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POTASH CORP OF SASKATCHEWAN INC  
Form 8-K  
October 04, 2004

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report: September 30, 2004

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(Date of earliest event reported)

Potash Corporation of Saskatchewan Inc.

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(Exact Name of Registrant as Specified in its Charter)

Canada	1-1035	N/A
----- (State or Other Jurisdiction of Incorporation)	----- (Commission File Number)	----- (IRS employer Identification No.)

122 - 1st Avenue South  
Saskatoon, Saskatchewan, Canada S7K 7G3  
306-933-8500

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(Address and telephone number of the registrant's principal executive offices)

N/A

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(Former name or former address, if changed since last report)

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Item 1.01 Entry into a Material Definitive Agreement

On September 30, 2004, Potash Corporation of Saskatchewan Inc. (the "Company") entered into an Agreement of Indemnification with each of the following executive officers and directors of the Company or certain of its direct and indirect subsidiary corporations: Daphne J. Arnason, Frederick J. Blesi, Wayne R. Brownlee, Karen Chasesz, G. David Delaney, James F. Dietz, William J. Doyle, John W. Estey, Wade Fetzer III, John L.M. Hampton, Betty-Ann L. Heggie, Dallas J. Howe, Barbara Jane Irwin, Robert A. Jaspar, Alice D. Laberge, Jeffrey J. McCaig, Mary Mogford, Garth W. Moore, Thomas J. Regan, Jr., Donald R. Roberts, Paul J. Schoenhals, Denis A. Sirois, E. Robert Stromberg, Jack G. Vicq, and Elena Viyella De Paliza. Each indemnification agreement between the Company and any of the above named executive officers and directors and in effect prior to September 30, 2004 was terminated and replaced by an Agreement of Indemnification dated as of September 30, 2004.

The terms and conditions of each Agreement of Indemnification are contained in the Company's Form of Agreement of Indemnification, which was filed as Exhibit 10(ii) to the Company's Quarterly Report on Form 10-Q for the period ending June 30, 2004. The terms and conditions provide generally, subject to certain conditions and exceptions, that the Company will indemnify the officer or director in respect of certain civil, criminal or administrative actions brought against such person by reason of being or having been a director or officer of the Company or its subsidiaries.

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Potash Corporation of Saskatchewan Inc.

By: /s/ John L.M. Hampton

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John L.M. Hampton  
Senior Vice President, General Counsel and Secretary  
Potash Corporation of Saskatchewan Inc.

Date: September 30, 2004