



## News Release

### Organic Potash Corporation announces Signing of USD \$2.1 Million in Convertible Debentures Term Sheets

**FOR IMMEDIATE RELEASE**

**July 21<sup>st</sup>, 2014**

**Toronto, Ontario, July 21, 2014** – Organic Potash Corporation (CSE: OPC) (“OPC” or the “Corporation”) announced today that it secured executed term sheets on June 24, 2014, for advances totalling \$2.1 Million U.S. Dollars via the issuance of convertible debentures for the purpose of completion of its new potassium carbonate manufacturing facility in Tema, Ghana (the “Debentures”). The term sheets were received from three investment groups from the People’s Republic of China. The terms of the Debentures are five year first priority debentures bearing 5% interest annually. The funds will be advanced in four draws, twenty days apart. No interest will be calculated or payable until six months after the date of the last advance and the Company has the option to convert the interest payments to common shares. All conversions for the Debentures are at 0.06 cents U.S. dollars per share. OPC shall create a new voting Class “A” Special share, non-participating, non-dividend bearing, cancellable on default, redemption or conversion of the Debentures in whole or in part. The Debenture holders shall be granted the new Class “A” Shares equal to the funds advanced divided by 0.06 cents U.S. dollars per share. The Debenture holders will be granted two Board positions and one position on the audit committee.

The issuance of the Debentures remain subject to final due diligence by the investors, execution of Debenture agreements, regulatory approval, and an agreement with current debenture holders agreeing to a second position of security over the assets of the Corporation.

**Mrs. Welner, President, CEO and Chairwoman** Stated: “We are very happy that after months of negotiations we were able to finalize terms that benefit all parties. This will allow OPC to move forward in achieving its certifications, achieving its goal of profitable production, and contributing to an increase in shareholder value.”

#### **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 the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.