

**Notice of Essential Fact  
Decisions of the board of directors**

<b>1. General information</b>	
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. <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>
1.8. Date of the event (essential fact) to which this notice is related (if applicable)	<i>21.02.2020</i>
<b>2. Notice</b>	
<p>2.1. Quorum of the issuer's board of directors and results of voting at the meeting:</p> <p><i>Ten of ten elected members of the Board of Directors participated in the meeting. The decisions put to the vote were adopted unanimously by the members of the Board of Directors participating in the meeting. The Board of Directors had quorum to decide all issues put to the vote.</i></p> <p>2.2. Decisions of the issuer's board of directors:</p> <p><b>ITEM 1: Election of the Chairperson of the Board of Directors of PJSC Uralkali and Deputy Chairpersons of the Board of Directors of PJSC Uralkali</b> <b>Resolution:</b></p> <p>1.1. To elect Mr. Sergei V. Chemezov – independent director - as Chairman of the Board of Directors of PJSC Uralkali. <b>1.2.</b> To elect Mr. Dmitry A. Mazepin – non-executive director – as Deputy Chairman of the Board of Directors of PJSC Uralkali. 1.3. To elect Mr. Dmitry A. Lobyak – non-executive director – as Deputy Chairman of the Board of Directors of PJSC Uralkali.</p> <p><b>ITEM 2: Senior Independent Director</b> <b>Resolution:</b></p> <p>2.1. In compliance with the Regulations on the Board of Directors of PJSC Uralkali and in accordance with the director independence criteria applied in the Company, to recognize Mr. Paul James Ostling as an independent director, regardless of the fact that he has served on the Board of Directors of PJSC Uralkali for more than 7 years (since 2011), as this factor does not impact his ability to make independent, objective and good-faith decisions. 2.2. To elect Mr. Paul James Ostling as Senior Independent Director of PJSC Uralkali.</p> <p><b>ITEM 3: Secretary of the Board of Directors of PJSC Uralkali</b> <b>Resolution:</b> To appoint Ms. Maria M. Klimashevskaya as Secretary of the Board of Directors of PJSC Uralkali.</p> <p><b>ITEM 4: Committees of the Board of Directors of PJSC Uralkali</b> <b>Resolution:</b></p> <p>4.1. To determine that the Audit Committee of the Board of Directors of PJSC Uralkali shall be comprised of 3 (three) members. To elect the following individuals to the Audit Committee of the Board of Directors of PJSC Uralkali:</p> <ol style="list-style-type: none"> <li>1. Paul James Ostling (Senior Independent Director, financial expert)</li> <li>2. Luc Marc J. Maene (independent director)</li> <li>3. Daniel L. Wolfe (independent director)</li> </ol> <p>To elect Mr. Paul James Ostling as Chairman of the Audit Committee of the Board of Directors of PJSC Uralkali.</p> <p>4.2. To determine that the Nomination and Remuneration Committee of the Board of Directors of PJSC Uralkali shall be comprised of 5 (five) members. To elect the following individuals to the Nomination and Remuneration Committee of the Board of Directors of PJSC Uralkali:</p>	

1. Alexander V. Bazarov (non-executive director)
2. Daniel L. Wolfe (independent director)
3. Dmitry A. Lobyak (non-executive director)
4. Luc Marc J. Maene (independent director)
5. Paul James Ostling (senior independent director)

To elect Mr. Paul James Ostling as Chairman of Nomination and Remuneration Committee of the Board of Directors of PJSC Uralkali.

4.3. To determine that the Corporate Social Responsibility Committee of the Board of Directors of PJSC Uralkali shall be comprised of 5 (five) members.

To elect the following individuals to the Corporate Social Responsibility Committee of the Board of Directors of PJSC Uralkali:

1. Igor V. Bulantsev (non-executive director)
2. Luc Marc J. Maene (independent director)
3. Dmitry V. Osipov (General Director of PJSC Uralkali, executive director)
4. Paul James Ostling (senior independent director)
5. Dmitry V. Tatyatin (non-executive director)

To elect Mr. Luc Marc J. Maene as Chairman of the Corporate Social Responsibility Committee of the Board of Directors of PJSC Uralkali.

