

MOSAIC CO  
Form 5  
July 16, 2007

**FORM 5**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
BEUG NORMAN B

2. Issuer Name and Ticker or Trading Symbol  
MOSAIC CO [MOS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
05/31/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Senior Vice President

BOX 7500

(Street)

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

6. Individual or Joint/Group Reporting (check applicable line)

REGINA, A A S O G O G O

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	Â	Â	Â	Â Â Â	12,000	D	Â

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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**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 of Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 30.656	Â	Â	Â	Â	Â	10/22/2004	06/18/2008	Common Stock	5,950
Stock Option (Right to Buy)	\$ 22.6562	Â	Â	Â	Â	Â	10/22/2004	04/27/2009	Common Stock	6,200
Stock Option (right to buy)	\$ 15.0312	Â	Â	Â	Â	Â	10/22/2004	02/22/2010	Common Stock	6,800
Stock Option (Right to Buy)	\$ 15.0312	Â	Â	Â	Â	Â	10/22/2004	02/22/2010	Common Stock	2,500
Stock Option (Right to Buy)	\$ 13.55	Â	Â	Â	Â	Â	10/22/2004	02/28/2011	Common Stock	7,000
Stock Option (Right to Buy)	\$ 10.71	Â	Â	Â	Â	Â	10/22/2004	11/05/2011	Common Stock	8,750
Stock Option (Right to Buy)	\$ 10.76	Â	Â	Â	Â	Â	10/22/2004	01/02/2013	Common Stock	22,000
Stock Option (Right to Buy)	\$ 10.19	Â	Â	Â	Â	Â	10/22/2004	01/02/2014	Common Stock	40,000
	\$ 0 <sup>(4)</sup>	Â	Â	Â	Â	Â	10/29/2008	Â <sup>(1)</sup>		9,974

