0.00.
- (8) The grant amount of 6,075 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 9,112.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.