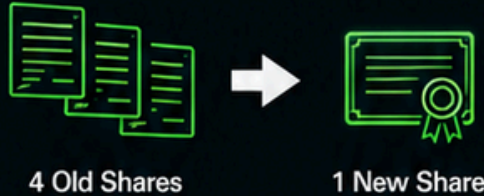


How to Access Your Brazil Potash Shares

In October 2024, Brazil Potash completed a **4-for-1 share consolidation**. If you participated in our Regulation A offering and have not yet exchanged your pre-consolidation shares, complete the one-time process below before your shares can be transferred.

1 What happened to my shares?



Every 4 shares you previously held were consolidated into 1 new share.

Example:
400 old shares = 100 consolidated shares.

No action is needed to calculate your new share count.

2 How to Receive Your Shares | 5 Simple Steps

- 

Get the Letter of Transmittal

Download the Letter of Transmittal

[NEXT PAGE](#)
- 

Find Your DRS Number

Locate your 4-digit DRS account number on your DRS statement.

If you do not have it, email info@brazilpotash.com with the name and phone number used when you purchased your shares.
- 

Complete the Form

Fill in your DRS account number, the registered name, your delivery address, then sign and date the form.
- 

Send to TSX Trust

Mail or email the completed form to TSX Trust Company, Suite 301, 100 Adelaide Street West, Toronto, ON M5H 4H1, Attention: Corporate Actions, Email: tsxtis@tmx.com


If shares are held in DRS and your name has not changed, you may email a scanned copy. If you hold a physical certificate, mail the original.
- 

Receive Your Shares


TSX Trust will issue your consolidated shares by mail or DRS.

If you provide an email address, your DRS statement can be sent electronically.


3 Next Step: Transfer to Your Broker | 5 Simple Steps

- 


Log In

Log into your brokerage account. If you do not have one, you will need to open one first.
- 


Transfer Shares In

Look for "transfer shares in" or "incoming account transfer".
- 

Select DRS

Choose DRS or "transfer from trans agent" as the transfer type.
- 


Enter Details


Use **Brazil Potash Corp.**, (Ticker **GRO**), your DRS account number and number of shares.
- 


Submit Request

Your broker will contact TSX Trust directly. This typically takes 3-5 business days.

4 Important Notes


- 

Do not send share certificates to Brazil Potash's head office - they must go directly to TSX Trust.
- 

Fractional shares will not be issued. Any fraction is rounded down to the nearest whole shares.
- 

Lost or destroyed certificate? Complete the form as fully as possible and contact TSX Trust directly for the appropriate documentation.


5 Current Value of My Holding



Brazil Potash trades on NYSE American under the ticker symbol GRO.


To estimate your current value, multiply your post-consolidation share count by the current share price shown on NYSE American, Google Finance, Yahoo Finance or your brokerage platform.

Still Have Questions?

- 

TSX Trust Company
- 

Phone:
1-866-600-5869
- 

Email:
tsxtis@tmx.com
- 

Brazil Potash IR:
info@brazilpotash.com

BRAZIL POTASH CORP.

LETTER OF TRANSMITTAL

Relating to the consolidation of the common shares of Brazil Potash Corp. (the "Common Shares").

The completed letter of transmittal, accompanied by the share certificate(s) or DRS of Brazil Potash Corp. should be personally delivered or forwarded by registered mail or courier to: TSX Trust Company, Suite 301, 100 Adelaide Street West, Toronto, Ontario, M5H 4H1 (the "Transfer Agent").

DO NOT FORWARD SHARE CERTIFICATES TO THE HEAD OFFICE OF BRAZIL POTASH CORP.

The undersigned hereby delivers to you the following share certificate(s) representing Common Shares of Brazil Potash Corp. of which the undersigned has full power and authority to deposit, sell, assign and transfer.

PLEASE TYPE OR WRITE LEGIBLY IN BLOCK LETTERS.

The undersigned hereby delivers to you the following share certificate(s)/DRS representing Common Shares of Brazil Potash Corp. of which the undersigned has full power and authority to deposit, sell, assign and transfer.

Number on certificate/DRS (in the case DRS, please indicate the account number shown on the statement)	Name in which registered	Number of Common Shares shown on face of certificate/DRS

(Attach additional list if the space above is insufficient)

The Transfer Agent is hereby requested and authorized to issue new certificates/DRS of Brazil Potash Corp. on the following basis, namely for every four (4) Common Shares of Brazil Potash Corp., shareholders shall receive one (1) consolidated Common Share of Brazil Potash Corp., (the "Consolidated Common Share").

