

**Notice of significant fact**  
**Resolutions of the issuer's board of directors**

<b>1. General information</b>	
1.1. Full trademark name of the issuer	<i>Open Joint Stock Company "Uralkali"</i>
1.2. Abbreviated trademark name of the issuer	<i>OJSC "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>
<b>2. Notice</b>	
<p>2.1. Quorum of the meeting of the issuer's board of directors - <i>8 of 9 elected members of the Board of Directors took part in the meeting (8 of 9 elected members of the Board of Directors were present; the Secretary of the Board of Directors received a written opinion of 1 elected member of the Board of Directors who was not present at the meeting). Accordingly, the Board of Directors had quorum as more than a half of the elected members of the Board of Directors were present.</i></p> <p>Results of voting at the meeting of the Board of Directors - <i>The resolutions with regard to items 1-9 were of the agenda of the meeting of the Board of Directors were passed unanimously by all Board members who took part in the meeting with the exception of paragraph 1.2 item # 1 and paragraph 5.1 item # 5 – the resolutions with regard to these items were passed by the majority of the votes. The resolution with regard to item # 10 was adopted unanimously by all the independent Board members with no vested interest in the indicated transaction with the exception of paragraph 10.3 item # 10 – the resolution regarding this item was passed by the majority of the votes of the independent directors.</i></p> <p>2.2. Resolutions passed by the issuer's Board of Directors -</p> <p><b>ITEM # 1. Performance report of OJSC Uralkali for 9M 2014</b> <b>Resolution:</b></p> <p>1.1. To take note of the performance report of OJSC Uralkali for 9M 2014 (enclosed) 1.2. To take note of the information regarding the possible scenarios of development of the railway infrastructure in Berezniki (enclosed).</p> <p><b>ITEM # 2. Reports of the Committees of the Board of Directors of OJSC Uralkali</b> <b>Resolution:</b></p> <p>1. To take note of the report of the Audit Committee of the Board of Directors of OJSC Uralkali for 3Q 2014. 2. To take note of the report of the Appointments and Remuneration Committee of the Board of Directors of OJSC Uralkali for 3Q 2014. 3. To take note of the report of the Investments and Development Committee of the Board of Directors of OJSC Uralkali for 3Q 2014. 4. To take note of the report of the Corporate Social Responsibility Committee of the Board of Directors of OJSC Uralkali for 3Q 2014.</p> <p><b>ITEM # 3. Approval of the appointment of a direct subordinate of the General Director – Head of a functional subdivision</b> <b>Resolution:</b> To approve the appointment of Anton Vischanenko as Director for Economics and Finance as of 24 October 2014.</p> <p><b>ITEM # 4. Determination of the personal composition of the Management Board of OJSC Uralkali</b> <b>Resolution:</b></p> <p><b>4.1.</b> Pursuant to paragraph 9 clause 1 article 65 of the Federal Law "On Joint Stock Companies" and paragraph 13 clause 9.3 and clause 10.5 of the Charter of the Company, to relieve Victor Belyakov - member of the Management Board of OJSC Uralkali - of his duties as of 23 October 2014. <b>4.2.</b> Pursuant to paragraph 9 clause 1 article 65 of the Federal Law "On Joint Stock Companies" and paragraph 13 clause 9.3 and clause 10.7 of the Charter of the Company, to elect Anton Vischanenko to the Management Board of the Company as of 24 October 2014.</p>	

**ITEM # 5. Preparation of recommendations for the extraordinary general shareholders meeting of OJSC Uralkali regarding the distribution of the profit of OJSC Uralkali**

**Resolution:**

5.1. To recommend to the general shareholders meeting to approve the following distribution of the profit of OJSC Uralkali: to pay interim dividends in the amount of 2.43 rubles per one common share of OJSC Uralkali in accordance with the procedure specified under the current legislation and the Charter of the Company.

5.2. To propose to the extraordinary general shareholders meeting to set the following date of identification of persons entitled to receive interim dividends - 15 January 2015.

**ITEM # 6. Convocation of an extraordinary general shareholders meeting of the Company in the form of absentee voting**

**Resolution:**

1. To convene an extraordinary general shareholders meeting of OJSC Uralkali (hereinafter OJSC Uralkali or the Company) in the form of absentee voting (without the joint presence of shareholders) (hereinafter the Meeting).

2. To set the date of compilation of the list of persons entitled to take part in the Meeting: 11 November 2014.

3. To set the following procedure of notification of the shareholders of the Company of the Meeting: to publish an announcement of the Meeting not later than on 25 November 2014 in the periodical specified in the Charter of the Company (the daily newspaper "Rossiyskaya Gazeta" (founder – Government of the Russian Federation, registration number 302)) and on the Internet on the website of the Company at: [www.uralkali.com](http://www.uralkali.com).

4. To approve the following list of materials (information) to be provided to the shareholders in preparation for the Meeting:

- Draft resolution of the extraordinary general shareholders meeting
- Recommendation of the Board of Directors regarding the distribution of profit
- Accounting statements of OJSC Uralkali for 9M 2014
- Interim abbreviated consolidation financial information of Uralkali Group prepared in compliance with the IFRS for a 6-month period ended on 30 June 2014.

