

**Notice of significant fact
Decisions of the issuer's 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, 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>
2. Notice	
<p>2.1. Quorum of the board of directors –</p> <ul style="list-style-type: none"> - <i>The Board of Directors had quorum. Decisions were passed by absentee voting (by ballot). Completed voting ballots from 9 of 9 elected members of the Board were received by the required deadline.</i> - <i>The resolutions concerning items 1, 2, 3, 6, 7 and 8 were adopted unanimously by all Board members participating in the meeting.</i> - <i>The decisions concerning items 4 and 5 were adopted by the majority of the votes of the Board members participating in the meeting</i> <p>2.2. Decisions of the issuer's board of directors -</p> <p>ITEM 1: Approval of the report on the results of the submission of share redemption requests by shareholders of PJSC Uralkali.</p> <p>Resolution: To approve the report on the results of the submission of share redemption requests by shareholders of PJSC Uralkali (attached).</p> <p>ITEM 2: Determination of the price of property (services) which may be acquired (transferred) as a result of an interested-party transaction (series of interrelated transactions) of PJSC Uralkali</p> <p>Resolution: The price of the property (services) which may be acquired (transferred) as a result of an interested-party transaction – an Agreement between PJSC Uralkali (Guarantor) and Uralkali-Trading SIA (Latvia) (Debtor) on suretyship services in relation to the obligations secured under the Guarantee Agreement between the Guarantor and Yara Switzerland Ltd, Yara Norge AS and Yara Suomi OY (together hereinafter the Creditor) dated 01/07/2016 , approved by the annual general shareholders meeting of PJSC Uralkali (Minutes # 51 dated 22.06.2016, Item 5), whereby the Debtor is the beneficiary, and related to the transaction being approved – consists of (i) the amount of the fee for the provision of the suretyship service in the amount not exceeding 1% per annum of the amount of the premium for volume payable to the Creditor under the potash supply contracts between the Debtor and the Creditor, which shall not be more than US\$70,000,000 (seventy million US dollars) or an equivalent of this amount in other currency, and (ii) the amount of secured obligations not exceeding the price of the product supplied during the period of validity of the potash supply contacts between the Debtor and the Creditor – is based on the market price of the property and is more than 2% (two percent), but less than 25% (twenty-five percent) of the balance-sheet value of the assets Company according to its RAS accounting statements as of the last reporting date.</p> <p>ITEM 3: Submission of an interested-party transaction (series of interrelated transactions) for review by the extraordinary general shareholders meeting of PJSC Uralkali and proposal to the general shareholders meeting to approve the indicated transaction.</p> <p>Resolution: In accordance with paragraph 13 Cl. 8.4 of the Charter of PJSC Uralkali and p. 4 Art. 83 of the Federal Law “On Joint Stock Companies” # 208-FZ dated 26 December 1995, to submit the following interested-party transaction: an Agreement between PJSC Uralkali (Guarantor) and Uralkali-Trading SIA (Latvia) (Debtor) on suretyship services in relation to the obligations secured under the Guarantee Agreement between the Guarantor and Yara Switzerland Ltd, Yara Norge AS and Yara Suomi OY (together hereinafter the Creditor) dated 01/07/2016, approved by the annual general shareholders meeting of PJSC Uralkali (Minutes # 51 dated 22.06.2016, Item 5), whereby the Debtor is the beneficiary, an related to the transaction being approved, and the Debtor undertakes to pay to the Guarantor a fee in the amount not exceeding 1% per annum of the amount of the premium for volume payable to the Creditor under the potash supply contracts between the</p>	

Debtor and the Creditor, which shall be no more than US\$70,000,000 (seventy million US dollars) or an equivalent of this amount in other currency,

for review by the extraordinary general shareholders meeting, and to propose to the extraordinary general shareholders meeting to approve the indicated transaction.

