

COMPASS MINERALS INTERNATIONAL INC
 Form 4
 June 16, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
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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).

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 *
 DANTONI DAVID J

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)

3. Date of Earliest Transaction (Month/Day/Year)
 06/14/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O COMPASS MINERALS INTERNATIONAL, INC., 9900 WEST 109TH STREET, SUITE 600

(Street)

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

OVERLAND PARK, KS 66210

(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)
				(A) or (D)	Price		
Common Stock	06/14/2010		A	52 ⁽¹⁾	A \$ 77.83	14,346	I Directors Deferred Compensation Plan
Common Stock	06/14/2010		A	19 ⁽²⁾	A \$ 77.37	14,365	I Directors Deferred Compensation Plan
Common Stock						8,050	D

Common Stock 1,112 I Spouse IRA

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3)
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DANTONI DAVID J
C/O COMPASS MINERALS INTERNATIONAL, INC.
9900 WEST 109TH STREET, SUITE 600
OVERLAND PARK, KS 66210

X

Signatures

/s/ Robert E. Marsh,
Attorney-in-Fact

06/16/2010

**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).

Dividend equivalents on deferred stock units awarded before April 1, 2008 are determined under the 2004 Directors' Deferred

(1) Compensation Plan, as restated and amended, based on the average of the high and low trading price for Company stock for the date immediately preceding the dividend date.

(2)

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Dividend equivalents on deferred stock units awarded on and after April 1, 2008 are determined under Independent Director Deferred Stock Award Agreements, based on the closing price of Company stock for the first trading date immediately prior to the dividend date.

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. -term reserves to accommodate daily transactions. WellPoint common stock is valued at the closing price on the New York Stock Exchange on the last business day of the year.

Collective trust fund: Valued at the net unit value, as reported in the audited financial statements of the fund, of units held by the Plan.

The collective trust fund, which consisted of the Plan's investment in the Wells Fargo Stable Return Fund, is designed to deliver safety and stability by preserving principal and accumulating earnings. This fund is primarily invested in guaranteed investment contracts and synthetic investment contracts. Participant-directed withdrawals from the fund are not restricted; however, the Plan may be required to provide a one year redemption notice to withdraw assets from the fund. Participants in the Plan requesting fund-to-fund transfers must direct transfers to a non-competing fund for 90 days before transferring investments to a competing fund offered by the Plan. The fair value of this fund has been estimated based on the fair value of the underlying investment contracts in the fund as reported in the audited financial statements of the fund. The fair value differs from the contract value. As previously discussed in Note 2, contract value is the relevant measurement attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan.

Investments in the Wells Fargo Stable Return Fund were transferred to Vanguard from the prior custodian in January 2010; thus, all funds have now been moved to the current trustee.

Group annuity contract: Valued at fair value by discounting the related cash flows based on the guaranteed yield to maturity of the contract.

As of December 31, 2010, all funds invested in the group annuity contract were transferred to Vanguard; thus, all funds have now been moved to the Prime MM Fund, a mutual fund.

Life insurance contracts: Valued at the cash surrender value of the policies as reported by the insurer.

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WellPoint 401(k) Retirement Savings Plan

Notes to Financial Statements (continued)

4. Fair Value of Investments (continued)

A summary of fair value measurements by level for investments measured at fair value on a recurring basis is as follows:

	Level I	Level II	Level III	Total
December 31, 2010				
Mutual funds:				
Money market	\$ 472,483,500	\$	\$	\$ 472,483,500
Domestic equities	1,489,281,557			1,489,281,557
International equities	282,393,643			282,393,643
Fixed income	336,446,024			336,446,024
Life cycle	440,709,830			440,709,830
Equity securities	48,021			48,021
WellPoint Stock Fund		184,228,378		184,228,378
Life insurance contracts			79,003	79,003
Total	\$ 3,021,362,575	\$ 184,228,378	\$ 79,003	\$ 3,205,669,956

	Level I	Level II	Level III	Total
December 31, 2009				
Mutual funds:				
Money market	\$ 473,542,334	\$	\$	\$ 473,542,334
Domestic equities	1,299,013,157			1,299,013,157
International equities	258,208,972			258,208,972
Fixed income	300,395,034			300,395,034
Life cycle	320,107,927			320,107,927
Equity securities	42,292			42,292
WellPoint Stock Fund		208,346,394		208,346,394
Collective trust		5,460,519		5,460,519
Group annuity contract			12,211,821	12,211,821
Life insurance contracts			85,952	85,952
Total	\$ 2,651,309,716	\$ 213,806,913	\$ 12,297,773	\$ 2,877,414,402

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WellPoint 401(k) Retirement Savings Plan

Notes to Financial Statements (continued)

4. Fair Value of Investments (continued)

A reconciliation of the beginning and ending balances of assets measured at fair value on a recurring basis using Level III inputs for the years ended December 31, 2010 and 2009 is as follows:

	Group Annuity Contract	Life Insurance Contracts
Year ended December 31, 2010:		
Beginning balance at January 1, 2010	\$ 12,211,821	\$ 85,952
Interest income	423,787	
Distributions		(6,949)
Dispositions	(12,635,608)	
Ending balance at December 31, 2010	\$	\$ 79,003
Year ended December 31, 2009:		
Beginning balance at January 1, 2009	\$ 23,602,283	\$ 91,609
Interest income	820,215	
Distributions		(5,657)
Dispositions	(12,210,677)	
Ending balance at December 31, 2009	\$ 12,211,821	\$ 85,952

There were no transfers between Levels I and II during 2010 and 2009. The group annuity contract annual installments received December 31, 2010 and 2009 were invested in the Prime MM Fund and are shown as dispositions.

