

Notice of Essential Fact

Information which the issuer believes to affect the value of the issuer's securities

1. General information	
1.1. Full trademark name of the issuer	<i>Public Joint Stock Company Uralkali</i>
1.2. Abbreviated trademark name of the issuer	<i>PJSC Uralkali</i>
1.3. Issuer's address	<i>Russian Federation, 618426, Perm Region, Berezniki, Pyatiletki Street, 63</i>
1.4. Issuer's MSRN	<i>1025901702188</i>
1.5. Issuer's TIN	<i>5911029807</i>
1.6. Issuer's unique code assigned by the registration authority	<i>00296-A</i>
1.7. Address of the webpage utilized by the issuer for information disclosure	<i>1. http://www.uralkali.com 2. http://www.e-disclosure.ru/portal/company.aspx?id=1233</i>
1.8. Date of the event (essential fact)	<i>19.02.2020</i>
2. Notice	
<p>2.1. Brief description of the event (action) which the issuer believes to affect the value of the issuer's securities: <i>Decision of the authorized body of PJSC Uralkali (hereinafter the Issuer) to determine the period and the procedure for submission of offers from potential buyers of exchange-traded uncertificated interest-bearing non-convertible bearer bonds with mandatory centralized storage, ПБО-06-P series offered by open subscription (hereinafter the Exchange-Traded Bonds) within the framework of the Exchange-Traded Bonds Program with the following identification number 00296-A-001P-02E dated 06.08.2015, which was assigned by CJSC SE MOEX, approved by the Board of Directors of PJSC Uralkali on June 23, 2015 (Minutes No. 305 dated 23.06.2015), including all amendments and addenda (hereinafter the Exchange-Traded Bonds Program), with a proposal to conclude Preliminary Agreements.</i></p> <p>2.2. If the indicated event (action) concerns a third party or is related to a third party – indicate the full corporate name (for non-commercial organizations – indicate the name), location, TIN (if applicable), PSRN (if applicable) or the full name of an individual third party: <i>This information cannot be provided as it concerns the potential buyers of the Issuer's Exchange-Traded Bonds</i></p> <p>2.3. If the indicated event (action) concerns a decision of the Issuer's authorized governance body or a third party, or is related to such a decision – indicate the name of the authorized governance body, date and description of the indicated decision, date of compilation and number of the minutes of the meeting of the authorized governance body in cases when the indicated decision was made by a collegial governance body of the relevant party: <i>the decision was adopted by the Sole Executive Body of the Issuer on February 19, 2020 (Order No.366 dated 19/02/2020).</i></p> <p>Description of the decision of the Sole Executive Body of the Issuer: <i>To offer the Exchange-Traded Bonds within the framework of the Exchange-Traded Bonds Program in compliance with the procedure indicated in Order No. 366 dated February 19, 2020. To determine that the exchange-traded uncertificated interest-bearing non-convertible bearer bonds with mandatory centralized storage, ПБО-06-P series (hereinafter the Exchange-Traded Bonds), within the framework of the Exchange-Traded Bonds Program, identification number 00296-A-001P-02E assigned on 06.08.2015 by CJSC SE MOEX, approved by the Board of Directors of the Issuer on June 23, 2015 (Minutes No. 305 dated 23.06.2015), with all amendments and addenda (hereinafter the Exchange-Traded Bonds Program), will be placed by accepting direct applications from buyers to purchase the Exchange-Traded Bonds at a fixed price and interest rate on the first coupon, which was determined by the Issuer in advance, in accordance with the terms and conditions set forth in the Exchange-Traded Bonds Program and the Securities Prospectus. To determine that the period for the submission of offers from potential buyers of the Exchange-Traded Bonds with proposals to conclude Preliminary Agreements shall start at 11:00 on February 19, 2020 and shall expire at 15:00 on February 19, 2020. To approve the text of the invitation to submit offers to conclude Preliminary Agreements and the form of the offer to conclude a Preliminary Agreement to purchase the Exchange-Traded Bonds:</i></p> <p><u>Concerning: Participation in the offering of the exchange-traded bonds of Public Joint Stock Company Uralkali of the ПБО-06-P series offered within the exchange-traded bonds program.</u></p> <p>TERMS AND DEFINITIONS:</p> <p>Issuer: Public Joint Stock Company Uralkali</p>	

Webpage: <http://www.e-disclosure.ru/portal/company.aspx?id=1233>.

