Edgar Filing: LITT MARTIN D - Form 4

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LITT MART	IN D											
Form 4												
February 08,	2010											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL				
	UNITED S	STATES					NGE (COMMISSION	OND	3235-0287		
Check this	s box		Was	hington,	D.C. 205	549			Number:			
if no long								Expires:	January 31, 2005			
subject to		ENIU	r CHAN			CIA		NERSHIP OF	Estimated average			
Section 16 Form 4 or		SECURITIES								burden hours per response 0.5		
Form 5		uant to 9	Section 16	b(a) of the	Securiti	ies F	rchand	ge Act of 1934,	response	0.5		
obligation	18 Section 17(a)			• •				of 1935 or Section	m			
may conti <i>See</i> Instru	nue.			vestment (•	- ·						
1(b).	cuon	()				,						
(Print or Type R	esponses)											
				ssuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
LITT MARTIN D Symbol								Issuel				
			Intrepid	Potash, Ir	nc. [IPI]			(Che	ck all applicable	e)		
(Last)	(First) (M	liddle)	3. Date of	Earliest Tra	insaction							
				onth/Day/Year)				Director 10% Owner X_ Officer (give title Other (specify				
			02/04/20	02/04/2010				below) below)				
1/1H SIRE	ET, SUITE 4200							Executive	e VP/General Co	ounsel		
			4. If Amer	If Amendment, Date Original			6. Individual or Joint/Group Filing(Check					
			(Month/Day/Year)				Applicable Line)					
								_X_Form filed by	One Reporting Pe More than One Re			
DENVER, C	CO 80202							Person		eporting		
(City)	(State) (Zip)	Tabl	I - Non-De	orivotivo (Socuri	tios A.c.	quired, Disposed o	f or Bonoficial	lly Owned		
1 77'41 6		24 D					ues Au			-		
1.Title of Security	2. Transaction Date (Month/Day/Year)		omed on Date, if	3. Transactic	4. Securi		n	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect		
(Instr. 3)	(Woldin Duy Tear)	any	Jii Dute, Ii	f TransactionAcquired (A) or Code Disposed of (D)				(D) or	Beneficial			
(Month/Day/			Day/Year)					Owned	Ownership			
								Following Reported	(Instr. 4)	(Instr. 4)		
						(A)		Transaction(s)				
				Code V	Amount	or	Drigo	(Instr. 3 and 4)				
Common					6,281	(D)	Price					
Stock	02/04/2010			А	(1)	А	\$0	12,153 <u>(2)</u>	D			
					_							

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day	ate	7. Title and J Underlying S (Instr. 3 and	Securities
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to purchase)	\$ 25.47	02/04/2010		A	11,387	(3)	02/04/2020	Common Stock	11,387

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
LITT MARTIN D INTREPID POTASH, INC. 707 17TH STREET, SUITE 4200 DENVER, CO 80202			Executive VP/General Counsel				
Signatures							
/s/ Geoffrey T. Williams, Jr.,							

/s/ Geoffrey T. Williams, Jr.,	
attorney-in-fact	02/08/2010

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Grant of restricted stock which will vest in three equal annual installments beginning on February 4, 2011.

(2) Consists of 11,526 unvested restricted shares and 627 vested unrestricted shares.

(3) Grant of non-qualified stock options which will vest in three equal annual installments beginning on February 4, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.