4.4. To determine that the Investment and Development Committee of the Board of Directors of PJSC Uralkali shall be comprised of 5 (five) members.

To elect the following individuals to the Investment and Development Committee of the Board of Directors of PJSC Uralkali:

1. Igor V. Bulantsev (non-executive director)
2. Dmitry A. Lobyak (non-executive director)
3. Luc Marc. J. Maene (independent director)
4. Dmitry V. Osipov (General Director of PJSC Uralkali, executive director)
5. Paul James Ostling (senior independent director)

To elect Mr. Luc Marc J. Maene as Chairman of the Investment and Development Committee of the Board of Directors of PJSC Uralkali.

4.5. To determine that the Strategy Committee of the Board of Directors of PJSC Uralkali shall be comprised of 7 (seven) members.

To elect the following individuals to the Strategy Committee of the Board of Directors of PJSC Uralkali:

1. Alexander V. Bazarov (non-executive director)
2. Igor V. Bulantsev (non-executive director)
3. Luc Marc. J. Maene (independent director)
4. Paul James Ostling (senior independent director)
5. Dmitry V. Tatyatin (non-executive director)
6. Anton Vischanenko (Director for Economics and Finance of PJSC Uralkali)
7. Elena S. Papsheva (member of the Board of Directors of JSC UCC URALCHEM)

To elect Mr. Igor V. Bulantsev as Chairman of the Strategy Committee of the Board of Directors of PJSC Uralkali.

#### **ITEM 5: Management Board of PJSC Uralkali**

##### **Resolution:**

5.1. To determine that as of February 25, 2020, the Management Board of PJSC Uralkali shall be comprised of 8 (eight) members and to appoint the following individuals to the Management Board of PJSC Uralkali:

1. Dmitry V. Osipov (Chairman of the Management Board)
2. Dmitry N. Boyarkin
3. Anton V. Vischanenko
4. Irina A. Konstantinova
5. Vitaly V. Lauk
6. Eduard V. Smirnov
7. Igor V. Senokosov
8. Marina V. Shvetsova

5.2. To permit the General Director and members of the Management Board of PJSC Uralkali to combine their employment in PJSC Uralkali with employment in the governance bodies of other organizations and other paid employment (the list is attached).

**ITEM 6: PJSC Uralkali's participation in a commercial organization**

**Resolution:**

To establish a limited liability company "Uralkali-Invest" (LLC Uralkali-Invest) where 100% of the charter capital will belong to the Company.

**ITEM 7: Interested-party transactions**

**Resolution:**

Contractor agreements, non-gratis services agreements.

7.1

1. The price of the property (services) which is the subject matter of the interested-party transactions between PJSC Uralkali and JSC VNII Galurgii, PJSC Uralkali and LLC Stroitelno-Montazhny Trest Bereznikovskoye Shakhtostroitelnoye Upravleniye (SMT BShSU), PJSC Uralkali and JSC Baltic Bulk Terminal, PJSC Uralkali and LLC Engine House Balakhontsy, PJSC Uralkali and LLC Avtotranskali, PJSC Uralkali and LLC N-Resource, PJSC Uralkali and JSC Novaya Nedvizhimost and PJSC Uralkali and LLC Uralkali-Remont, is based on the market price of the indicated property and amounts to less than 10% of the book value of the assets of PJSC Uralkali as at the last reporting date preceding the date of the transactions.

2. To permit the conclusion of interested-party transactions between PJSC Uralkali and JSC VNII Galurgii, PJSC Uralkali and LLC Stroitelno-Montazhny Trest Bereznikovskoye Shakhtostroitelnoye Upravleniye (SMT BShSU), PJSC Uralkali and JSC Baltic Bulk Terminal, PJSC Uralkali and LLC Engine House Balakhontsy, PJSC Uralkali and LLC Avtotranskali, PJSC Uralkali and LLC N-Resource, PJSC Uralkali and JSC Novaya Nedvizhimost and PJSC Uralkali and LLC Uralkali-Remont on the terms and conditions described in Section 1 Annex 3 to these Minutes.

