

# ORGANIC POTASH CORPORATION CORPORATE UPDATE, SALE OF 55% OF GC RESOURCES LTD., AND RESIGNATION OF DIRECTOR

# FOR IMMEDIATE RELEASE

### October 28, 2015

**Toronto, Ontario, October 28, 2015** – Organic Potash Corporation ("OPC" or the "Corporation") wishes to announce that it has refocused its strategic plan, in order to strategically build multiple production facilities and change the dynamic of raising funds by working with strategic partners in key cocoa producing countries in Western Africa.

The first of such strategic initiatives, concerns GC Resources Ltd. OPC has entered into agreements with Mclean Ghana Ltd.("MGL") (a corporation controlled by Mr. Augustus Tanoh a director of OPC) in order to facilitate the receipt of funding necessary to construct and operate a production facility in Ghana. The agreement with MGL is as follows:

- MGL will purchase fifty-five percent (55%) of the issued and outstanding shares of GC Resources Ltd. ("GC") from OPC for the sum of one hundred Canadian dollars (\$100) and the successful raise of funds, in the form of mixed grant and interest free debt, from the Export Trade, Agricultural & Industrial Development Fund of Ghana ("ETAIDFG") of 8,832,000 Ghana Cedis (approximately three million Canadian dollars (\$3,000,000)) ("Raise of Funds").
- 2. MGL shall have until May 25, 2016 to complete the Raise of Funds, or OPC may repurchase the shares for one hundred Canadian dollars (\$100).
- 3. An option agreement was also executed where-in-which, after the Raise of Funds has been completed OPC may repurchase the 55% of GC, acquired by MGL, at any time, by paying MGL, one hundred Canadian dollars (\$100) plus three hundred and fifty thousand (350,000) common share options at \$0.05 of OPC and repaying all of the amounts advanced by the ETAIDFG.
- 4. OPC maintains 50% of the Board of GC, and it is agreed that prior to any payments being completed, approval must be received from an OPC designated representative. Mrs. Heather Welner, Chairwoman and CEO of OPC, shall remain as Chair of GC.

The Board wishes announce that is has accepted the resignation of Michael Galloro as a director. The Board of Directors would like to express its appreciation of Mr. Galloro's contributions to the affairs of Organic Potash Corporation, since its inception, and wish him the best of luck in his future endeavors.

Organic Potash Corporation also announce the termination of the subscription agreements and financing contract entered into with three investment groups from the People's Republic of China, due to their failure to fund in accordance with their written commitment to do so.

**Mrs. Heather Welner, President CEO** stated: "We are pleased to see that the Government of Ghana via the ETAIDFG, is reviewing the business in detail, to potentially step up to the plate to assist in moving this venture forward. The funding, once approved and then received will allow GC to use all of the knowledge gained from the initial plant and move the business towards successful commercial production. I am also very excited with the strategic change we are taking as we explore opportunities with strategic partners in other Western African countries."

## About Organic Potash Corporation

Through its proprietary licensed, 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 Securities Exchange under the trading symbol "OPC". For further information, please visit the company website at www.organicpotash.com.

### For further information please contact:

Mrs. Heather Welner President and CEO Organic Potash Corporation Tel: (905) 452-8060 E-mail: heather.welner@organicpotash.com Web: www.organicpotash.com

# **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.