A. NAME AND NUMBER OF CERTIFICATES/DRS FOR COMMON SHARES OF BRAZIL POTASH CORP.

Certificate(s)/DRS representing Consolidated Common Shares are to be issued as follows:

Name on Certificate/DRS	Number of Consolidated Common Shares

(See instruction 4. Attach additional list if the space above is insufficient)

<p>B. DELIVERY Mail or make available for delivery certificate(s)/DRS representing Consolidated Common Shares as follows:</p> <p>Name: _____</p> <p>Address: _____</p> <p>Postal(Zip) Code: _____</p> <p><input type="checkbox"/> Please indicate if DRS is requested</p> <p><i>Please print legibly your email address on the below line</i></p> <hr/> <p>For DRS, if an email address is provided, the Transfer Agent will email the new DRS to the email address provided above. Note that the DRS will not be mailed where an email address is provided.</p> <p>or</p> <p>—</p> <p>Make available for pick-up at the office of the Transfer Agent set forth above, against a counter receipt, by:</p> <p>Name: _____</p> <p>Address: _____</p> <p>_____</p> <p>_____</p> <p>Telephone #: _____</p>	<p>C. IMPORTANT: This box must be completed fully if the name in which any Consolidated Common Share is to be issued differs from the name of the registered holder appearing on the existing certificate(s).</p> <p>Date: _____</p> <p>Signature: _____</p> <p>Name: _____</p> <p>Address: _____</p> <p>Postal (Zip) Code: _____</p> <p>Signature Guaranteed by:</p> <p>_____</p>
---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

IMPORTANT: THIS LETTER OF TRANSMITTAL MUST BE DATED AND SIGNED

Dated: _____

Signature of Shareholder: _____

Telephone: _____

INSTRUCTIONS

1. Pursuant to the amendment to the articles of Brazil Potash Corp. each shareholder will receive one (1) Consolidated Common Share for each four (4) Common Share of Brazil Potash Corp. No fractional shares will be issued as a result of the share consolidation. A fractional share will be disregarded and cancelled without any repayment of capital or other compensation. Each shareholder will receive a whole number of Consolidated Common Shares.

2. Each registered holder of Common Shares of Brazil Potash Corp. must deliver the Letter of Transmittal completed and signed, together with their certificate(s)/DRS to TSX Trust Company (the "Transfer Agent") at the office of the Transfer Agent set out in Instruction 7 below. The method of delivery of the Common Share certificate(s)/DRS is at the option and risk of the holder of Common Shares. It is recommended such documents be delivered to the Transfer Agent. If mail is used, registered mail, properly insured with acknowledgement of receipt requested, is suggested. Delivery will be effected only when documents are actually received by the Transfer Agent at the office set out below. A scanned facsimile of the Letter of Transmittal is acceptable if the registered holder is tendering a DRS and there is no change in the name of the registered holder.

3. Each registered holder of Common Shares must fill in the delivery instructions in Part B and sign and date this Letter of Transmittal. If Part B is not completed, the certificate(s)/DRS representing Consolidated Common Shares will be mailed to the shareholder's address recorded on the books of the Transfer Agent.

4. If no change in the name of the registered holder appearing on the existing Common Share certificate(s)/DRS is desired but more than one new certificate/DRS is to be issued in that name, a holder should also fill out Part A of this Letter of Transmittal. Any holder who does not fill out Part A will receive one Consolidated Common Share certificate/DRS for each Common Share certificate/DRS delivered herewith. No charge will be made for one new replacement certificate but where more than one certificate/DRS is requested a charge of \$7.00 (plus H.S.T.) will be levied for each additional certificate/DRS.

5. A registered holder of Common Shares who wishes to have the certificate(s)/DRS representing Consolidated Common Shares registered in the name of a person other than the registered holder must fill in Part C as well as Parts A and B of the Letter of Transmittal and must endorse the existing Common Share certificate(s) or a stock transfer power of attorney, delivered with the Letter of Transmittal. The signature of the registered holder must correspond in every respect with the name appearing on the face of the certificate(s)/DRS. Such signature must be guaranteed by a Schedule I Canadian chartered bank, or a member of the Securities Transfer Association Medallion Program (STAMP).

6. Where the Letter of Transmittal is executed on behalf of a corporation, partnership or association or by any agent, executor, administrator, trustee, curator, guardian or any person acting in a representative capacity, the Letter of Transmittal must be accompanied by evidence of authority to act satisfactory to the Transfer Agent.

7. Additional copies of the Letter of Transmittal may be obtained by contacting the Transfer Agent at the office of the Transfer Agent specified below.

TSX Trust Company
Suite 301, 100 Adelaide Street West
Toronto, ON, M5H 4H1

Attention: Corporate Actions
Email: tsxtis@tmx.com

8. If a share certificate/DRS has been lost or destroyed, the Letter of Transmittal should be completed as fully as possible and forwarded to TSX Trust Company, at the address set out in Instruction 7 above, together with correspondence stating that the original certificate/DRS has been lost. TSX Trust Company will forward appropriate documentation. Any questions should be directed to TSX Trust Company; telephone number 1-866-600-5869, facsimile number (416) 361-0470.