



**AMERICAN
POTASH
CORP.**

AMP: CSE

800 – 1199 West Hastings Street
Vancouver, BC, Canada, V6E 3T5
Tel: 604-283-1722
Fax: 1-888-241-5996
www.americanpotashcorp.com

NEWS RELEASE

American Potash Closes and Oversubscribes on \$1,292,000 Private Placement

Vancouver, B.C., August 9, 2017: American Potash Corporation (the “Company”) (AMP:CSE) is pleased to announce that it has closed its previously announced non-brokered private placement (the “Private Placement”) for 12,920,000 Units (“Units”) at a price of \$0.10 per Unit to raise total proceeds of \$1,292,000.

Each Unit will be comprised of one common share of the Issuer (a “Share”) and one common share purchase warrant of the Issuer (each whole warrant, a “Warrant”). Each Warrant will be exercisable into a common share of the Company (a “Warrant Share”) for a period of 12 months at an exercise price of CDN\$0.15 during the one year.

Shares issued pursuant to this Private Placement are subject to a four-month hold period from the closing date in accordance with applicable securities laws and, if required the policies of the Exchange. Finder’s fees or commissions may be payable by the Company in connection with this Private Placement.

The proceeds of this private placement are for property, general purposes and working capital.

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.