

The Mosaic Company

BMO Capital Markets 2014 Farm to Market Conference

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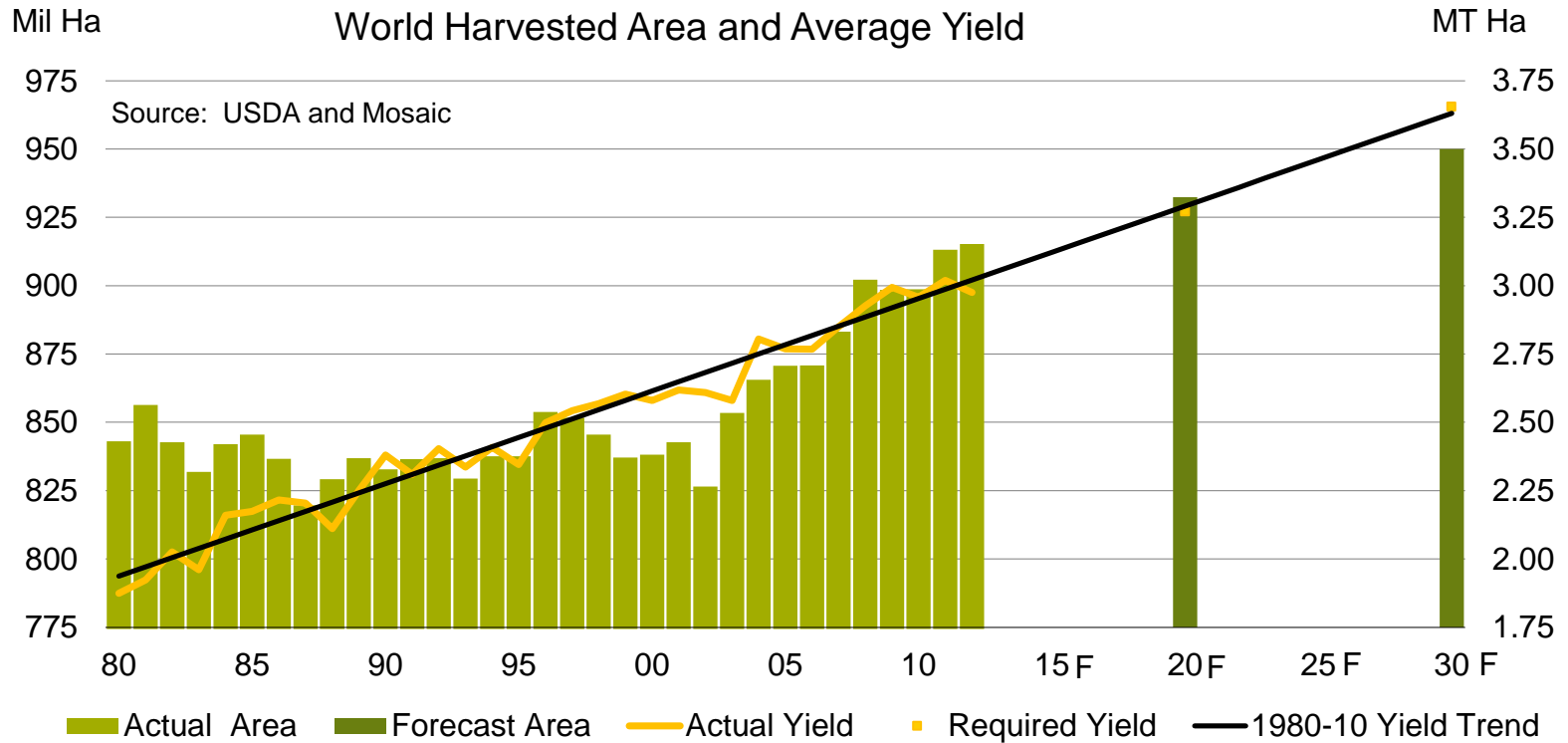


