CHARTER OF
THE ENVIRONMENT, HEALTH, SAFETY AND SUSTAINABLE DEVELOPMENT COMMITTEE OF THE BOARD OF DIRECTORS OF THE MOSAIC COMPANY

A. Name

There shall be a committee of the Board of Directors (the "Board") of The Mosaic Company (the "Company") called the, Environment, Health, Safety, and Sustainable Development Committee.

B. Purpose

The purpose of the Committee is to provide oversight of the Company's environment, health, safety and sustainable development strategic vision and performance ("EHSS"); including (i) the safety and health of employees and contractors; (ii) environmental performance; (iii) the systems and processes designed to manage EHSS risks, commitments, public responsibilities, and compliance; (iv) relationships with and impact on communities with respect to EHSS matters; (v) public policy and advocacy strategies related to EHSS issues; (vi) achieving societal support of major projects; and (iv) such other duties as assigned to it from time to time by the Board.

C. Committee Membership

The Committee members shall be appointed by the Board, on the recommendation of the Corporate Governance and Nominating Committee, and shall serve at the pleasure of the Board and for such term or terms as the Board may determine. The members of the Committee may be removed at the discretion of the Board. The Committee shall be composed of three or more directors. The Board shall make determinations as to whether a particular director satisfies the requirements for membership on the Committee.

D. Committee Structure and Operations

The Board shall designate one member of the Committee as its chairperson (the "Chair"). The Committee shall meet at least three times a year, with further meetings to occur when deemed necessary or desirable by the Committee or its

Chair. The Committee may meet in person or by telephone or videoconference and may take action by written consent.

E. Committee Duties and Responsibilities

The Committee shall:

1. Oversee the effectiveness of managements systems, policies, and processes that support achieving the Company's EHSS goals, commitments and compliance obligations.

2. Conduct an annual environment, health, and safety management system review. The management system review shall include a discussion of significant policies and programs including the scope and plans for conducting environment, health, and safety audits; and a review of the Company's procedures for the handling of EHSS related complaints and confidential, anonymous employee concerns.

3. Review and discuss with management material noncompliance with environmental, health, and safety laws; and pending or threatened environmental health and safety administrative, regulatory, or judicial proceedings that are material to the Company.

4. Oversee management's responses to significant emerging EHSS issues including public policy and advocacy strategies;

5. Review product sustainability issues including product stewardship;

6. Oversee the management of EHSS risks;

7. Oversee the Company's interactions relating to EHSS matters with communities, customers and other key stakeholders;

8. Review the disclosures in the Company's annual report on Form 10-K relating to EHSS matters;

9. Review and reassess the adequacy of this Charter annually, and recommend any proposed changes to the Board for approval;

10. Conduct an annual performance evaluation of the Committee;

11. Report to the Board on a regular basis with respect to the activities of the Committee; apprise the Board, through minutes, special presentations or otherwise as necessary, of any significant developments relating to the responsibilities of the Committee; and make such recommendations with respect to any of the above matters as the Committee deems necessary or appropriate; and

12. Perform such other duties and responsibilities as may be delegated to the Committee by the Board.

F. Delegation to Subcommittee or Chair

The Committee may, in its discretion, delegate all or a portion of its duties and responsibilities to its Chair or a subcommittee of the Committee.

G. Resources and Authority of the Committee

The Committee shall have the resources and authority appropriate to discharge its duties and responsibilities, including the authority to retain counsel and other experts or consultants. The Committee shall have the sole authority to select and retain a consultant, to terminate any consultant retained by it, and to approve the consultant's fees and other retention terms.

H. Amendment

The Board shall have the authority to amend or modify any provision of this Charter at any time.