

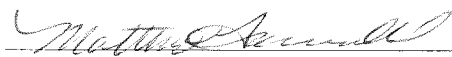
**IC POTASH CORP.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON MAY 30, 2014**

FINAL SCRUTINEERS' REPORT

<u>8</u>	SHAREHOLDERS IN PERSON, REPRESENTING	<u>34,620,511</u>	SHARES
<u>103</u>	SHAREHOLDERS BY PROXY, REPRESENTING	<u>78,789,362</u>	SHARES
<u>111</u>	TOTAL SHAREHOLDERS, HOLDING	<u>113,409,873</u>	SHARES

TOTAL ISSUED AND OUTSTANDING AS AT RECORD DATE: 172,528,084

PERCENTAGE OF OUTSTANDING SHARES REPRESENTED AT THE MEETING: 65.73 %



 MATTHEW GEMMELL
 SCRUTINEER



 GRAHAM SHEWARD
 SCRUTINEER

The figures reported by Computershare in its capacity as Scrutineer represent our tabulation of proxies returned to us by registered shareholders (and voting instruction forms returned directly to us by non-objecting beneficial holders, if applicable) combined with unaudited reports of beneficial holder voting supplied by one or more third parties. As such we are only responsible for and warrant the accuracy of our own tabulation. Computershare is not responsible for and does not warrant the accuracy of the unaudited reports of beneficial holders supplied by third parties.

If Computershare has mailed voting instruction forms directly to non-objecting beneficial holders on behalf of issuers, these have been distributed on the basis of electronic files received by Computershare from intermediaries or their agents. As Computershare has no direct access to intermediary records, Computershare is unable to reconcile the details of non-objecting beneficial ownership as provided to us with the details of intermediary positions within the records of the Canadian Depository for Securities. In some cases, insufficient shares may be held within intermediary positions at the Depository as at record date to support the shares represented by voting instruction forms received directly from non-objecting beneficial holders or returned to us by third parties. In these cases, overvoting rules are applied as directed by the Chair.


In addition, acting on the instructions of the Chair of the meeting, we may have included in our report on attendance, the details of beneficial holders attending in person, whose ownership we cannot directly confirm or verify but which may be supported by documentation such as a voting instruction form supplied by a third party. In such cases, Computershare makes no warranty or representation as to the accuracy of the numbers included as a result of the instructions from the Chair, delivery of which to Computershare is hereby acknowledged by the recipient of this report, and assumes no liability or responsibility whatsoever for their inclusion in our report as Scrutineer.

IC POTASH CORP.
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REPORT ON PROXIES

MOTIONS	NUMBER OF SHARES					PERCENTAGE OF VOTES CAST			
	FOR	AGAINST	WITHHELD/ ABSTAIN	SPOILED	NON VOTE	FOR	AGAINST	WITHHELD/ ABSTAIN	
SIDNEY HIMMEL	72,489,385	0	153,925	0	6,146,052	99.79%	0.00%	0.21%	
GEORGE POLING	70,657,585	0	1,985,725	0	6,146,052	97.27%	0.00%	2.73%	
ERNEST ANGELO JR	72,512,585	0	130,725	0	6,146,052	99.82%	0.00%	0.18%	
ANTHONY GREY	72,513,585	0	129,725	0	6,146,052	99.82%	0.00%	0.18%	
KAY RANDALL FOOTE	70,657,585	0	1,985,725	0	6,146,052	97.27%	0.00%	2.73%	
KNUTE H LEE JR	72,499,785	0	143,525	0	6,146,052	99.80%	0.00%	0.20%	
HONOURABLE PIERRE PETTIGREW PC	72,510,085	0	133,225	0	6,146,052	99.82%	0.00%	0.18%	
JORGEN STENVOLD	52,796,795	0	19,846,515	0	6,146,052	72.68%	0.00%	27.32%	
APPOINTMENT OF AUDITORS	78,518,286	0	271,076	0	0	99.66%	0.00%	0.34%	

TOTAL SHAREHOLDERS VOTED BY PROXY: 103
 TOTAL SHARES ISSUED & OUTSTANDING: 172,528,084
 TOTAL SHARES VOTED: 78,789,362
 TOTAL % OF SHARES VOTED: 45.67%


 MATTHEW GEMMELL
 SCRUTINEER


 GRAHAM SHEWARD
 SCRUTINEER

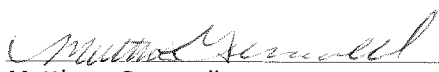
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REPORT ON BALLOT

MOTION #1
ELECTION OF DIRECTORS

We, the undersigned scrutineers, hereby report that the result of the vote by ballot with respect to the above matter is as follows:

NAME	VOTES IN FAVOR	%	VOTES WITHHELD	%
SIDNEY HIMMEL	106,602,396	99.86%	153,925	0.14%
GEORGE POLING	104,770,596	98.14%	1,985,725	1.86%
ERNEST ANGELO JR	106,625,596	99.88%	130,725	0.12%
ANTHONY GREY	106,626,596	99.88%	129,725	0.12%
KAY RANDALL FOOTE	104,770,596	98.14%	1,985,725	1.86%
KNUTE H LEE JR	106,612,796	99.87%	143,525	0.13%
HONOURABLE PIERRE PETTIGR	106,623,096	99.88%	133,225	0.12%
JORGEN STENVOLD	86,909,806	81.41%	19,846,515	18.59%


 Matthew Gemmell
 Scrutineer


 Graham Sheward
 Scrutineer

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In addition, acting on the instructions of the Chair of the meeting, we may have included in our report on attendance, the details of beneficial holders attending in person, whose ownership we cannot directly confirm or verify but which may be supported by documentation such as a voting instruction form supplied by a third party. In such cases, Computershare makes no warranty or representation as to the accuracy of the numbers included as a result of the instructions from the Chair, delivery of which to Computershare is hereby acknowledged by the recipient of this report, and assumes no liability or responsibility whatsoever for their inclusion in our report as Scrutineer.