



## News Release

### OPC Announces Closing of its Non-brokered Convertible Debenture Offering

**FOR IMMEDIATE RELEASE**

**February 5, 2013**

**Toronto, Ontario, February 5, 2013** – Organic Potash Corporation (CNSX: OPC) (“OPC” or the “Corporation”) today announced that it has closed a final tranche for gross proceeds of Three Hundred Thousand Dollars (“\$300,000”) CDN of its previously-announced convertible debenture offering for aggregate proceeds of Eight Hundred and Seventy Thousand Dollars (“\$870,000”) CDN (the “Financing”). The Financing consisted of secured convertible debentures (the “Debentures”), which mature on May 31, 2015.

The Debentures bear interest at a rate of 10% per annum, payable semi-annually, and are convertible at any time into common shares at a conversion price of \$0.10 per unit at the option of the holder. Each unit consists of one common share and one half of one warrant.

The Financing was non-brokered and the net proceeds are to be used to complete the Corporation’s K2 prototype plant and general corporate purposes.

#### **About Organic Potash Corporation**

Through its proprietary patented technology, Organic Potash Corporation produces 99%+ pure potassium carbonate (potash) from the ash of agricultural waste, in particular, cocoa husks. The purity of the company’s potassium carbonate will allow Organic Potash Corporation to target multiple industries including the Agricultural and Pharmaceutical industry. Organic Potash Corporation is headquartered in Toronto, Ontario and its shares trade on the Canadian National Stock Exchange under the trading symbol “OPC”. For further information, please visit the company website at [www.organicpotash.com](http://www.organicpotash.com).

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#### **Forward-Looking Statements**

Information set forth in this news release may involve forward-looking statements under applicable securities laws. The forward-looking statements contained herein are expressly qualified in their entirety by this cautionary statement. The forward-looking statements included in this document are made as of the date of this document and the Corporation disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable securities legislation. Although Management believes that the expectations represented in such forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct. This news release does not constitute an offer to sell or solicitation of an offer to buy any of the securities described herein and accordingly undue reliance should not be put on such. Neither CNSX Exchange nor its Regulation Services Provider (as that term is defined in the policies of the CNSX) accepts responsibility for the adequacy or accuracy of this release.