

March 11, 2011

**British Columbia Securities Commission  
Manitoba Securities Commission  
Prince Edward Island Securities Office  
New Brunswick Securities Commission  
Nova Scotia Securities Commission  
Ontario Securities Commission  
Alberta Securities Commission  
Newfoundland and Labrador Department of Government Services  
Saskatchewan Financial Services Commission**

Dear Sirs:

**Re: IC Potash Corp. (the "Company")**

We refer to the short form prospectus of the above Company dated March 11, 2011 relating to the sale and issue of 12,500,000 common shares.

We consent to the use, through incorporation by reference, of our report dated February 23, 2011 to the shareholders of the Company on the following consolidated financial statements:

Balance sheets as at December 31, 2010 and 2009.

Statements of operations and deficit and cash flows for the years ended December 31, 2010 and 2009.

We report that we have read the short form prospectus and all information specifically incorporated by reference therein and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from the consolidated financial statements upon which we have reported or that are within our knowledge as a result of our audit of such financial statements.

This letter is provided solely for the purpose of assisting the securities regulatory authorities to which it is addressed in discharging their responsibilities and should not be used for any other purpose. Any use that a third party makes of this letter, or any reliance or decisions made based on it, are the responsibility of such third parties. We accept no responsibility for loss or damages, if any, suffered by any third party as a result of decisions made or actions taken based on this letter.

Yours very truly,

*Davidson & Company LLP*

**DAVIDSON & COMPANY LLP**  
Chartered Accountants

