

**Notice of Significant Fact
Decisions of the Board of Directors**

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, 63 Pyatiletki Street</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>
2. Notice	
<p>2.1. Quorum of the board of directors and voting results – <i>-Nine of nine elected members of the Board of Directors participated in the meeting. - The resolution concerning items 1, 3-7 of the agenda were passed unanimously by all Board members participating in the meeting. - The resolution concerning item 2.2 of the agenda was passed unanimously by all Board members voting on this matter (five members of the Board voted on this matter) - The resolution concerning item 2.2 of the agenda was passed unanimously by all Board members voting on this matter (eight members of the Board voted on this matter) - The resolution concerning item 2.3 of the agenda was passed unanimously by all Board members voting on this matter (eight members of the Board voted on this matter) The Board had quorum to pass resolutions on all matters put to the vote.</i></p> <p>2.2. Decisions of the issuer's board of directors -</p> <p>Item 1: Report of the General Director on PJSC Uralkali's results in 1H 2017 Resolution: 1. To note the report of the General Director on PJSC Uralkali's results in 1H 2017 (attached). 2. To take under advisement the comments offered by the General Director and Director for Economics and Finance in relation to the interim condensed consolidated financial statements of the Company for 1H 2017 submitted to the Board of Directors.</p> <p>Item 3: Interested-party transactions Resolution: <u>Independent guarantee agreements, guarantee-issuance service agreement</u> 2.1. 1. The price of the property (including services) which is the subject matter of the following interested-party transaction (series of interrelated transactions) concluded by PJSC Uralkali (Company), whereby the interested party is JSC Uralkali-Technologiya deemed a controlling person of PJSC Uralkali for the purpose of interested-party transactions, and which is also the beneficiary of the transactions:</p> <p>a) Agreement on the issuance of an independent guarantee between the Company as Guarantor and Limited Liability Company Holding VTB Capital IB (hereinafter VT BCH) as Beneficiary (hereinafter the Guarantee Agreement), whereby the Company acts as Guarantor for the obligations of Joint Stock Company Uralkali-Technologiya (hereinafter UKT) under the agreement on the sale and purchase of 798 000 bonds of the Company, state registration number of the issuances 4B02-01-00296-A-001P 4B02-02-00296-A-001P, between UKT as Seller and VT BCH as Buyer (hereinafter the SAP) on the terms indicated in Supplement 1 to these Minutes and also under the "put" option agreement between UKT as Seller and VT BCH as Buyer (hereinafter the Option Agreement) on the terms and conditions described in Supplement 2 to the Minutes of the meeting of the Board of Directors.</p> <p>According to the Guarantee Agreement the Company acts as Guarantor for all the obligations prescribed by the SAP and the Option Agreement, in the same amount as UKT, including the obligation to pay interest, compensate any litigation expenses arising from the recovery of debt or any other losses incurred by VT BCH as a result of non-fulfillment or improper fulfillment of the obligations by UKT. The maximum amount of secured obligations is up to US\$890,000,000; and</p>	

b) Agreement on the provision of guarantee-issuance services in relation to the secured obligations under the Guarantee Agreement between the Company (Creditor) and UKT (Debtor), which is comprised of: (i) the maximum amount of secured obligations indicated above, an (ii) remuneration for the provision of a service to issue a guarantee in the amount not exceeding 1.5% of the maximum amount of the obligations secured under the Guarantee Agreement, and is (in the ruble equivalent at the official exchange rate of the Bank of Russia on the date of the present approval) no more than 10% (ten percent) of the book value of the assets of the Company according to its RAS accounting statements as of the last reporting date.

2. To permit the conclusion of the interested-party transaction (series of interrelated transactions), whereby the interested party is JSC Uralkali-Technologiya deemed a controlling person of PJSC Uralkali for the purpose of interested-party transactions and which is also the beneficiary of the transactions:

a) Agreement on the issuance of an independent guarantee between the Company as Guarantor and Limited Liability Company Holding VTB Capital IB (hereinafter VT BCH) as Beneficiary (hereinafter the Guarantee Agreement), whereby the Company acts as Guarantor for the obligations of Joint Stock Company Uralkali-Technologiya (hereinafter UKT) under the agreement on the sale and purchase of 798 000 bonds of the Company, state registration number of the issuances 4B02-01-00296-A-001P 4B02-02-00296-A-001P, between UKT as Seller and VT BCH as Buyer (hereinafter the SAP) on the terms indicated in Supplement 1 to these Minutes and also under the “put” option agreement between UKT as Seller and VT BCH as Buyer (hereinafter the Option Agreement) on the terms and conditions described in Supplement 2 to the Minutes of the meeting of the Board of Directors.