Organizers: JOINT STOCK COMPANY ALPHA-BANK, Joint Stock Company VTB Capital, MOSCOW CREDIT BANK (public joint stock company), Joint Stock Company Raiffeisenbank, Limited Liability Company Renaissance Capital, Joint Stock Company Sberbank CIB

Technical Underwriter of the offering: Joint Stock Company VTB Capital

Exchange-Traded Bonds Program: the exchange-traded bonds program, identification number 4-00296-A-001P-02E assigned on August 6, 2015 by CJSC SE MOEX, approved by the Board of Directors of the Issuer on 23.06.2015 (Minutes No. 205 dated 23.06.2015) (with all amendments and addenda thereto), whereby the indicated issuance of the exchange-traded bonds is offered.

The maximum amount of face values of the bonds which may be offered within the framework of the bonds program – up to 200,000,000,000 (two hundred billion) rubles inclusive of this amount, or an equivalent of the indicated amount in foreign currency.

Maximum redemption period of the exchange-traded bonds offered within the framework of the exchange-traded bonds program – the date that occurs not later than on the 3640 (three thousand six hundred fortieth) day from the effective date of the offering of the exchange traded bonds of a separate issuance offered within the framework of the exchange-traded bonds program.

Exchange-Traded Bonds: exchange-traded uncertificated interest-bearing non-convertible bearer bonds with mandatory centralized storage ИБО-6-P series

Issuance documents: Exchange-Traded Bonds Program, Securities Prospectus, Decision to Issue Exchange-Traded Bonds, and a document containing the terms of issuance

Preliminary effective date of the offering: 03/03/2020.

Stock Exchange: Public Joint Stock Company Moscow Stock Exchange MOEX-RTS

Proposal to buy: Proposal (offer) to conclude a preliminary agreement to purchase Exchange-Traded Bonds

Principal agreement: Exchange-Traded Bonds Sale and Purchase Agreement

Preliminary agreement: A preliminary agreement whereby the potential purchaser and the Issuer undertake to conclude the Principal agreement on the effective date of the offering of Exchange-Traded Bonds

Book closing time: 15:00 Moscow time

Book closing date: 19/02/2020.

ATTENTION! BEFORE TAKING ANY ACTION, YOU MUST INFORM YOURSELF OF THE FACTS BELOW.

This communication applies to the information provided below to the issuance documents published on the Webpage (hereinafter together referred to as Documents), and you must read the provisions of this communication carefully before taking any actions in connection with the Documents. Once you have studied the Documents and decided to take any actions in connection with the Documents, you accept the obligation to comply with the terms and conditions provided below including any changes to the indicated terms and conditions which may be received by you from us as a result of your perusal of the Documents.

THIS COMMUNICATION AND THE DOCUMENTS PROVIDED TO YOU DO NOT CONSTITUTE AN OFFER TO SELL ANY SECURITIES AND ARE NOT INTENDED FOR PERUSAL OR ACCESS BY ANY PERSONS IN THE UNITED STATES OF AMERICA, AUSTRALIA, CANADA OR JAPAN.

THIS COMMUNICATION AND THE DOCUMENTS CANNOT BE FORWARDED OR DISSEMINATED EXCEPT IN THE SITUATIONS DESCRIBED BELOW AND MAY NOT BE REPRODUCED BY ANY MEANS.

Neither the Organizers, nor the Issuer are hereby making an offer to sell any securities and are not undertaking any actions to receive an offer to buy any securities in relation to any person located in any jurisdiction. This communication and the Documents provided to you cannot be used for or in connection with preparation of any communication in any jurisdiction or under any circumstances, whereby such preparation will be considered unacceptable or illegal. The Issuer requires each person that obtains access to this communication and the Documents to inform themselves of and comply with such restrictions. The Documents provided to you are intended for information purposes only and do not constitute an advertisement of or an offer to sell any securities in any country.