ITEM 4: Determination of the price of the property (services) which may be acquired (transferred) as a result of a major interested-party transaction of PJSC Uralkali (series of interrelated transactions)

Resolution:

The price of the property (services) which may be acquired (transferred) as a result of a major interested-party transaction – an Agreement between PJSC Uralkali (Guarantor) and JSC Uralkali-Technologiya (Debtor), whereby the Guarantor provides the Debtor with suretyship services in relation to the obligations under the Suretyship Agreement between the Guarantor and Joint Stock Company VTB Capital (Creditor) dated 28 September 2015 (hereinafter the Suretyship Agreement) – consists of the amount the obligations secured under the Suretyship Agreement, which does not exceed US\$1,020,000,000 (one billion twenty million US dollars) or an equivalent of the indicated amount in other currency, the amount of the fee charged for suretyship services in the amount not exceeding 1% per annum of the amount of obligations secured under the Suretyship Agreement, and the price of related transactions, which were approved by the Board of Directors of the Company (Minutes # 306 dated 24.08.2015, Item 7; Minutes # 307 dated 25.09.2016, p. 1.3 of Item 1) and by the extraordinary general shareholders meeting of the Company (Minutes # 48 dated 10.12.2015, p. 2 of Item 3 of the agenda; Minutes # 52 dated 31.08.2016, Item 1 of the agenda),

is based on the market price of the property and is more than 50% (fifty percent) of the balance-sheet value of the assets of the Company according to its RAS accounting statements as of the last reporting date.

ITEM 5: Submission of a major interested-party transaction (series of interrelated transactions) for review by the extraordinary general shareholders meeting of PJSC Uralkali and proposal to the general shareholders meeting to approve the indicated transaction.

Resolution:

In accordance with paragraph 14 Clause 8.5 of the Charter of PJSC Uralkali and p. 3 Art. 79 of the Federal Law “On Joint Stock Companies” # 208-FZ dated 26 December 1995, to submit the following major interested-party transaction:

- an Agreement between PJSC Uralkali (Guarantor) and JSC Uralkali-Technologiya (Debtor), whereby the Guarantor provides the Debtor with suretyship services in relation to the obligations secured under the Suretyship Agreement between the Guarantor and Joint Stock Company VTB Capital (Creditor) dated 28 September 2015 in the amount not exceeding US\$ 1,020,000,000 (one billion twenty million US dollars) or an equivalent of this amount in other currency, and the Debtor undertakes to pay a fee to the Guarantor in the amount not exceeding 1% per annum of the amount of the obligations secured under the Suretyship Agreement,

which is related to the transactions which were approved by the Board of Directors of the Company (Minutes # 306 dated 24.08.2015, Item 7; Minutes # 307 dated 25.09.2016, p. 1.3 of Item 1) and by the extraordinary general shareholders meeting of the Company (Minutes # 48 dated 10.12.2015, p. 2 of Item 3 of the agenda; Minutes # 52 dated 31.08.2016, Item 1 of the agenda).

for review by the extraordinary general shareholders meeting and to propose to the extraordinary general shareholders meeting to approve the indicated transaction.

ITEM 6: Convocation of an extraordinary general shareholders meeting of PJSC Uralkali in the form of absentee voting and setting its agenda.

Resolution:

6.1.

1. To convene an extraordinary general shareholders meeting of PJSC Uralkali (PJSC Uralkali, Company) in the form of absentee voting (hereinafter EGM) to be held on 22 December 2016.
2. To set 28 November 2016 as the date of identification of persons entitled to participate in the EGM (record date).
3. To determine the following procedure of notification of the Company’s shareholders of EGM convocation: to publish an announcement on the website of the Company at www.uralkali.com not later than on 21 November 2016.
4. To approve the following list of materials (information) which must be provided to shareholders in preparation for the EGM:
 - Draft resolutions of the EGM;
 - EGM Announcement;
 - Extract from the minutes of the meeting of the Board of Directors regarding an interested-party transaction (series of interrelated transactions) and regarding the price of the property which may be acquired (transferred) as a

result of the indicated transaction;

- Extract from the minutes of the meeting of the Board of Directors regarding a major interested-party transaction (series of interrelated transactions) and regarding the price of the property which may be acquired (transferred) as a result of the indicated transaction;
- Report of an independent appraiser (executive summary) regarding the market price of 1 common share of the Company for the purposes of share redemption;
- Extract from the minutes of the meeting of the Board of Directors of PJSC Uralkali regarding the determination of the price of share redemption indicating the price of share redemption;
- Calculation of the value of PJSC Uralkali's net assets according to its accounting statements for 9M 2016;
- Draft new version of the Charter of PJSC Uralkali;
- Draft new version of the Regulations on the General Shareholders Meeting of PJSC Uralkali;
- Draft new version of the Regulations on the Board of Directors of PJSC Uralkali;
- Instructions for the procedure of voting at the EGM.

