



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

DIVISION OF  
CORPORATION FINANCE

September 27, 2013

Via E-mail

Lawrence W. Stranghoener  
Executive Vice President and Chief Financial Officer  
The Mosaic Company  
3033 Campus Drive Suite E490  
Plymouth, MN 55441

**Re: The Mosaic Company  
Form 10-K for Fiscal Year Ended May 31, 2013  
Filed July 17, 2013  
File No. 001-32327**

Dear Mr. Stranghoener:

We have completed our review of your filing. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing include the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Lyn Shenk

Lyn Shenk  
Branch Chief