To determine that in preparation for the meeting the shareholders of the Company can peruse the materials and information which must be provided to them and/or receive copies of the indicated materials (information) starting from 25 November 2014 from 09:00 until 17:00 local time at the following address: Russian Federation, Perm Region, Berezniki, Pyatiletki Street, 63, Administrative Building 1, office 104 (Corporate Department), telephones for enquiries (3424) 29-66-56) or on the website of the Company at: <http://www.uralkali.com>. The cost of the indicated copies must not exceed the cost of their production.

5. To approve the form and the text of the voting ballots of the Meeting (enclosed).

6. To set the date and time by which completed voting ballots must be received by the Company: by 18:00 local time on 26 December 2014 (inclusive).

**ITEM # 7. Setting the agenda of the extraordinary general shareholders meeting of OJSC Uralkali in the form of absentee voting**

**Resolution:**

To set the following agenda for the extraordinary general shareholders meeting of the Company:

1. Distribution of the profit of OJSC Uralkali as dividends

**ITEM # 8. Approval of the draft resolution of the extraordinary general shareholders meeting of OJSC Uralkali**

**Resolution:**

To approve the draft of the resolution of the extraordinary general shareholders meeting of OJSC Uralkali (enclosed).

**ITEM # 9. Matters related to preparation for the extraordinary general shareholders meeting of OJSC Uralkali in the form of absentee voting**

**Resolution:**

1. To determine that the instructions for voting at the extraordinary general shareholders meeting of the Company will be enclosed with the voting ballots and sent (delivered in person) to the persons entitled to participate in the extraordinary general shareholders meeting of the Company by registered mail or delivered in person.

To set the date on which the voting ballot and the instructions for voting at the extraordinary general shareholders meeting will be sent to the persons entitled to participate in the Meeting by registered mail or delivered in person – not later than 06 December 2014.

2. To specify the following postal addresses to which completed voting ballots must be sent:

- Open Joint Stock Company Uralkali, Russian Federation, Perm Region, Berezniki, Pyatiletki Street, 63; OR
- Perm Branch of Closed Joint Stock Company Computershare Registrar, Russian Federation, 614000, Perm Region, Perm, Monastyrskaya Street, 61, Office 524.

3. To approve the text of the announcement of the extraordinary general shareholders meeting of the Company (enclosed).

4. To approve the instructions for the procedure of voting at the extraordinary general shareholders meeting of the Company (enclosed).

5. To appoint Mr. Dmitry Osipov as presiding chairperson at the extraordinary general shareholders meeting and Ms. Marina Shvetsova – as secretary of the extraordinary general shareholders meeting.

6. Pursuant to Clause 8.16 of the Charter of the Company, to appoint the following organizational committee of the extraordinary general shareholders meeting of the Company: A. Vischanenko, K. Tomofeeva, E. Samsonova, V. Samunin, A. Babinsky, Y. Lykosova, T. Pologova. To appoint D. Osipov as chairman and M. Shvetsova as deputy chairperson of the organizational committee of the extraordinary general shareholders meeting of the Company.

#### **ITEM # 10. Interested-party transactions**

##### **Resolution:**

##### **10.1 Non-gratis services agreement (Section 1 Annex 1)**

1. The price of the property (services) which may be transferred (acquired) as the result of interested-party transactions with LLC Silvinit-Transport described in Section 1 Annex 1 is based on the market price of the property and is less than 2% of the balance-sheet value of the assets of OJSC “Uralkali” as of the last reporting date.

2. To approve the interested-party transaction between OJSC Uralkali and LLC Silvinit-Transport on the terms and conditions described in Section 1 Annex 1.

##### **10.2. Lease agreement (Section 1 Annex 1)**

1. The price of the property (services) which may be transferred (acquired) as the result of interested-party transactions with CJSC VNII Galurgii described in Section 2 Annex 1 is based on the market price of the property and is less than 2% of the balance-sheet value of the assets of OJSC “Uralkali” as of the last reporting date.

2. To approve the interested-party transaction between OJSC Uralkali and CJSC VNII Galurgii on the terms and conditions described in Section 2 Annex 1.

##### **10.3. Supply agreement (Section 3 Annex 1)**

1. The price of the property (services) which may be transferred (acquired) as the result of interested-party transactions with OJSC Voskresensk Mineral Fertilizers described in Section 3 Annex 1 is based on the market price of the property and is less than 2% of the balance-sheet value of the assets of OJSC Uralkali as of the last reporting date.

2. To approve the interested-party transaction between OJSC Uralkali and OJSC Voskresensk Mineral Fertilizers on the terms and conditions described in Section 3 Annex 1.

2.3. Date of the meeting of the issuer’s board of directors where the indicated resolutions were passed – **23 October 2014**

2.4. Date of compilation and number of the minutes of the meeting of the issuer’s board of directors where the indicated resolutions were passed – **23 October 2014, # 299.**

### **3. Signature**

3.1. Director for Legal and Corporate Affairs  
OJSC Uralkali

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

3.2. Date: 23 October 2014

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