None of the securities of the Issuer can be offered for sale or be sold in the United States of America without registration or receipt of an exemption from registration in compliance with the US Securities Act of 1933 (as amended).

The Exchange-Traded Bonds of the Issuer are not registered in the United States of America; the Issuer does not intend to undertake such registration in relation to any portion of any issuance of the Exchange-Traded Bonds or to conduct a public offering of any securities in the United States of America

This communication and the Documents are intended exclusively for: (i) persons outside the territory of the United Kingdom, or (ii) professional investors subject to article 19(5) of Order (Financial Promotion) 2005 within the framework of the UK Financial Services and Markets Act 2000 (hereinafter the **Order**), or (iii) legal entities and other persons with large net capital to whom this communication and the documents may be forwarded legally that are subject to articles 49(2)(a) - 49(2)(d) of the Order (all of the indicated persons are together hereinafter referred to as the **Appropriate Parties**). Any securities may be purchased and any invitation or agreement to subscribe, purchase or otherwise acquire such securities may be accepted by the

Appropriate Parties only. Any other person that is not an Appropriate Party may not act in connection with or otherwise rely on this communication or the documents or any information contained therein.

Any public offering of securities which may be considered made on the basis of the fact that this communication and the Documents were forwarded in any EU member state subject to the EU Directive 2003/71/EC (with any additional procedures for its application in such EU member state – hereinafter the **Prospectus Directive**), is addressed solely to qualified investors from this EU member state that are defined as such in compliance with the Prospectus Directive.

This communication and the Documents do not constitute an issuance prospectus for the purpose of their interpretation in compliance with the procedures for the application of the Prospectus Directive or other applicable laws. This communication and the Documents, as well as the issuance prospectus prepared in connection with the Issuer's securities offering may not be disseminated in any country where such dissemination is subject to additional requirements or is in violation of the laws of such country.

OWNERSHIP OF EXCHANGE-TRADED BONDS OR OTHER FINANCIAL INSTRUMENTS IS ALWAYS CONNECTED WITH RISKS.

This communication is intended for information purposes only and contains very limited information regarding investing into the Issuer's securities. Such investment should always be backed up by a well-grounded decision resting on a thorough analysis of the Issuer, its affiliates, operations, financial profile, sales and revenues, Russian economic environment and other risk factors.

Dear Investor:

We would like to hereby inform you of an opportunity to participate in the offering of certificated interest-bearing non-convertible bonds of the Issuer. This communication is an invitation to make offers and does not constitute an offer.

The fact that an identification number was assigned to the Exchange-Traded Bonds Program does not mean that the information provided in the documents of the issuance is accurate or reliable.

The Exchange-Traded Bonds will be offered by concluding sale and purchase agreements on the Stock Exchange. The offering is scheduled for the Preliminary Date but may take place on another date. The final effective date is set (determined) in compliance with the **Issuance Documents**. The Exchange-Traded Bonds may be paid for only in cash.

You may participate in the offering by **Placing a Bid** in compliance with the procedure and form provided below as a Supplement to this communication and indicating the maximum amount in Russian rubles for which you are willing to purchase Exchange-Traded Bonds, and the minimum rate of the first coupon on the Exchange-Traded Bonds at which you would be willing to purchase Exchange-Traded Bonds for the indicated amount. You may also indicate the minimal amount of the aggregate face value of the Exchange-Traded Bond for which, if exceeded, you would be willing to conclude a Preliminary Agreement.

Your Bid constitutes your offer to conclude a Preliminary Agreement (as defined below).

To comply with the procedure of the offering, the Organizers will consider only those Bids that were duly prepared, signed and received in compliance with the procedure and the terms described herein.

