

## Stock Ownership Guidelines

*This Policy is being enacted pursuant to the authority delegated by the Board of Directors of Compass Minerals International, Inc. (the "Company") to its Compensation Committee.*

- Purpose:** Compass Minerals' Stock Ownership Guidelines ("Guidelines") align the interests of our directors and senior management with the interests of stockholders and promotes our commitment to sound corporate governance.
- Administration:** The Guidelines are interpreted by the Compensation Committee and administered by the Human Resources Department. The Compensation Committee may, from time to time, temporarily suspend, reevaluate and revise these guidelines to give effect to changes in our common stock, significant personal hardship or other factors it deems relevant.
- Participation:** The Guidelines apply to the Company's executive officers, Vice Presidents and Non-Executive Directors.
- Ownership Requirements:** The Compensation Committee has adopted the following equity ownership requirements for senior Company management to further align the interests of management with those of the Company's stockholders:

<u>POSITION</u>	<u>GUIDELINES</u>
CEO	5x salary
All Other Executive Officers	2x salary
Vice Presidents	1x salary
Non-Executive Directors	5x annual cash retainer

- Stock Counted:** For purposes of the Guidelines, restricted stock units, whether vested or unvested, earned performance stock units, and director deferred stock units count toward the ownership guideline for senior management and non-executive directors. Options do not count toward the ownership guideline for senior management until exercised and issued as Company stock.
- Compliance Period and Retention Requirements:** Participants are required to achieve their ownership requirements within five years of becoming subject to the Guidelines. If a participant's ownership guideline increases because of a change in title, a five-year period to achieve the incremental guideline begins upon promotion. Until the applicable ownership guideline level is achieved, participants are required to retain all net shares (as defined below) received as a result of the vesting, payment or distribution of any restricted stock units, performance stock units or director deferred stock units. "Net shares" are those shares that remain after shares are sold or netted to pay any applicable withholding taxes.

Once achieved, ownership must be maintained for as long as the individual is subject to the Guidelines. If a participant falls below the applicable ownership guideline, the participant will not be required to purchase additional shares to meet the guideline, but will be required to retain all

net shares received as a result of the vesting, payment or distribution of any restricted stock units, performance stock units or director deferred stock units until the applicable ownership guideline level is achieved.

7. **Compliance Measurement:** Compliance with the Guidelines will be reported to the Compensation Committee at its May meeting each year. Compliance with the Guidelines will be measured based on the volume weighted average price of the Company's common stock for the one-year period immediately preceding and ending on April 15 of each year (or the next trading day if April 15 is not a trading day). This calculation will be used until the following year's report to the Compensation Committee to determine if a participant has met his or her applicable ownership guideline and the level of ownership required to be retained pursuant to Section 6 of the Guidelines.