Safe Harbor Statement

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements include, but are not limited to, statements about the acquisition and assumption of certain related liabilities of the Florida phosphate assets of CF Industries, Inc. ("CF") and the ammonia supply agreements with CF; the benefits of the transactions with CF; repurchases of stock; other proposed or pending future transactions or strategic plans and other statements about future financial and operating results. Such statements are based upon the current beliefs and expectations of The Mosaic Company's management and are subject to significant risks and uncertainties. These risks and uncertainties include but are not limited to risks and uncertainties arising from difficulties with realization of the benefits of the transactions with CF, including the risks that the acquired assets may not be integrated successfully or that the cost or capital savings from the transactions may not be fully realized or may take longer to realize than expected, or the price of natural gas or ammonia changes to a level at which the natural gas based pricing under one of the long term ammonia supply agreements with CF becomes disadvantageous to Mosaic; customer defaults; the effects of Mosaic's decisions to exit business operations or locations; the predictability and volatility of, and customer expectations about, agriculture, fertilizer, raw material, energy and transportation markets that are subject to competitive and other pressures and economic and credit market conditions; the level of inventories in the distribution channels for crop nutrients; changes in foreign currency and exchange rates; international trade risks and other risks associated with Mosaic's international operations and those of joint ventures in which Mosaic participates, including the risk that protests against natural resource companies in Peru extend to or impact the Miski Mayo mine; changes in government policy; changes in environmental and other governmental regulation, including greenhouse gas regulation, implementation of numeric water quality standards for the discharge of nutrients into Florida waterways or possible efforts to reduce the flow of excess nutrients into the Mississippi River basin or the Gulf of Mexico; further developments in judicial or administrative proceedings, or complaints that Mosaic's operations are adversely impacting nearby farms, business operations or properties; difficulties or delays in receiving, increased costs of or challenges to necessary governmental permits or approvals or increased financial assurance requirements; resolution of global tax audit activity; the effectiveness of the Company's processes for managing its strategic priorities; the ability of the Northern Promise joint venture among Mosaic, Ma'aden and SABIC to obtain project financing in acceptable amounts and upon acceptable terms, the future success of current plans for the joint venture and any future changes in those plans; adverse weather conditions affecting operations in Central Florida, the Mississippi River basin, the Gulf Coast of the United States or Canada, and including potential hurricanes, excess heat, cold, snow, rainfall or drought; actual costs of various items differing from management's current estimates, including, among others, asset retirement, environmental remediation, reclamation or other environmental regulation, Canadian resources taxes and royalties, the liabilities Mosaic assumed in the Florida phosphate assets acquisition or the cost of Mosaic's commitments to repurchase its stock; reduction of Mosaic's available cash and liquidity, and increased leverage, due to its use of cash and/or available debt capacity to fund share repurchases, financial assurance requirements and strategic investments; brine inflows at Mosaic's Esterhazy, Saskatchewan, potash mine or other potash shaft mines; other accidents and disruptions involving Mosaic's operations, including potential mine fires, floods, explosions, seismic events or releases of hazardous or volatile chemicals, as well as other risks and uncertainties reported from time to time in The Mosaic Company's reports filed with the Securities and Exchange Commission. Actual results may differ from those set forth in the forward-looking statements.

Industry Overview

Long-term Trend Is Up



Yield growth required to keep up with demand



Our Current Operating Environment

Logistics

- ❑ Rail constrained:
 - US & Canada
 - Resolution timing uncertain
- ❑ Mississippi opens behind schedule
- ❑ Increased distributor risk appetite

Phosphates

- ❑ Market prices up since Q4'13:
 - Strong demand
 - Global logistics constraints
- ❑ Q2/H2 considerations:
 - Seasonal price softening
 - India demand & China exports

Potash

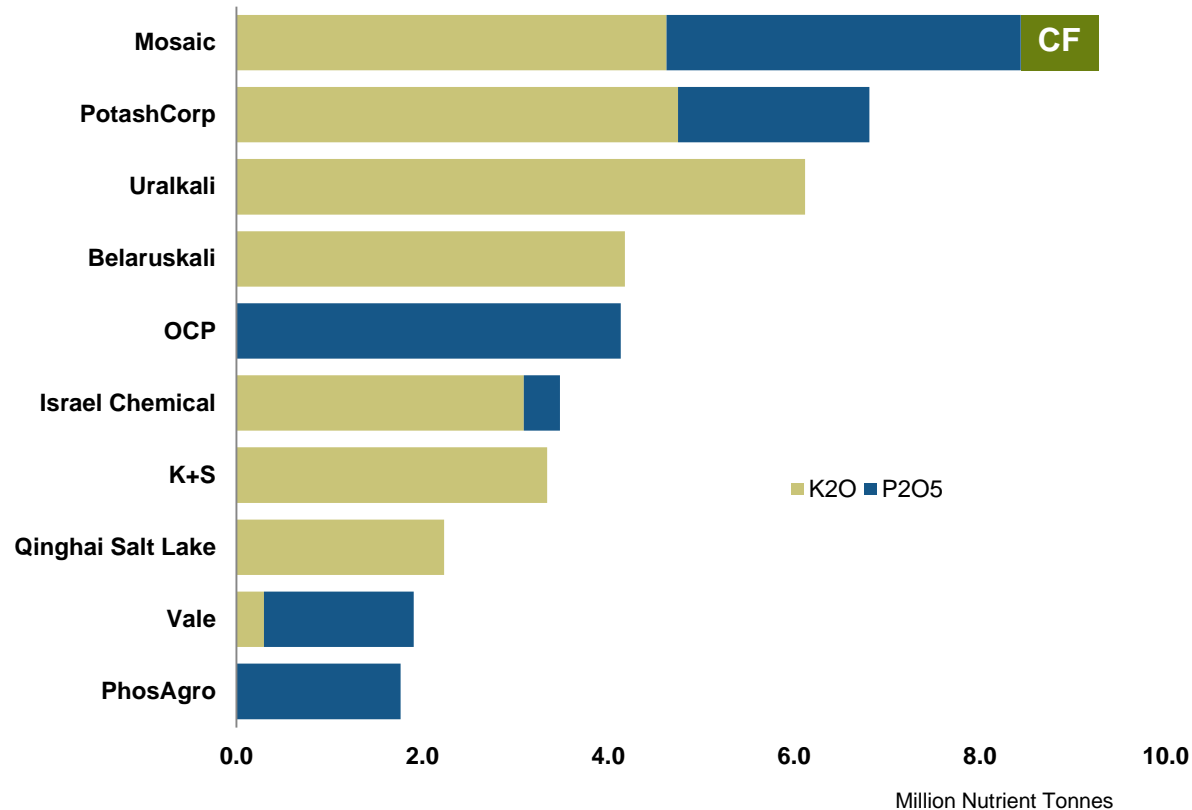
- ❑ Volumes:
 - Leveraged warehouse positioning
 - Shipment lag impacted production and margins
- ❑ Q2/H2 considerations:
 - India demand
 - Resolution of logistical constraints and N.A. fill demand