Placement and Settlement Procedure

If you decide to participate in the offering, please, confirm your consent with the offering procedure and the conditions of the Exchange-Traded Bonds offering stipulated in the Issuance Documents and this communication, by forwarding to the Organizer (by courier delivery, fax or e-mail) a properly filled out and signed Bid by Book Closing Time and Book Closing Date. Such Bids, forwarded by a legal entity, should be prepared on the corporate letterhead of the entity, signed by the authorized person and sealed. Such Bids cannot be withdrawn after Book Closing Time and Book Closing Date.

For the avoidance of any misunderstanding or doubt, please be informed that the receipt of your Bid by the Organizers does not mean its acceptance. The Issuer and the Organizers shall accept no responsibility and provide no guarantees that your Bid will be accepted fully or partially.

Once the rate of the first coupon rate is determined, the Issuer shall decide on the acceptance or refusal of your Bid. Only if your Bid is deemed accepted, the Technical Underwriter of the offering shall forward a written acceptance notice by courier delivery, fax or e-mail (hereinafter referred to as the **Acceptance Notice**) to the address or fax or e-mail indicated in your Bid. If the Acceptance Notice is sent to you by fax or e-mail, you will be deemed to have received it at the moment when it is sent. If the Issuer decides to decline your Bid or if the Issuer does not consider it or make any decisions with regard to it, the Technical Underwriter will not send any notices of this fact to you. Herewith, if no notice is sent to you, this will not mean that your Bid was accepted (the absence of a response does not mean acceptance).

ATTENTION! ACCEPTANCE OF YOUR BID MEANS CONCLUSION OF A PRELIMINARY AGREEMENT BETWEEN YOU AND THE ISSUER (HEREINAFTER REFERRED TO AS THE PRELIMINARY AGREEMENT), UNDER WHICH YOU AND THE ISSUER ARE TO CONCLUDE A PRINCIPAL SALE AND PURCHASE AGREEMENT ON THE EFFECTIVE DATE (HEREINAFTER REFERRED TO AS THE PRINCIPAL CONTRACT) UNDER THE FOLLOWING CONDITIONS: THE ISSUER UNDERTAKES TO SELL YOU AND YOU UNDERTAKE

TO PAY FOR THE EXCHANGE-TRADED BONDS FOR THE AMOUNT AND AT THE PLACEMENT PRICE AND COUPON RATE, STIPULATED IN THE ACCEPTANCE NOTICE. THE NUMBER OF THE EXCHANGE-TRADED BONDS, STIPULATED IN THE ACCEPTANCE NOTICE, SHALL DEPEND ON THE PLACEMENT PRICE, COUPON RATE AND DEMAND. YOUR BID MAY BE ACCEPTED FULLY OR PARTIALLY. IF YOUR BID IS PARTIALLY ACCEPTED, A PRELIMINARY AGREEMENT SHALL BE DEEMED CONCLUDED ONLY IN RELATION TO THE PORTION OF THE BID INDICATED IN THE ACCEPTANCE NOTICE. THE PROCEDURE FOR THE CONCLUSION OF A PRINCIPAL CONTRACT (PLACEMENT PROCEDURE), THE EFFECTIVE DATE, THE PLACEMENT PRICE, COUPON RATE AND SETTLEMENT PROCEDURE SHALL BE ESTABLISHED (DETERMINED) IN COMPLIANCE WITH THE ISSUANCE DOCUMENTS.

This communication, the Bid and the Acceptance Notice (if any) shall constitute a Preliminary Agreement.

All disputes in respect of Preliminary Agreements, their validity and execution shall be settled by the Arbitration Court of Moscow.

If you agree with the above-mentioned conditions and placement participation procedure, you can submit the original of your Bid to the Technical Underwriter (with a copy to the Organizers) by sending it to the address indicated in the form below.

