

POTASH CORP OF SASKATCHEWAN INC

Form 8-K

February 28, 2003

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

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**FORM 8-K**

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

February 28, 2003

**Potash Corporation of Saskatchewan Inc.**

*(Exact name of Registrant as specified in charter)*

**Canada**  
*(State or other jurisdiction  
of incorporation)*

**1-1035**  
*(Commission  
file number)*

**N/A**  
*(IRS employer  
identification no.)*

**122 1 Avenue South**  
**Saskatoon, Saskatchewan, Canada S7K 7G3**  
**306-933-8500**  
*(Address and telephone number of the Registrant's principal executive offices)*

**N/A**  
*(Former name or former address, if changed since last report)*

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Signature

Form of 4.875% Notes Due March 1, 2013

Opinion of Davies Ward Phillips and Vineberg LLP

Consent of Torys LLP

Consent of Davies Ward Phillips and Vineberg

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**Potash Corporation of Saskatchewan Inc.  
Current Report on Form 8-K**

**Item 7. Exhibits.**

<b>Exhibit Number</b>	<b>Description of Document</b>
4	Form of 4.875% Notes due March 1, 2013.
8	Opinion of Davies Ward Phillips & Vineberg LLP as to Canadian tax matters.
23(a)	Consent of Torys LLP.
23(b)	Consent of Davies Ward Phillips & Vineberg LLP.

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**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: February 28, 2003

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