Sale and purchase agreements, supply agreements:

7.2

1. The price of the property (services) which is the subject matter of the interested-party transactions between PJSC Uralkali and JSC UCC URALCHEM is based on the market price of the indicated property and amounts to less than 10% of the book value of the assets of PJSC Uralkali as at the last reporting date preceding the date of the transactions.

2. To permit the conclusion of interested-party transactions between PJSC Uralkali and JSC UCC URALCHEM on the terms and conditions described in Section 2 Annex 3 to these Minutes.

7.3.

1. The price of the property (services) which is the subject matter of the interested-party transactions between PJSC Uralkali and LLC Uralkali-Remont is based on the market price of the indicated property and amounts to less than 10% of the book value of the assets of PJSC Uralkali as at the last reporting date preceding the date of the transactions.

2. To permit the conclusion of interested-party transactions between PJSC Uralkali and LLC Uralkali-Remont on the terms and conditions described in Section 2 Annex 3 to these Minutes.

7.4.

1. The price of the property (services) which is the subject matter of the interested-party transactions between PJSC Uralkali and UNITED FERTILIZERS COMPANY LIMITED (Mauritius) is based on the market price of the indicated property and amounts to less than 10% of the book value of the assets of PJSC Uralkali as at the last reporting date preceding the date of the transactions.

2. To permit the conclusion of interested-party transactions between PJSC Uralkali and UNITED FERTILIZERS COMPANY LIMITED (Mauritius) on the terms and conditions described in Section 2 Annex 3 to these Minutes.

Contribution to the charter capital:

7.5.

1. The price of the property (services) which is the subject matter of the interested-party transactions between PJSC Uralkali and LLC Uralkali-Project is based on the market price of the indicated property and amounts to less than 10% of the book value of the assets of PJSC Uralkali as at the last reporting date preceding the date of the transactions.

2. To permit the conclusion of interested-party transactions between PJSC Uralkali and LLC Uralkali-Project on the terms and conditions described in Section 3 Annex 3 to these Minutes.

Contractor agreement:

7.6.

1. The price of the property (services) which is the subject matter of the interested-party transactions between PJSC Uralkali and LLC Stroitelno-Montazhny Trest Bereznikovskoye Shakhtostroitelnoye Upravleniye (SMT BShSU) is based on the market price of the indicated property and amounts to less than 10% of the book value of the assets of PJSC Uralkali as at the last reporting date preceding the date of the transactions.

2. To permit the conclusion of interested-party transactions between PJSC Uralkali and LLC Stroitelno-Montazhny Trest Bereznikovskoye Shakhtostroitelnoye Upravleniye (SMT BShSU) on the terms and conditions described in Annex 4 to these Minutes.

Supply agreements:

7.7.

1. The price of the property (services) which is the subject matter of the interested-party transactions between PJSC Uralkali and UNITED FERTILIZERS COMPANY LIMITED (Mauritius) is based on the market price of the indicated property and amounts to less than 10% of the book value of the assets of PJSC Uralkali as at the last reporting date preceding the date of the transactions.

2. To permit the conclusion of interested-party transactions between PJSC Uralkali and UNITED FERTILIZERS COMPANY LIMITED (Mauritius) on the terms and conditions described in Annex 4 to these Minutes.

Contribution to the charter capital:

7.8.

1. The price of the property (services) which is the subject matter of the interested-party transactions between PJSC Uralkali and LLC Vodokanal is based on the market price of the indicated property and amounts to less than 10% of the book value of the assets of PJSC Uralkali as at the last reporting date preceding the date of the transactions.

2. To permit the conclusion of interested-party transactions between PJSC Uralkali and LLC Vodokanal on the terms and conditions described in Annex 4 to these Minutes.

2.3. Date of the meeting of the issuer's board of directors where the indicated decisions were adopted: **February 21, 2020**

2.4. Date of compilation and number of the minutes of the meeting of the issuer's board of directors: **February 21, 2020, No. 374**

### 3. Signature

3.1. Director for Legal and Corporate Affairs  
PJSC Uralkali

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

3.2. Date: 25 February 2020

CORPORATE SEAL