

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING  
File No. 3-21145

In the Matter of

Compass Minerals International, Inc.,

Respondent.

**PLAN NOTICE OF THE COMPASS MINERALS FAIR FUND**

**TO:** Persons and entities, or their lawful successors, who purchased or acquired Compass common stock (the “Security”) during the period from March 2, 2017, through October 22, 2018, inclusive (the “Relevant Period”).

If you purchased or acquired the Security during the Relevant Period, you must complete and submit a Claim Form available online at the Compass Minerals Fair Fund website [www.CompassMineralsFairFund.com](http://www.CompassMineralsFairFund.com) on or before 11:59 p.m. Eastern Standard Time (“EST”) on June 27, 2025 (the “Claims Bar Date”). If you choose to submit a Claim Form by mail, the completed Claim Form must be postmarked (or if not sent by U.S. Mail, then received) by the Claims Bar Date.

**I. PURPOSE OF THIS PLAN NOTICE**

The purpose of this Plan Notice is to inform you that you may be eligible to receive a Distribution Payment from the Compass Minerals Fair Fund. To be eligible to share in the Compass Minerals Fair Fund, you must file a Claim Form in accordance with the instructions on the Claim Form. This Plan Notice is being sent to all persons or entities identified by the SEC-appointed Fund Administrator (“Fund Administrator”), Simpluris, Inc. (“Simpluris”), who purchased or acquired Compass common stock during the Relevant Period and may have suffered a Recognized Loss as a result of the Respondent’s violations of the federal securities laws. Please note that capitalized terms used in this Plan Notice, but not defined, are defined in the Plan.

**Online claim submissions are strongly encouraged.** However, paper claims will also be accepted, and copies of the Plan, this Plan Notice, the Claim Form, and other relevant documents are available for download on the Compass Minerals Fair Fund website at [www.CompassMineralsFairFund.com](http://www.CompassMineralsFairFund.com). You may also request a copy of the Plan, this Plan Notice, and/or the Claim Form by contacting the Fund Administrator via email at [info@CompassMineralsFairFund.com](mailto:info@CompassMineralsFairFund.com), or by calling 866-675-2446.

Certain persons are excluded from eligibility for a distribution under the Plan, as summarized in Section III of this Plan Notice.

**PLEASE NOTE:** Receipt of this Plan Notice does not mean you are entitled to receive a Distribution Payment; eligibility will be determined by the Fund Administrator in accordance with the Plan. Please read this Plan Notice carefully and in its entirety. This Plan Notice contains important information regarding your possible eligibility to share in the Compass Minerals Fair Fund if you timely complete and submit a Claim Form by the Claims Bar Date of June 27, 2025.

## II. BACKGROUND

On September 23, 2022, the Securities and Exchange Commission (or “SEC”) issued an Order Instituting Cease-and-Desist Proceedings Pursuant to Section 8A of the Securities Act of 1933 and Section 21C of the Securities Exchange Act of 1934, Making Findings, and Imposing a Cease-and-Desist Order (the “Order”) against Compass Minerals International, Inc. (the “Respondent”). Background on this case, including the Order, the Plan, and any other orders issued by the SEC in connection with this proceeding, is available on the SEC’s website at: <https://www.sec.gov/enforcement-litigation/distributions-harmed-investors/compass>. In the Order, the SEC found that from 2017 to 2018, Compass made repeated misrepresentations about its plans to reduce costs and about the production levels at its Goderich salt mine in Canada. These misrepresentations were the consequence of a deficient disclosure process at the company in which statements to investors were not reviewed by personnel who were sufficiently knowledgeable about both Compass’s operations and its disclosure obligations. The failures in Compass’s disclosure controls and procedures resulted in material misstatements about the Goderich mine. The Goderich new mining system was unable to produce enough salt and the production shortfalls caused by the upgrade required the company to incur additional expenses that increased costs for Compass. Compass also misrepresented the amount of salt it was mining. In October 2018, Compass disclosed its continued production shortfalls which significantly impacted its financial results, thereby causing its share price to decline significantly. The company’s senior management did not also have sufficient information about the environmental issues caused by a facility owned by its subsidiary in Brazil which resulted in imposed penalties from the Brazilian government and liabilities from third parties affected by these environmental issues, also resulting in financial consequences and risks. In addition to these violations, Compass filed material misstated financials which did not comply with General Accepted Accounting Principles (GAAP). The SEC ordered the Respondent to pay a \$12,000,000.00 civil money penalty to the SEC. The SEC also created a Fair Fund, pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, so the penalty collected can be distributed to harmed investors (the “Fair Fund”).

The Compass Minerals Fair Fund consists of the \$12,000,000.00 collected from the Respondent. The Fair Fund has been deposited in a SEC-designated account at the U.S. Department of the Treasury, and any accrued interest will be added to the Fair Fund.

On July 22, 2024, the SEC issued an order appointing Heffler, Radetich & Saitta, LLP as the Tax Administrator of the Fair Fund. On November 26, 2024, the SEC issued an order appointing Simpluris, Inc. (“Simpluris”), as the Fund Administrator to oversee the administration and distribution of the Fair Fund and set the administrator’s bond amount. On January 28, 2025, the SEC issued an order approving the proposed plan of distribution and simultaneously posted the Plan.

