

**Corporate Action Notice**  
**Decisions of the general shareholders meeting**

**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. <a href="http://www.uralkali.com">http://www.uralkali.com</a> 2. <a href="http://www.e-disclosure.ru/portal/company.aspx?id=1233">http://www.e-disclosure.ru/portal/company.aspx?id=1233</a></i>

**2. Notice**

1. Type of general shareholders meeting – *extraordinary (without joint presence of shareholders)*
2. Form of general shareholders meeting – *absentee voting*
3. Date, venue and time of general shareholders meeting – *29 August 2016; completed voting ballots could be (or in certain cases specified by the law – had to be) sent to the following addresses:*
  - *Public Joint Stock Company Uralkali, Russian Federation, 618426, Perm Region, Berezniki, 63 Pyatiletki Street; or*
  - *Joint Stock Company VTB Registrar, Russian Federation, 127015, Moscow, 23 Pravdy Street; or*
  - *Perm Office of Joint Stock Company VTB Registrar, Russian Federation, 614002, Perm Region, Perm, 94 Sibirskaya Street.*
4. Quorum of the general shareholders meeting – *voting shares of the Company counted to determine whether the meeting had quorum:*
  - 4.1. Category (type) of shares of the Company – *common shares*
  - 4.2. Outstanding (placed) shares of the Company – *2 936 015 891 shares*
  - 4.3. Shares of the Company controlled by the Company on the date of compilation of the list of persons entitled to participate in the general shareholders meeting (record date) – *0 shares*
  - 4.4. Quorum with respect to specific agenda items: *item 1: 83.0192%; item 2: 50.3486%;*  
*Shareholders-owners of a total of more than 50% of votes attached to voting shares of the Company took part in the meeting. Accordingly, the meeting had quorum.*
5. Agenda of the general shareholders meeting:
  - 1. Approval of a major transaction (series of interrelated transactions)*
  - 2. Approval of transactions between PJSC Uralkali and an interested party which may be concluded in the future in the course of normal business operations of PJSC Uralkali (in accordance with p. 6 Article 83 of the Federal Law “On Joint Stock Companies”)*
6. Results of voting in relation to decisions whereby a quorum was present; wording of the resolutions passed by the general shareholders meeting:

**ITEM 1: Approval of a major transaction (series of interrelated transactions)**

Voting results: IN SUPPORT- 1 152 470 712 votes; OPPOSED- 451 443 votes; ABSTAINED- 325 315 954 votes; **The resolution carries.**

**Wording of the final resolution:**

In accordance with p. 14 and p. 8.5 of the Charter of PJSC Uralkali and p. 3 Article 79 of the Federal Law # 208-FZ “On Joint Stock Companies” dated 26 December 1995, to approve a major interested party transaction (series of interrelated transactions),

- Transaction, whereby the Company places (sells) in favor of JSC Uralkali-Technologiya (UKT) exchange-traded documentary interest-bearing non-convertible bearer bonds with mandatory centralized storage with the total face value of all issuances of the exchange-traded bonds (hereinafter bonds) placed within the framework of the Exchange-Traded Bonds Program approved by the Board of Directors of the Company (Minutes # 305 dated 23.06.2015 with

amendments approved by the Board of Directors (Minutes # 321 dated 20.07.2016, p. 1 of item 1 of the agenda), on the following principal terms and conditions:

- Face value of one bond – US\$ 1,000 (one thousand US dollars);
  - Total face value of the bonds – up to US\$ 800,000,000 (eight hundred million US dollars);
  - The offering price is the same as the face value of the bonds;
  - The offering is conducted on a one-time basis of in several portions (issuances);
  - Date of redemption for the last issuance of bonds – not later than on 23 March 2023;
  - The coupon amount is determined in compliance with the Exchange-Traded Bonds Program and the following transaction related to the Program.
- Loan Agreement between the Company as lender and UKT as borrower for a total amount of up to US\$ 1,000,000,000 (one billion US dollars) including interest for the entire term of the loan and other payments and fees, related to the transactions approved by the Board of Directors of the Company (Minutes # 306 dated 24.08.2015, item 7 of the agenda; Minutes # 307 dated 25.09.2015, p. 1.3, item 1 of the agenda) and by the extraordinary general shareholders meeting of the Company (Minutes # 48 dated 10.12.2015, p. 2 item 2 of the agenda).