To determine that the materials which must be provided to shareholders in preparation for the EGM can be perused by shareholders (and their copies can be provided to shareholders at a fee which does not exceed the cost of their production) starting from 01 December 2016 from 09:00 am until 05:00 pm local time at: Corporate Department, Russian Federation, Perm Region, 63 Pyatiletki Street, administrative building 1, office 104 (telephone numbers for enquiries: (3424) 29-66-56)) and/or on the corporate website of the Company at: <http://www.uralkali.com>.

If a nominal holder of shares is registered in the share register of the Company, the notice of the general shareholders meeting and the information (materials) which must be provided to persons entitled to participate in the general meeting in preparation for the meeting will be provided in accordance with the rules set forth by the laws of the Russian Federation with respect to the provision of materials and information to persons exercising their right in relation to securities.

5. To determine that completed voting ballots must be received at the indicated address by 22 December 2016 (inclusive of this date).

6.2.

To set the following agenda for the EGM:

1. Approval of an interested-party transaction.
2. Approval of a major interested-party transaction (series of interrelated transactions).
3. Approval of the new version of the Charter of PJSC Uralkali.
4. Approval of the new version of the Regulations on the General Shareholders Meeting of PJSC Uralkali.
5. Approval of the new version of the Regulations on the Board of Directors of PJSC Uralkali.

6.3.

1. To determine that instructions for the procedure of voting at the EGM will be enclosed with voting ballots will be sent to the persons entitled to participate in the EGM by registered mail or hand delivered.
2. To determine that voting ballots and instructions for voting at the EGM will be hand delivered or sent to the persons entitled to participate in the EGM by registered mail not later than on 01 December 2016
To send the approved wording of the resolutions of the general shareholders meeting on 22 December 2016 to nominal holders of shares registered in the share register of the Company in electronic form not later than by the deadline determined for hand delivery or posting of voting ballots.
3. To determine that completed voting ballots must 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, Perm Region, Perm, 94 Sibirskaya Street.
4. To approve the text of the EGM announcement (attached).
5. To approve the draft resolutions of the EGM (attached).
6. To approve the form and text of voting ballots for the EGM and the wording of the resolutions of the EGM which must be sent to nominal holders of shares registered in the share register of the Company by e-mail (in electronic form) (attached).
7. To appoint Mr. Dmitry Osipov as presiding chair and Ms. Marina Shvetsova as secretary of the EGM.
8. To appoint the following individuals to the organizational committee of the EGM in compliance with p. 8.16 of the Charter of the Company: Y. Serdyuk, M. Shvetsova, Y. Lykosova, and T. Pologova. To appoint Mr. Dmitry Osipov as Chair and Ms. Marina Shvetsova and Mr. Anton Vischanenko as Deputy Chairpersons of the organizational committee of the EGM.

ITEM 7: Determination of the price of redemption of PJSC Uralkali's shares from shareholders-owners of voting shares of PJSC Uralkali who are entitled to demand the redemption of all or a portion of their shares.

Resolution:

Based on the market price of one common registered uncertificated share of PJSC Uralkali (PJSC Uralkali, Company) determined by an independent appraiser – LLC Petersburg Appraisal Company (Report #03/10/16-CAH dated 03/10/2016), to determine the price of one common uncertificated share of the Company as 161 rubles 15 kopeks per common uncertificated share of the Company for the purpose of share redemption by the Company in compliance with Article 75 of the Federal Law “On Joint Stock Companies” from shareholders entitled to request the redemption of their shares in cases when they voted against the decisions put to the vote as items 2-3 of the agenda of the extraordinary general shareholders meeting of the Company on 22 December 2016 or did not take part in voting regarding the indicated agenda item.

