



NEWS RELEASE

American Potash Corp. Enters into Amendment to Option Agreement

Vancouver, B.C., November 05, 2015. **American Potash Corp. (CSE: AMP)** (the “Company” or “American Potash”) announces that it has entered into an amending agreement (the “Amending Agreement”) to the option agreement, as amended (the “Option Agreement”) with Sweetwater River Resources LLC. (“Sweetwater”) Pursuant to the Amending Agreement the parties have agreed that the 12 new prospecting permits that Sweetwater has applied for in Utah (see press releases dated September 21, 2015 and August 12, 2015) shall be subject to the Option Agreement. Accordingly, the Company will continue to hold an option to acquire a 100% interest in the new prospecting permits applied for by Sweetwater pursuant to the terms of the Option Agreement. In addition, the parties have agreed that the remaining \$175,000 cash payments required to be made under the Option Agreement shall be paid as follows:

- i. \$25,000 upon closing of any financing by American Potash;
- ii. \$25,000 on February 7, 2016;
- iii. \$25,000 on June 7, 2016;
- iv. \$25,000 on October 7, 2016; and
- v. the balance, being \$75,000, within 30 days of the date that the new permits are granted by the Bureau of Land Management (“BLM”).

As previously announced Sweetwater has applied for 12 new prospecting permits that are analogous to and encompassing the same area as 12 prospecting permits that were inadvertently lost due to the failure to pay rental on the permits by the permit anniversary date (see press release dated August 12, 2015). The granting of the prospecting permits is subject to the discretion and approval of the BLM and the Company has been advised by the BLM that no permits will be granted to any applicant prior to the date on which the BLM completes its Master Leasing Plan for the region, which is underway.

The Company will provide further information on the status of the applications as it becomes available.



About the Company

American Potash Corp. is dedicated to the acquisition and development of potash mineral deposits in the USA and elsewhere.

On behalf of the Board of Directors

“Rudy De Jonge”

Rudy De Jonge, CEO

Neither the OTCQX nor the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.

Statements in this press release other than purely historical information, including statements relating to the Company’s future plans and objectives or expected results, are “Forward-Looking Statements” within the meaning of Section 21E of the United States Securities Exchange Act of 1934, as amended and Canadian securities laws. Forward Looking Statements are based on numerous assumptions and are subject to all of the risks and uncertainties inherent in the Company’s business, including risks inherent in resource exploration and development. As a result, actual results may vary materially from those described in the Forward Looking Statements.

Key assumptions upon which the Company’s forward-looking statements and information are based include: the price of potash will rise and not fall significantly; the Company’s ability to secure new financing to continue its exploration and development activities; there being no significant changes in the ability of the Company to comply with environmental, safety and other regulatory requirements; the Company’s ability to obtain regulatory approvals in a timely manner; and the Company’s ability to achieve its growth strategy. These assumptions should be considered carefully by readers. Readers are further cautioned that the foregoing list of assumptions is not exhaustive. Although the Company believes that the assumptions on which the forward-looking statements or information are made are reasonable, based on the information available to the Company on the date such statements were made, no assurances can be given as to whether these assumptions will prove to be correct.