

COMPASS MINERALS INTERNATIONAL INC
Form 8-K
June 13, 2014

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 12, 2014

Commission File Number 001-31921

Compass Minerals International, Inc.
(Exact name of registrant as specified in its charter)

Delaware 36-3972986
(State or other jurisdiction of incorporation) (I.R.S. Employer Identification No.)

9900 West 109th Street
Suite 100
Overland Park, KS 66210
(913) 344-9200
(Address of principal executive offices, zip code and telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure

On June 12, 2014, Compass Minerals International, Inc. (the “Company”) issued a press release announcing its intent to raise up to \$200.0 million in gross proceeds from an offering of its Senior Notes due 2024, pursuant to a confidential offering memorandum in a private placement under Rule 144A and Regulation S of the Securities Act of 1933, as amended. The Company also issued a press release announcing that that the Company priced and upsized its private placement offering (the “Notes Offering”) of \$250.0 million in aggregate principal amount of 4.875% Senior Notes due 2024. The Notes Offering is expected to close on June 23, 2014, subject to the satisfaction or waiver of customary closing conditions. A copy of the Company’s press releases are furnished pursuant to Item 7.01 as Exhibit 99.1 and Exhibit 99.2 to this Current Report on Form 8-K.

The information contained in this report shall not constitute an offer to sell or a solicitation of an offer to purchase any notes and shall not constitute an offer, solicitation or sale in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful.

The information contained in this Item 7.01 is being furnished and shall not be deemed “filed” with the Securities and Exchange Commission or otherwise incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.

Item 9.01. Financial Statements and Exhibits.

Exhibit No. Document Description

99.1 Press Release dated June 12, 2014.

99.2 Press Release dated June 12, 2014.

SIGNATURES

Pursuant to the requirements of Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

COMPASS MINERALS INTERNATIONAL, INC.

Date: June 13, 2014 /s/ Rodney L. Underdown
Rodney L. Underdown
Chief Financial Officer

EXHIBIT INDEX

| Exhibit No. | Document Description |
|-------------|------------------------------------|
| <u>99.1</u> | Press Release dated June 12, 2014. |
| <u>99.2</u> | Press Release dated June 12, 2014. |