What Differentiates Mosaic



The Largest Potash and Phosphates Company

World's Largest P + K Companies



Source: IFA, CRU, Fertecon and Mosaic

Based on 2013 production

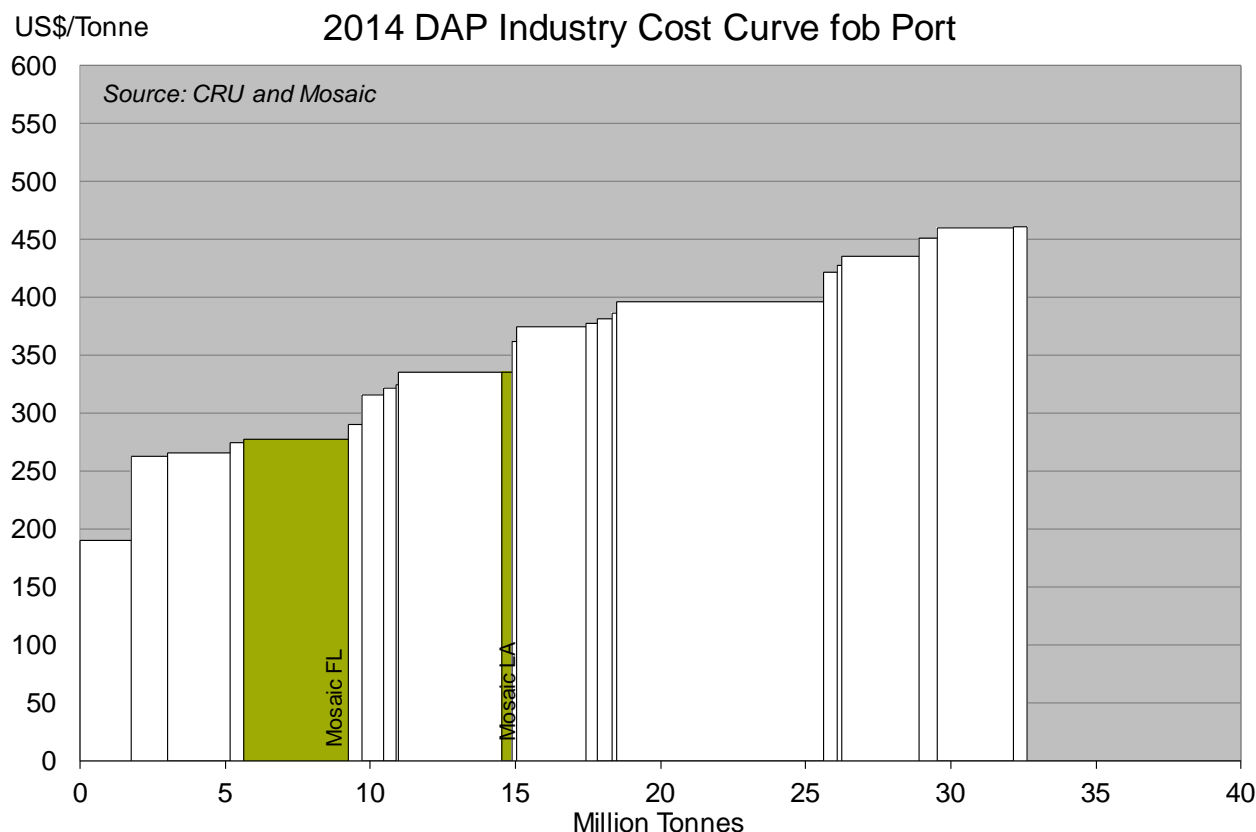
Mosaic's P₂O₅ production includes CF Industries Phosphate Unit