ITEM 8: Approval of the terms and procedure of the redemption of Uralkali’s shares from shareholders-owners of voting shares of PJSC Uralkali who are entitled to demand the redemption of all or a portion of their shares

Resolution:

In accordance with Article 76 of the Federal Law “On Joint Stock Companies”, to approve the following procedure of submission of share redemption requests to the Company by shareholders:

1. If the decisions regarding items 2-3 of the agenda of the extraordinary general shareholders meeting of the Company on 22 December 2016 are passed by the extraordinary general shareholders meeting, shareholders – owners of voting shares of the Company – who voted against the indicated decisions or did not take part in the voting on these matters, are entitled to submit share redemption requests to the Company with regard to all or a portion of the shares belonging to them.
2. The persons entitled to have their shares repurchased by the Company will be identified on the basis of the information contained in the shareholder register of the Company as of 28 November 2016.
3. Shares shall be repurchased by the Company at the price of 161 rubles 15 kopeks per one common uncertificated share of the Company. The price has been determined by the Board of Directors of the Company based on the market value of one common uncertificated share of the Company determined by an independent appraiser who was asked to evaluate the value of one registered uncertificated share of the Company without considering any changes in the price as a result of actions of the Company which resulted in the occurrence of the right to request share redemption.
4. If the shareholder is registered in the share register of the Company, written share redemption requests (which must contain the surname, name and patronymic name (full trademark name), passport information (information about registration), place of residency (location), contact telephone number of the shareholders, the number of shares submitted by the shareholder for buyback and the method of payment (bank transfer or mail order), banking details (in case of bank transfer)) must be sent by mail, hand-delivered or e-mailed (the electronic document must be signed with a qualified electronic (digital) signature) to the following address: 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, 94 Sibirskaya Street. If the shareholder is not registered in the share register of the Company, they can exercise their right to request share redemption by giving relevant instructions to a person keeping records of their rights to the shares of the Company.
5. Redemption requests must be submitted not later than 45 days after the date when the extraordinary general shareholders meeting has passed the decisions regarding items 2-3 of the agenda of the extraordinary general shareholders meeting of the Company on 22 December 2016. During this period of time (45 days), shareholders can withdraw previously filed redemption requests in accordance with the same procedure which applies to the submission of redemption requests.
6. Upon expiration of the indicated 45-day period, the Company must repurchase the shares submitted for redemption within 30 days in accordance with the applicable procedure.
7. The Board of Directors shall approve the report on the results of submission of share redemption requests by the shareholders of the Company not later than within 50 days of the date of the indicated decision of the extraordinary general shareholders meeting of the Company.
8. In accordance with Article 76 of the Federal Law “On Joint Stock Companies”, the total amount of funds appropriated by the Company for share redemption cannot exceed 10% of the value of the net assets of the Company as of the date when the general shareholders meeting of the Company adopts decisions regarding items 2-3 of the agenda of the extraordinary general shareholders meeting of the Company. If the total number of shares submitted for redemption exceeds the number of shares which can be repurchased in compliance with the limitation indicated above, shares will be repurchased from shareholders in proportion to their requests using mathematical rounding rules, whereby whole numbers (whole shares) are not changed if the first digit following the number being rounded is from 0 to 4 and is increased by 1, if the next digit is from 5 to 9. Fractions of shares are not accepted for redemption.
9. For information regarding share redemption shareholders can contact the Corporate Relations Department at: PJSC Uralkali, Russian Federation, 618426, Perm Region, Berezniki, 63 Pyatiletki Street, administrative building 1, office. Contact telephone number: (3424) 29-66-56.
10. To insert information regarding the right to request share redemption into the text of the announcement of convocation of an extraordinary general shareholders meeting of the Company on 22 December 2016 to be published on the website of the Company at: www.uralkali.com

2.3. Date of the meeting of the issuer’s board of directors where the indicated resolutions were passed: **18 October 2016**

2.4. Date of compilation and number of the minutes of the indicated meeting of the issuer's board of directors: **18 October 2016/# 325**.

3. Signature

3.1. Director for Legal and Corporate Affairs
PJSC Uralkali

_____ M. Shvetsova
(signature)

3.2. Date: 19 October 2016

CORPORATE SEAL