



CSE-KCL
americanpotash.com

1100-1199 West Hastings St.
Vancouver, BC Canada V6E 3T5
T 604 551 9665
E sclarke@americanpotash.com

American Potash Announces Upsizing and Closing of Final Tranche of Previously Announced Private Placement

VANCOUVER, BRITISH COLUMBIA September 16, 2024 - **American Potash Corp.** ("American Potash" or the "Company") (CSE:KCL | OTC:APCOF | Frankfurt:2P3) is pleased to announce that it has upsized and closed the second and final tranche of its previously announced non-brokered private placement (the "**Private Placement**") through the issuance of 4,300,000 units ("**Units**") at a price of \$0.05 per Unit for gross proceeds of \$215,000. Together with the first tranche, the Company has raised a total of \$1,023,000 through the issuance of 20,460,000 Units. Each Unit consisted of one common share of the Company and one common share purchase warrant (a "**Warrant**"). Each Warrant issued under the final tranche entitles the holder to acquire one additional common share at an exercise price of \$0.10 until September 16, 2026.

The Company did not pay any finder's fees in connection with the closing of the final tranche. All securities issued pursuant to the final tranche of the Private Placement are subject to a statutory hold period of four months, expiring on January 16, 2025.

The Company intends to use the net proceeds of the Private Placement to pay all annual good standing fees and costs relating to its properties, to position the Company for its planned drill program and for general working capital purposes.

On behalf of the Board of Directors

Simon Clarke, President & CEO

Contact: (604)-551-9665

Cautionary Statements Regarding Forward Looking Information

This news release contains forward-looking information within the meaning of applicable securities legislation. Forward-looking information is typically identified by words such as: believe, expect, anticipate, intend, estimate, postulate and similar expressions, or are those, which, by their nature, refer to future events. Such statements include, without limitation, statements regarding the statements regarding completion of the Private Placement and the use of the net proceeds of the Private Placement. Although the Company believes that such statements are reasonable, it can give no assurances that such expectations will prove to be correct. All such forward-looking information is based on certain assumptions and analyses made by the Company in light of their experience and perception of historical trends, current conditions and expected future developments, as well as other factors management believes are appropriate in the circumstances. This information, however, is subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking information. Important factors that could cause actual results to differ from this forward-looking information include the Company's ability to locate suitable investors for the Private Placement or obtain the approval of the Canadian Securities Exchange, management's discretion to re-allocate the net proceeds of the Private Placement, as well as those described under the heading "Risks and Uncertainties" in the Company's most recently filed MD&A. The Company does not intend, and expressly disclaims any obligation to, update or revise the forward-looking information contained in this news release, except as required by law. Readers are cautioned not to place undue reliance on forward-looking information.