According to the Guarantee Agreement the Company acts as Guarantor for all the obligations prescribed by the SAP and the Option Agreement, in the same amount as UKT, including the obligation to pay interest, compensate any litigation expenses arising from the recovery of debt or any other losses incurred by VT BCH as a result of non-fulfillment or improper fulfillment of the obligations by UKT. The maximum amount of secured obligations is up to US\$890,000,000; and

b) Agreement on the provision of guarantee-issuance services in relation to the secured obligations under the Guarantee Agreement between the Company (Creditor) and UKT (Debtor), which is comprised of: (i) the maximum amount of secured obligations indicated above, an (ii) remuneration for the provision of a service to issue a guarantee in the amount not exceeding 1.5% of the maximum amount of the obligations secured under the Guarantee Agreement, and is (in the ruble equivalent at the official exchange rate of the Bank of Russia on the date of the present approval) no more than 10% (ten percent) of the book value of the assets of the Company according to its RAS accounting statements as of the last reporting date.

2.2.

The price of the property (services) which is the subject matter of interested-party transactions, whereby the interested party is JSC Uralkali-Technologiya deemed a controlling person of PJSC Uralkali and its 100%-owned subsidiary Uralkali Trading SIA (Latvia) (hereinafter Uralkali Trading SIA) for the purpose of interested-party transactions, that are parties or beneficiaries of the following transactions:

- Agreement to issue an independent guarantee (hereinafter the Guarantee Agreement) between PJSC Uralkali (Guarantor) and a third party – Bank (cannot be determined by the date of the permission to conclude the transaction) to secure the obligations of PJSC Uralkali’s subsidiary – Uralkali Trading SIA (Beneficiary) under the Master Agreement on Time Transactions in Financial Markets between the Bank and Uralkali Trading SIA (hereinafter the Master Agreement) and the transactions concluded within the framework of the Master Agreement;
- Agreement to provide guarantee-issuance services in relation to the obligations secured under the Guarantee Agreement indicated above between PJSC Uralkali (Guarantor) and Uralkali Trading SIA (Debtor) whereby the Debtor undertake to pay remuneration to the Guarantor for the guarantee-issuance services provided by the Guarantor which is comprised of (i) maximum amount of the guarantee indicated in the Guarantee Agreement and/or determined in accordance with the procedure prescribed by Supplement 3 to the Minutes of the meeting of the Board of Directors and (ii) remuneration for the provision of guarantee-issuance services in the amount not exceeding 2% of the amount of the obligations of the Debtor to the Bank,

represents no more than 10% (ten percent) of the book value of the assets of the Company according to its RAS accounting statements as of the last reporting date.

2. To permit the conclusion of interested-party transactions, whereby the interested party is JSC Uralkali-Technologiya deemed a controlling person of PJSC Uralkali and its 100%-owned subsidiary Uralkali Trading SIA (Latvia) (hereinafter Uralkali Trading SIA) for the purpose of interested-party transactions, that are parties or beneficiaries of the transactions:

- Agreement to issue an independent guarantee (hereinafter the Guarantee Agreement) between PJSC Uralkali (Guarantor) and a third party – Bank (cannot be determined by the date of the permission to conclude the transaction) to secure the obligations of PJSC Uralkali’s subsidiary – Uralkali Trading SIA (Beneficiary) under the Master Agreement on Time Transactions in Financial Markets between the Bank and Uralkali Trading SIA (hereinafter the Master Agreement) and the transactions concluded within the framework of the Master Agreement;
 - Agreement to provide guarantee-issuance services in relation to the obligations secured under the Guarantee Agreement indicated above between PJSC Uralkali (Guarantor) and Uralkali Trading SIA (Debtor) whereby the Debtor undertake to pay remuneration to the Guarantor for the guarantee-issuance services provided by the Guarantor
- On the terms and conditions described in Supplement 3 to the Minutes of the meeting of the Board of Directors.

