

POTASH CORP OF SASKATCHEWAN INC

Form 8-K

February 27, 2003

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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

February 27, 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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Item 5. Other Events and Required Regulation FD Disclosure.

The Registrant's audited consolidated financial statements as at December 31, 2002 and 2001 and for each of the three years ended December 31, 2002, together with the Notes thereto, are attached hereto as Exhibit 99(a) and are incorporated by reference into this Item 5.

The Registrant's Management's Discussion and Analysis of Financial Condition and Results of Operations for fiscal year 2002, which will be included in the Registrant's 2002 Annual Report to shareholders, is attached hereto as Exhibit 99(b) and is incorporated by reference into this Item 5.

Also filed herewith as Exhibit 12 is an exhibit with respect to the Registrant's shelf registration statement on Form S-3 (File No. 333-89350).

Item 7. Exhibits.

| <u>Exhibit Number</u> | <u>Description of Document</u> |
|------------------------------|--|
| 12 | Computation of ratio of earnings to fixed charges. |
| 23 | Consent of Deloitte & Touche LLP. |
| 99(a) | Consolidated Financial Statements. |
| 99(b) | Management's Discussion and Analysis of Financial Condition and Results of Operations. |

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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 Hampton

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

Date: February 27, 2003

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