P₂O₅ production based on PACID and SSP production

K₂O production based on MOP, SOP, and KMS production



Strong Cost Position - Phosphates



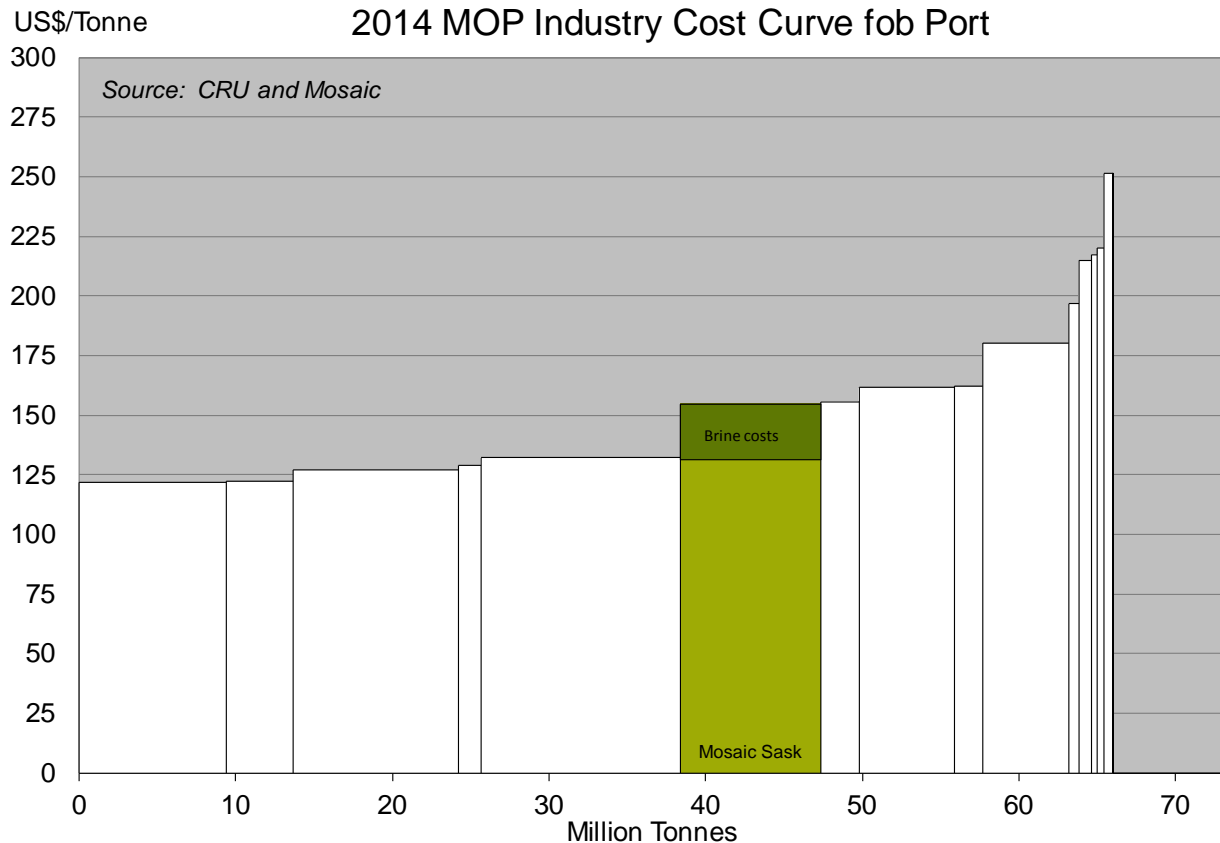
Mosaic Advantage:

- **Vertically integrated** with phosphate rock sources from Florida and Miski Mayo JV.
- **Saudi Arabian JV** is expected to be low cost with advantaged access to India
- **CF phosphate** business acquisition provides access to more phosphate rock and ability to realize significant synergies
- **Long term ammonia supply agreement** based on U.S. natural gas prices

Best Quartile Producer



Competitive Cost Position - Potash



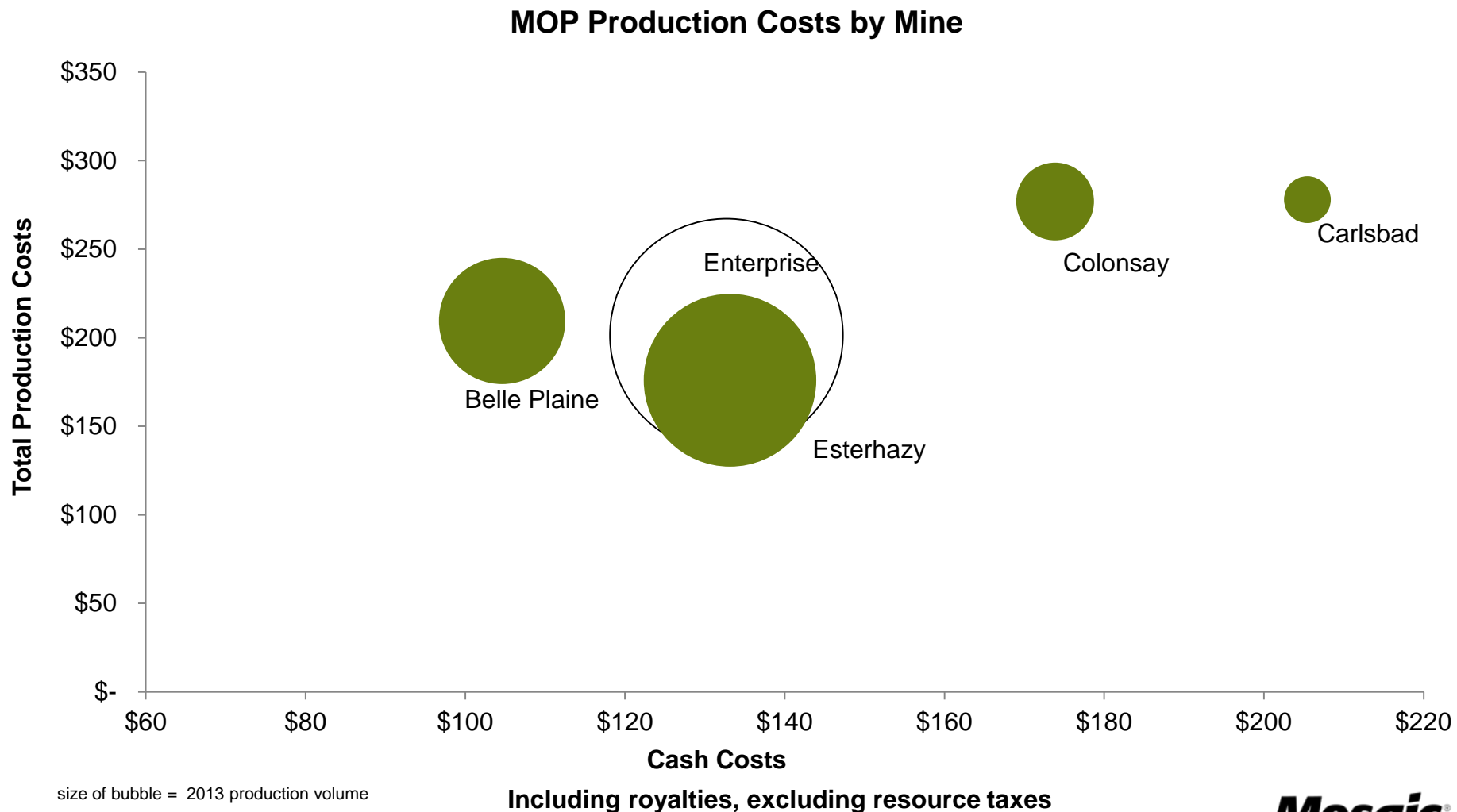
Mosaic Advantage:

- Competitive cash cost position on relatively flat cost curve
- New K3 shaft at Esterhazy provides the option of eliminating brine management costs
- Potential savings of up to \$30 per tonne

Relatively Flat Cost Curve



2013 MOP Production by Mine



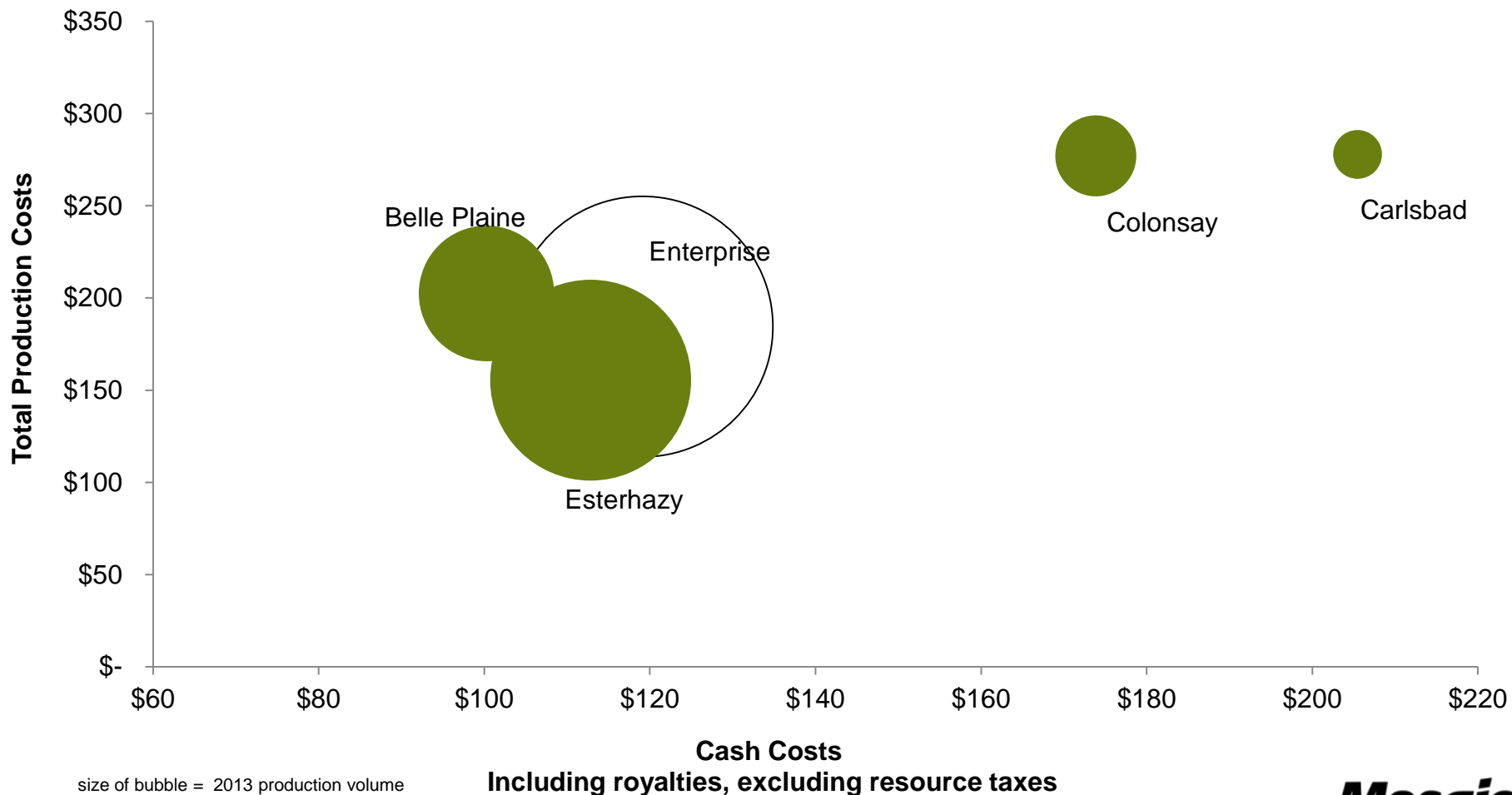
size of bubble = 2013 production volume

Including royalties, excluding resource taxes



Scenario I – Optimize Production Across Mines

MOP Production Costs by Mine

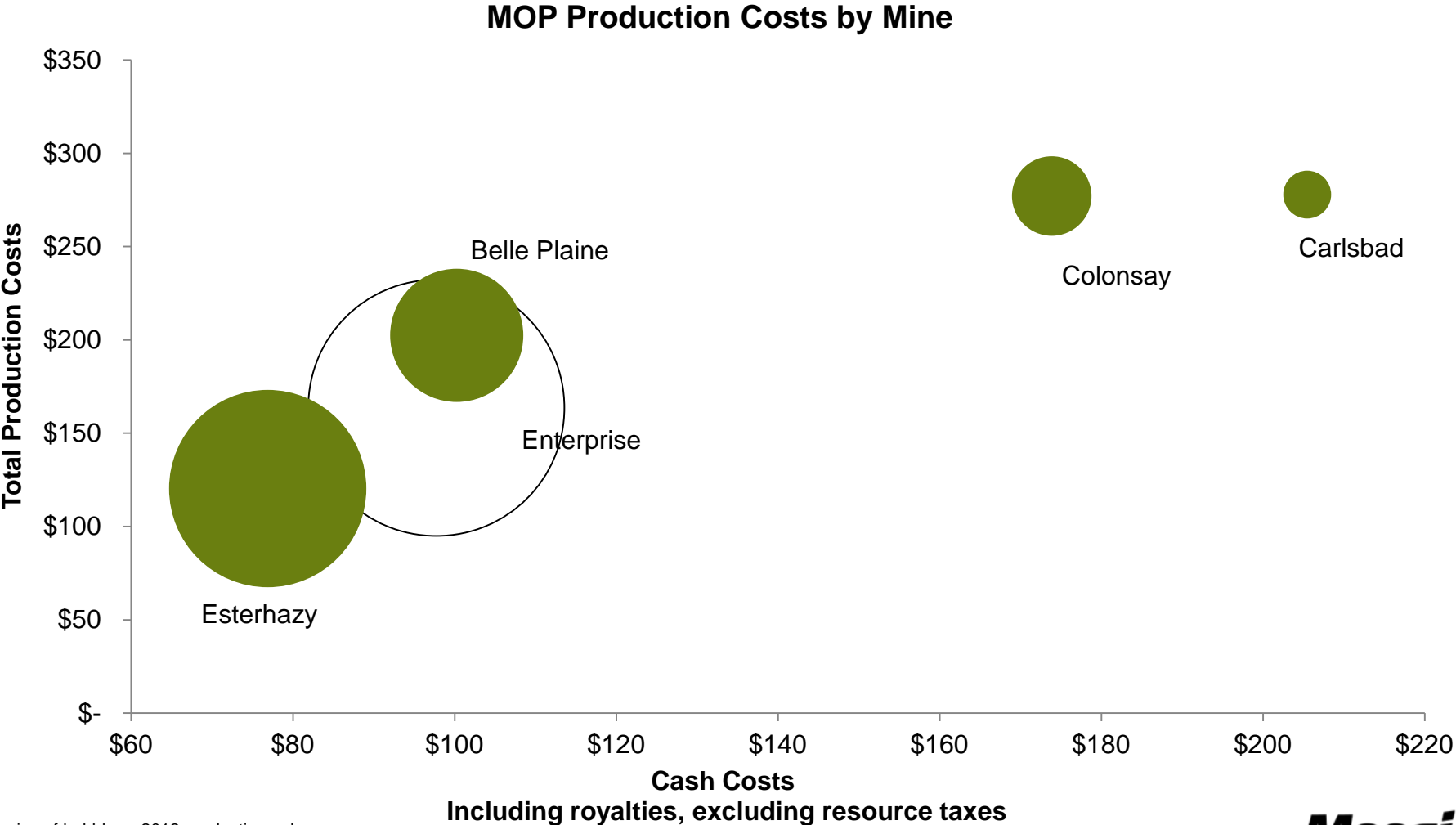


size of bubble = 2013 production volume

Cash Costs
Including royalties, excluding resource taxes



Scenario II – Impact of K3 Optionality

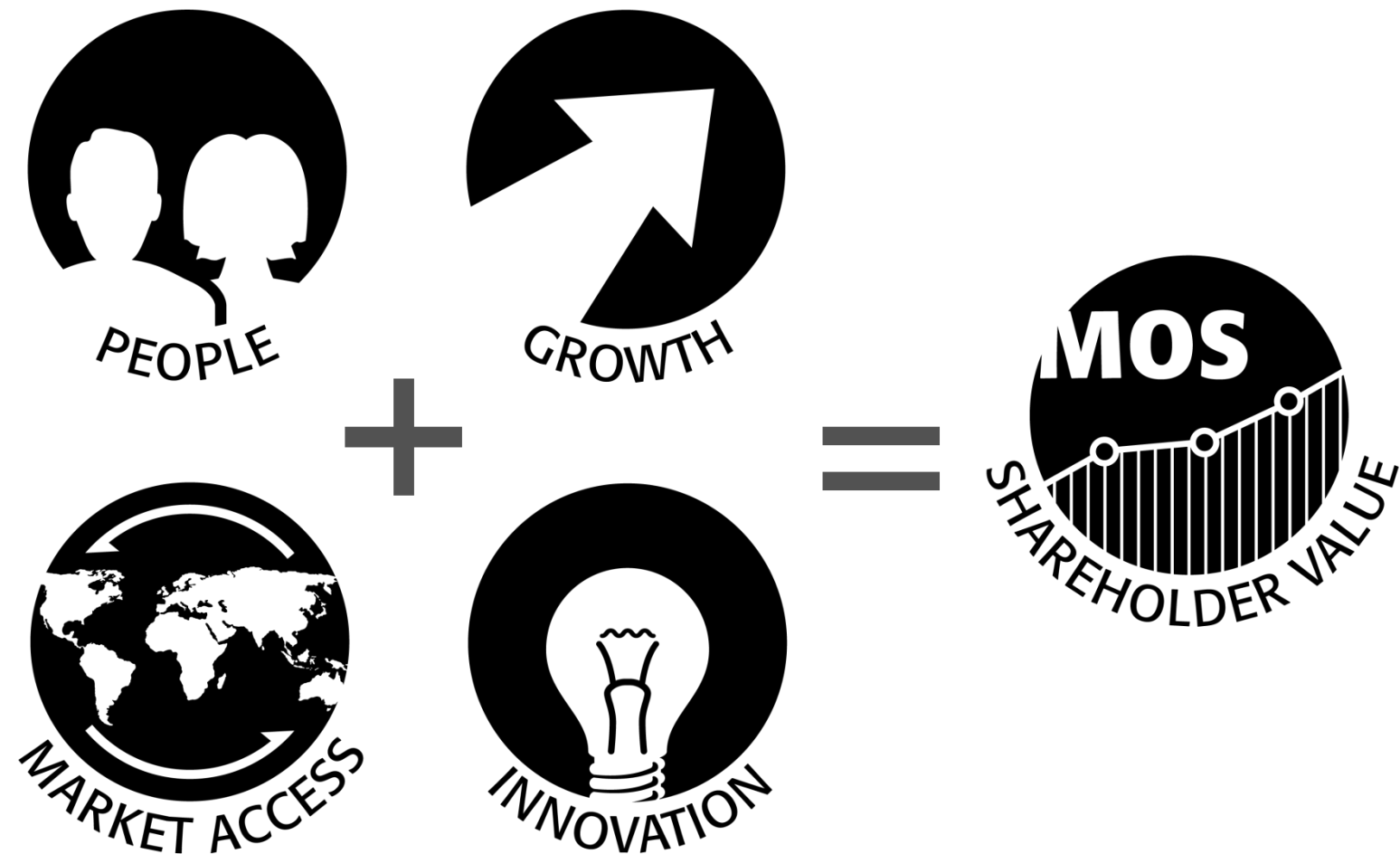


size of bubble = 2013 production volume

Including royalties, excluding resource taxes



Our Strategic Priorities



Strategic Accomplishments

- ❑ Closed CF phosphate acquisition
- ❑ Announced purchase of ADM's Brazil fertilizer business