3. To permit the Company to simultaneously enter into several similar transactions – agreements to issue independent guarantees with other banks and agreements to provide guarantee-issuance services on the terms and conditions described in Supplement 3 to the Minutes of the meeting of the Board of Directors, provided that the aggregate amount of the obligations under all independent guarantee agreements and agreements to provide guarantee-issuance services will not exceed 10% of the book value of the assets of the Company.

4. The decision to permit the transactions indicated in p. 2 (above) and similar transactions indicated in p. 3 (above) shall be valid for 3 years from the date of this decision.

Loan agreement

2.3.

1. The price of the property (services) which is the subject matter of the interested-party transaction between PJSC Uralkali and LLC Silvinit is determined based on the market price of the property and represents less than 10% of the book value of the assets of PJSC Uralkali as of the last reporting date preceding the date of the transaction.

2. To approve the interested-party transaction between PJSC Uralkali and LLC Silvinit on the terms and conditions described in Supplement 4 to the Minutes of the meeting of the Board of Directors

Item 3: Approval of an internal document of PJSC Uralkali

Resolution:

To approve the Amendments to the Annual Report of PJSC Uralkali for 2016 as an internal document which does not regulate the bodies of the Company.

Item 5: Transfer of the outstanding shares of PJSC Uralkali controlled by PJSC Uralkali

Resolution:

To approve the transfer of no more than 1 454 083 own outstanding common registered uncertificated shares, registration number of the issuance 1-01-00296 A dd. January 16, 2004, of the Company held by the Company, which represents 0.05% of the charter capital of the Company on the following principal terms:

- to dispose of the shares by selling them on the stock exchange and/or on the over-the-counter market through a broker;
- the sale price of one share: at market value as of the date of the indicated disposal, but not lower than the price at which the Company redeemed the shares from shareholders in compliance with article 75 of the Federal Law *On Joint Stock Companies* (specifically: 137.05 rubles per share).

Item 5: Approval of the appointment of a direct subordinate of the General Director of PJSC Uralkali – director of a functional subdivision

Resolution:

To approve the appointment of Vitaly V. Lauk as Technical Director of PJSC Uralkali as of September 22, 2017.

Item 6: Management Board of PJSC Uralkali

Resolution:

6.1. In accordance with paragraph 1 (9) article 65 of the Federal Law *On Joint Stock Companies*, paragraph 9.3 (13) and paragraph 10.5 of the Charter of the Company to terminate the appointment of Mr. Evgeniy K. Kotlyar as member of the Management Board of PJSC Uralkali as of September 21, 2017.

6.2. In accordance with paragraph 1 (9) article 65 of the Federal Law *On Joint Stock Companies*, paragraph 9.3 (13) and paragraph 10.7 of the Charter of the Company to elect Mr. Vitaly V. Lauk to the Management Board of PJSC Uralkali as of September 22, 2017.

6.3. To determine that from September 22, 2017 the Management Board of PJSC Uralkali will be comprised of 7 (seven) members and to appoint the following individuals to the Management Board:

1. Dmitry Osipov (Chairman)
2. Anton Vischanenko
3. Alexander Kulbitsky
4. Vitaly Lauk
5. Stanislav Seleznev
6. Marina Shvetsova

7. Alexei Yashnikov

Item 7: Amendments to the annual consolidated budget of PJSC Uralkali

Resolution:

To amend the annual consolidated budget of PJSC Uralkali for 2017 by approving the adjustment ACB 1 (attached).

2.3 Identification properties of the issuer's voting shares: *common registered uncertificated shares, 1-01-00296-A dd. 16.01.2004, ISIN RU0007661302*

2.4. Date of the meeting of the issuer's board of directors where the indicated resolutions were passed: *September 21, 2017.*

2.5. Date of compilation and number of the minutes of the indicated meeting of the issuer's board of directors: *September 21, 2017/ # 337*

3. Signature

3.1. Director for Legal and Corporate Affairs
PJSC Uralkali

_____ M. Shvetsova
(signature)

3.2. Date: 21 September 2017

CORPORATE SEAL