Yours sincerely,
PJSC Uralkali

[ON COMPANY LETTERHEAD] (for legal entities)

Date:

To: JSC VTB Capital
E-mail: bonds@vtbcapital.com
Attn: Ilya Buchkovsky

Copy to: JSC ALPHA-BANK
E-mail: vkorzan@alfabank.ru, eromanchenko@alfabank.ru, dmatvievskiy@alfabank.ru
Attn: Egor Romanchenko, Dmitry Matvievsky

Copy to: GPB (JSC)
119049, Moscow, 7 Koroviy Val
Attn: Semen Odintsov
E-mail: syndicate@gazprombank.ru

Copy to PJSC MOSCOW CREDIT BANK ПАО «МОСКОВСКИЙ КРЕДИТНЫЙ БАНК»
Fax: +7 (495) 797-4210
Attn: Masur Guseynov
E-mail: guseinov@mkb.ru

Copy to: JSC Raiffeisenbank
E-mail: sales@raiffeisen.ru
Attn: Anton Kenyaykin

Copy to LLC Renaissance Capital
E-mail: SyndicateDCM@rencap.com
Attn: Mikhail Makhyanov

Copy to JSC Sberbank CIB
E-mail: debt_syndicate@sberbank-cib.ru
Attn: Maxim Vashlayev, Artur Plaude

OFFER TO CONCLUDE A PRELIMINARY SALE AND PURCHASE AGREEMENT

We have read and understood the terms and procedure of participation in the offering of the exchange-traded interest-bearing non-convertible uncertificated bearer bonds with mandatory centralized storage of the ПБО-06-P series, offered by public subscription within the framework of the Exchange-Traded Bonds Program (identification number 4-00296-A-001P-02E dated 06.08.2015) (hereinafter the Exchange-Traded Bonds).

Having thoroughly analyzed the financial, economic, legal and other risks and consequences of acquiring and owning the Exchange-Traded Bonds, we [*indicate the full name of the organization*] (acting as a trust manager (*for trust managers*)) hereby undertake to conclude principal sale and purchase agreements to purchase Exchange-Traded Bonds from Joint Stock Company Sberbank CIB, that is rendering Exchange-Traded Bonds placement services and is acting per the instructions and at the expense of the Issuer of the Exchange Traded Bonds in compliance with the Issuance Documents, on the date of the offering of the Exchange-Traded Bonds, but in any case not later than on the 3rd (third) business day from the effective date of the offering, on the following terms and conditions:

Maximum amount that you are willing to spend on Exchange-Traded Bonds (Russian rubles) *
[please indicate]

Minimum rate of the first coupon on the Exchange-Traded Bonds at which we are willing to purchase Exchange-Traded Bonds for the indicated maximum amount (in percent per annum): [please indicate]

Please be informed that [*indicate the name of your broker*] (for Purchasers working through a Broker) will be the Participant in the trading sessions organized by PJSC Moscow Exchange and will be bidding to purchase the Exchange-Traded Bonds per our instruction.

This Bid is valid until March 03, 2020 (inclusive of this date). A Preliminary agreement concluded through acceptance of this Bid and, accordingly, the obligation of the parties to conclude a Principal Sale and purchase Agreement on the terms and conditions of the Preliminary Agreement, are automatically terminated, if the Exchange-Traded Bonds are not admitted to trading during their offering on PJSC Moscow Exchange until March 03, 2020 (inclusive of this date).

If this Bid is accepted, please send us an Acceptance Notice to the following address: for hand-delivery (courier): [provide the address of your office or another location], for notification by fax: [indicate your fax number]; for notification by e-mail: [provide the e-mail address of an authorized employee].

All terms used in this communication that are not specifically defined herein shall be interpreted in accordance with the Invitation.

Yours sincerely,

Name:
Position:

** This amount does not include the costs related to the purchasing of the Exchange-Traded Bonds or the relevant settlements.*

2.4. If the indicated event (action) concerns or may affect the value of certain securities of the issuer – indicate the type, category and other identification properties of such securities of the issuer: ***Exchange-traded uncertificated interest-bearing non-convertible bearer bond with mandatory centralized storage of ПБО-06-P series offered within the framework of the Exchange-Traded Bonds Program; ISIN not assigned as of the date of the event.***

2.5. Date of the indicated event (action): ***February 19, 2020***

3. Signature

3.1. Director for Legal and Corporate Affairs
PJSC Uralkali (PoA No. 37 of 01.01.2020)

(signature) M. Shvetsova

3.2. Date: 19 February 2020

CORPORATE SEAL