- ❑ Continued to execute K3 expansion on time and on budget
- ❑ Committed to purchasing 12% of shares outstanding in total
 - Announced and purchased 8.2 million Class A shares from select Cargill Family trusts
 - Purchased 34 million Class A Shares from the MAC Trusts
- ❑ Announced expansion of MicroEssentials® capacity
- ❑ Continued strong safety performance
- ❑ Implementing plans to generate enterprise wide cost savings



CF Integration Update



- ❑ Welcomed 700 new employees
- ❑ Q2 accounting impact:
 - Near zero margin on acquired finished product
- ❑ On track to achieve previously stated 2015 targets:
 - \$40-\$50 million of pre-tax synergies
 - EBITDA accretion of \$230-\$240 million

EBITDA is earnings before interest, taxes, depreciation and amortization.

ADM Fertilizer Brazil and Paraguay Acquisition



Transaction Details:

- Accelerates strategy to expand distribution in key geographies
- Assets Acquired:
 - 5 plants, 3 tolls
 - 2.3 million tonnes of blending capacity
- Total Consideration:
 - \$350 million, includes \$150 million of working capital



Capital & Balance Sheet

Unchanged Cash Use Priorities

Maintain ratings & financial strength

Sustain assets & recurring dividend

Investments to drive organic growth

Opportunistic strategic investments

Return excess to shareholders

Pro Forma Balance Sheet

Mid 2014 Pro Forma

Estimated Surplus Cash ⁽¹⁾⁽²⁾	\$ 450	
Expected Adjusted Debt ⁽²⁾	\$ 4,384	
Targeted Adjusted Debt / EBITDA ⁽³⁾	1.5	2.0
Implied EBITDA ⁽³⁾	\$2,923	\$2,192

Capital returns beyond mid 2014 a function of:

- Cash flow generation
- Available investment opportunities

We believe these non GAAP financial measures, Adjusted debt, EBITDA and their ratio, are useful, as they align to rating agency views of our credit strength and our own established and disclosed financial targets.