5. Reconciliation of the Financial Statements to the Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2010 and 2009 to the Form 5500:

	2010	2009
Net assets available for benefits per the financial statements	\$ 3,341,791,072	\$ 3,002,962,640
Add: Adjustment from contract value to fair value for fully benefit-responsive contracts		10,878
Net assets available for benefits per the Form 5500	\$ 3,341,791,072	\$ 3,002,973,518

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WellPoint 401(k) Retirement Savings Plan

Notes to Financial Statements (continued)

5. Reconciliation of the Financial Statements to the Form 5500 (continued)

The following is a reconciliation of total additions per the financial statements to total income per the Form 5500 for the year ended December 31, 2010:

Total additions per the financial statements	\$ 623,444,909
Less: Adjustment from contract value to fair value for fully benefit-responsive contracts at December 31, 2009	(10,878)
Total income per the Form 5500	\$ 623,434,031

6. Related-Party Transactions

As of December 31, 2010, the Plan owned approximately 3,193,983 shares of WellPoint common stock with a fair value of \$181,609,873. During 2010, the Plan had net sales of WellPoint common stock totaling \$19,797,716.

7. Income Tax Status

The Plan has received a determination letter from the IRS dated March 12, 2009, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code) and, therefore, the related trust is exempt from taxation under Section 501(a) of the Code. Subsequent to the issuance of the favorable determination letter, the Plan has been amended and restated. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Sponsor has indicated it will take any necessary steps to bring the Plan's operations into compliance with the Code.

GAAP requires plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2010, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions.

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WellPoint 401(k) Retirement Savings Plan

Schedule H, Line 4i Schedule of Assets (Held at End of Year)

December 31, 2010

EIN: 11-3713086

Plan Number: 003

(a)	(b)	(c)	(e)
		Description of investment	
		including maturity date,	
		interest rate, collateral and	
Identity of issuer, borrower,	lessor, or similar party	par or maturity value	Current Value
Shares of registered investment companies			
*	Dimensional Fund Advisors	US Vector Portfolio	\$ 107,090,726
*	Touchstone Sands Capital	Select Growth Fund Class Y	65,999,500
*	The Vanguard Group Mutual Funds		
		Prime Money Market Fund	470,254,510
		Institutional Index Fund	462,061,081
		Total Bond Market Index Fund Investor Shares	329,512,804
		Total International Stock Index Fund	278,962,477
		Wellington Fund Investor Shares	241,561,772
		PRIMECAP Fund Investor Shares	213,892,637
		Extended Market Index Fund Investor Shares	186,856,749
		Target Retirement 2025 Fund	158,956,791
		Windsor II Fund Investor Shares	118,828,301
		Target Retirement 2035 Fund	103,310,459
		Target Retirement 2015 Fund	91,925,664
		Explorer Fund Investor Shares	76,044,712
		Target Retirement 2045 Fund	46,280,856
		Target Retirement Income	29,234,545
		Target Retirement 2020 Fund	5,832,085
		Inflation-Protected Securities Fund Investor Shares	3,895,474
		Target Retirement 2010 Fund	1,992,493
		Target Retirement 2050 Fund	1,403,859
		Target Retirement 2030 Fund	935,599
		Target Retirement 2040 Fund	616,992
		Target Retirement 2005 Fund	220,487
			2,995,670,573

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WellPoint 401(k) Retirement Savings Plan

Schedule H, Line 4i Schedule of Assets (Held at End of Year)

December 31, 2010

EIN: 11-3713086

Plan Number: 003

(a)	(b)	(c)	(e)
	Identity of issuer, borrower, lessor, or similar party	Description of investment including maturity date, interest rate, collateral and Par or maturity value	Current value
*	WellPoint Stock Fund		184,228,378
	Brokerage Option Accounts		25,692,002
*	Participant loans	Interest rates range from 4.0% to 10.5%	123,500,584
	American Mayflower Life Insurance Company	Individual life insurance cash surrender values	79,003
			\$ 3,329,170,540

* Party-in-Interest

Note: As all investments are participant directed, column (d) is not applicable and has been eliminated.

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SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the Pension Committee of ATH Holding Company, LLC has duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

WELLPOINT 401(k) RETIREMENT SAVINGS PLAN

By: /s/ Randal L. Brown
Randal L. Brown

Chairman of the Pension Committee of ATH
Holding Company, LLC

Date: June 23, 2011

EXHIBIT INDEX

Exhibit Number	Description
23	Consent of Independent Registered Public Accounting Firm