**ITEM 2: Approval of transactions between PJSC Uralkali and an interested party which may be concluded in the future in the course of normal business operations of PJSC Uralkali (in accordance with p. 6 Article 83 of the Federal Law “On Joint Stock Companies”)**

Voting results: IN SUPPORT - 1 477 296 258 votes; OPPOSED - 443 880 votes; ABSTAINED- 502 117 votes; **The resolution carries.**

**Wording of the final resolution:**

2.1. To approve sale and purchase agreements and supply agreements between PJSC Uralkali (seller, supplier) and Joint Stock Company United Chemical Company URALCHEM (buyer) as interested-party transactions which may be concluded in the future in the course of normal business operations of PJSC Uralkali and to determine that the maximum price of the indicated transactions cannot exceed 820,000,000 rubles.

Voting results: IN SUPPORT- 1 477 564 440 votes; OPPOSED - 425 880 votes; ABSTAINED- 226 935 votes; **The resolution carries.**

**Wording of the final resolution:**

2.2. To approve sale and purchase agreements and supply agreements between PJSC Uralkali (seller, supplier) and Joint Stock Company Voskresensk Mineral Fertilizers (buyer) as interested-party transactions which may be concluded in the future in the course of normal business operations of PJSC Uralkali and to determine that the maximum price of the indicated transactions cannot exceed 1,200,000,000 rubles.

Voting results: IN SUPPORT - 1 477 580 779 votes; OPPOSED - 413 443 votes; ABSTAINED- 248 033 votes; **The resolution carries.**

**Wording of the final resolution:**

2.3. To approve sale and purchase agreements and supply agreements between PJSC Uralkali (seller, supplier) and Public Joint Stock Company Corporation VSMPO-AVISMA (buyer) as interested-party transactions which may be concluded in the future in the course of normal business operations of PJSC Uralkali and to determine that the maximum price of the indicated transactions cannot exceed 600,000,000 rubles.

Voting results: IN SUPPORT - 1 477 569 531 votes; OPPOSED - 411 111 votes; ABSTAINED- 261 613 votes; **The resolution carries.**

**Wording of the final resolution:**

2.4. To approve sale and purchase agreements and supply agreements between PJSC Uralkali (buyer) and Joint Stock Company Voskresensk Mineral Fertilizers (seller, supplier) as interested-party transactions which may be concluded in the future in the course of normal business operations of PJSC Uralkali and to determine that the maximum price of the indicated transactions cannot exceed 310,000,000 rubles.

Voting results: IN SUPPORT - 1 477 317 912 votes; OPPOSED - 423 548 votes; ABSTAINED- 500 795 votes; **The resolution carries.**

**Wording of the final resolution:**

2.5. To approve sale and purchase agreements and supply agreements between PJSC Uralkali (buyer) and Joint Stock Company United Chemical Company URALCHEM (seller, supplier) as interested-party transactions which may be concluded in the future in the course of normal business operations of PJSC Uralkali and to determine that the maximum price of the indicated transactions cannot exceed 1,000,000,000 rubles.

Voting results: IN SUPPORT - 1 477 551 892 votes; OPPOSED - 451 443 votes; ABSTAINED - 238 920 votes; **The**

**resolution carries.**

**Wording of the final resolution:**

2.6. To approve sale and purchase agreements and supply agreements between PJSC Uralkali (buyer) and Public Joint Stock Company Corporation VSMPO-AVISMA (seller, supplier) as interested-party transactions which may be concluded in the future in the course of normal business operations of PJSC Uralkali and to determine that the maximum price of the indicated transactions cannot exceed 500,000,000 rubles.

Voting results: IN SUPPORT- 1 477 347 117 votes; OPPOSED - 443 548 votes; ABSTAINED- 451 590 votes; **The resolution carries.**

**Wording of the final resolution:**

2.7. To approve insurance agreements between PJSC Uralkali (policy holder) and Limited Liability Company Insurance Company Soglasiye (insurer) as interested-party transactions which may be concluded in the future in the course of normal business operations of PJSC Uralkali and to determine that the maximum price of the indicated transactions cannot exceed 18,000,000 rubles.

7. Date of compilation and number of the minutes of the general shareholders meeting – *Minutes # 52 of the extraordinary general shareholders meeting dated 31 August 2016*

**3. Signature**

3.1. Director for Legal and Corporate Affairs  
PJSC Uralkali

\_\_\_\_\_ M. Shvetsova  
(signature)

3.2. Date: 01 September 2016

CORPORATE SEAL