## III. ELIGIBILITY CRITERIA

To be eligible for a payment from the Fair Fund, you must satisfy certain criteria that are described in detail in the Plan. The Plan is available on the Compass Minerals Fair Fund website at [www.CompassMineralsFairFund.com](http://www.CompassMineralsFairFund.com) and the SEC’s website at <https://www.sec.gov/enforcement-litigation/distributions-harmed-investors/compass>. You may also request a copy of the Plan from the Fund Administrator via email at [info@CompassMineralsFairFund.com](mailto:info@CompassMineralsFairFund.com) or by calling 866-675-2446. The eligibility criteria include the following:

1. **You purchased or acquired Compass common stock during the Relevant Period.**
2. **You submitted a Claim Form by the Claims Bar Date.**
3. **You suffered a Recognized Loss as calculated under the Plan.**
4. **You are not an Excluded Party, defined in the Plan as:**
  - a. The Respondent (Compass Minerals, Inc.);
  - b. Present or former officers or directors of the Respondent or any assigns, creditors, heirs, distributees, spouses, parents, dependent children, or controlled entities of any of the foregoing Persons or entities;
  - c. Any employee or former employee of the Respondent or any of its affiliates who has been terminated for cause or has otherwise resigned in connection with the conduct described in the Order;
  - d. Any Person who, as of the Claims Bar Date, has been the subject of criminal charges related to the conduct described in the Order or any related SEC action;
  - e. Any firm, trust, corporation, officer, or other entity in which Respondent has or had a controlling interest;

- f. The Fund Administrator, its employees, and those Persons assisting the Fund Administrator in its role as the Fund Administrator; or,
- g. Any purchaser or assignee of another Person's right to obtain recovery from the Fair Fund for value; provided, however, that this provision shall not be construed to exclude those Persons who obtained such a right by gift, inheritance, or devise.

An Eligible Claimant whose Recognized Loss calculates to a distribution amount equal to or greater than \$10.00 will be deemed a Payee and will receive a Distribution Payment.

#### **IV. THE CLAIMS PROCESS**

##### **THE CLAIMS BAR DATE IS JUNE 27, 2025.**

**ONLINE SUBMISSIONS:** Online submissions are strongly encouraged. To submit a Claim Form online, you must follow the instructions provided on the Compass Minerals Fair Fund website [www.CompassMineralsFairFund.com](http://www.CompassMineralsFairFund.com). **Claim Forms completed online must be submitted on or before 11:59 p.m. EST on June 27, 2025.**

**MAIL SUBMISSIONS:** If you are unable to submit a Claim Form online, you may request a copy of the paper Claim Form from the Fund Administrator via email at [info@CompassMineralsFairFund.com](mailto:info@CompassMineralsFairFund.com) or by calling 866-675-2446. You may also download a copy of the Claim Form to print at: [www.CompassMineralsFairFund.com](http://www.CompassMineralsFairFund.com). **Claim Forms submitted via mail must be sent to the address provided on the Claim Form and postmarked (or if not sent by U.S. Mail, then received) by June 27, 2025.**

As part of the Claim Form, you will be required to provide information necessary to substantiate the claim, including, but not limited to: copies of third party documentary evidence of purchases and dispositions of the Security during the Relevant Period, as well as holdings of the Security at pertinent dates; any requested explanatory information or attestations; and/or any required personal identification information. If you are not a U.S. Person, as defined in Section IV of the Claim Form, you must also submit a completed IRS Form W-8BEN, W-8BEN-E, or other W-8 series form, which can be found by visiting the following IRS website: [www.irs.gov/forms-instructions](http://www.irs.gov/forms-instructions).

If you submit a Claim Form that fails to provide all required information, or is otherwise deficient, or your claim is denied, you will receive a Claim Status Notice advising you of the reason(s) why the claim is deficient or denied and explaining how to cure the deficiencies or request reconsideration.

#### **V. CLAIM DETERMINATIONS**

The Fund Administrator will send a Determination Notice advising each Preliminary Claimant who timely submitted a Claim Form of their eligibility determination and will provide a calculation of Recognized Loss to those determined to be Eligible Claimants. The Fund Administrator may consider disputes of an Eligible Claimant's Recognized Loss calculation if timely submitted in accordance with the Plan.

Subject to paragraph 61 of the Plan, the Determination Notice will constitute the Fund Administrator's final ruling regarding the eligibility status of a claim and Recognized Loss calculation.

#### **VI. ADDITIONAL INFORMATION**

Additional information regarding the Compass Minerals Fair Fund, including copies of the Plan, this Plan Notice, the Claim Form, and other relevant documents may be found at [www.CompassMineralsFairFund.com](http://www.CompassMineralsFairFund.com). You may request a copy of the Plan, this Plan Notice, the Claim Form, or seek additional information, by contacting the Fund Administrator via email at [info@CompassMineralsFairFund.com](mailto:info@CompassMineralsFairFund.com), or by calling 866-675-2446.

**PLEASE CHECK THE WEBSITE [WWW.COMPASSMINERALSFAIRFUND.COM](http://WWW.COMPASSMINERALSFAIRFUND.COM) FREQUENTLY FOR UPDATES.**