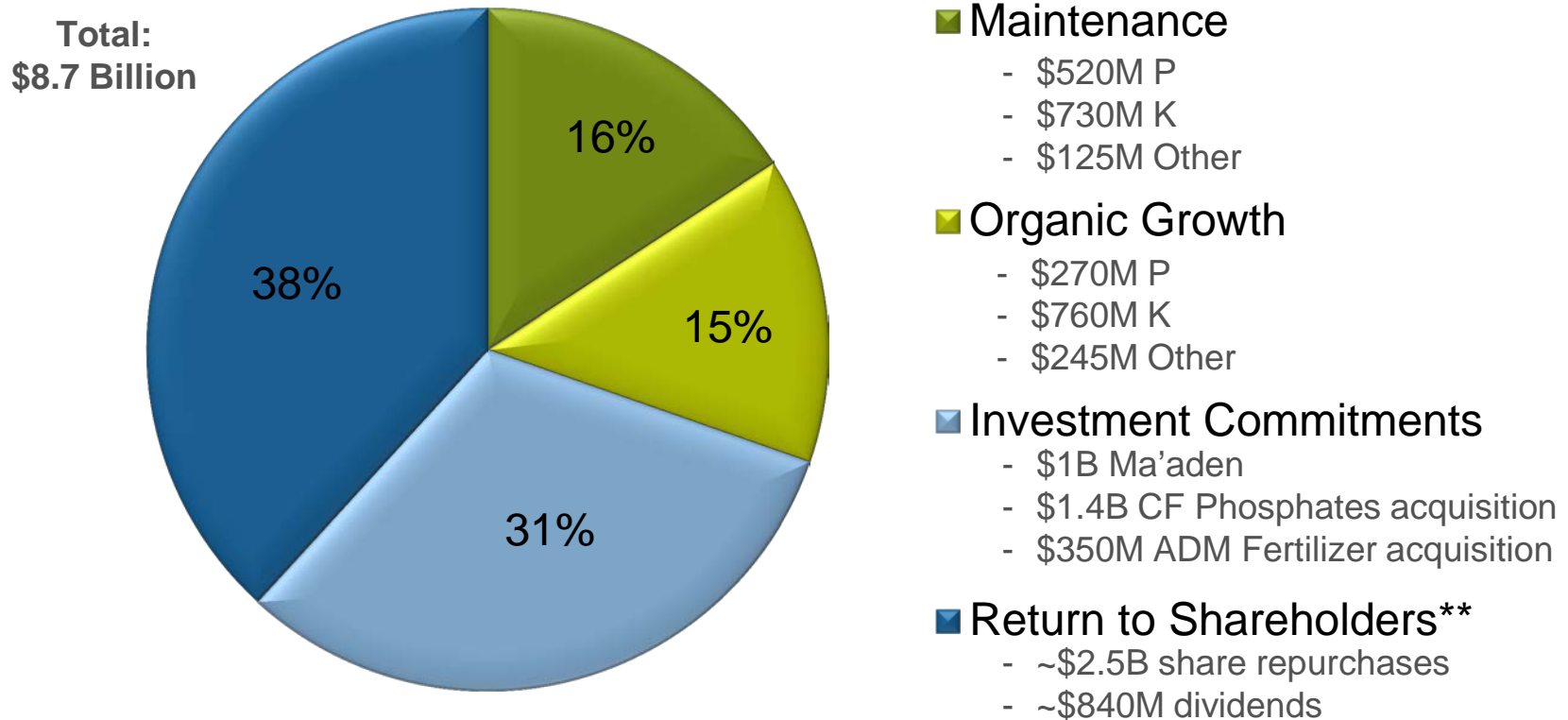
(1) Uses FactSet estimates,

(2) See reconciliation in appendix

(3) EBITDA is earnings before interest, taxes, depreciation and amortization

Capital and Balance Sheet Update

Capital Allocation: 2 Year Summary*



A balanced approach to capital allocation

*June 30 2012 – June 30 2014. Actual 3Q12 through 1Q14 plus 25% of the midpoint of the 2014 CAPEX guidance.

**Includes full 51.6 million share commitment, and assumes dividends of \$1/share annually.

Investment Highlights



- Largest combined phosphate and potash producer in the world
 - High quality assets in stable geographies
- Geographically diversified – customers in approximately 40 countries
- Strong balance sheet leaves us well positioned to capitalize on cyclical opportunities and strong secular trends
- Optimizing asset portfolio for long-term value creation
- On track to achieve optimal balance sheet by mid-2014
- Experienced management team focused on execution and operational excellence



We Help The World Grow the Food it Needs



Appendix

Pro Forma Balance Sheet Reconciliation

	Mid-Year
Surplus Cash	\$ 450
Total Adjusted Debt	\$ 4,384

<u>Q1'14 Cash Balance</u>	\$ 2,491
Expected Debt Increase	\$ 800
Cash flows for Q2 (EBITDA ⁽¹⁾ - CAPEX) ⁽³⁾	\$ 307
Ma'aden investment	\$ (200)
Remaining MAC trust share repurchase ⁽²⁾	\$ (773)

Reserved for Future Cash Uses

Future Ma'aden	\$ (450)
Future Brazil acquisition	\$ (350)
RCRA Trust funding	\$ (625)
Liquidity Buffer	\$ (750)
Surplus Cash	\$ 450

Short term Debt	\$ 41
Long term Debt ⁽⁴⁾	\$ 3,810
Unfunded Pension Obligations	-
Lease Obligations	\$ 533
Total Adjusted Debt	\$ 4,384

FactSet Estimates:

Q2 EBITDA ⁽¹⁾	\$ 633
Q2 CAPEX	\$ 326

(1) EBITDA is earnings before interest, taxes, depreciation and amortization

(2) Assumes \$50/share price on remaining announced repurchases after March 31, 2014

(3) Estimates for EBITDA and CAPEX are from FactSet Research Systems, Inc.

(4) \$3.05 billion as of March 31, 2014 plus an assumption of draw down of \$800 million in term loans.

