

Notice of significant fact
Certain resolutions adopted by the issuer's board of directors

1. General information	
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. Address of the issuer	<i>Russian Federation, 618426, Perm Territory, 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. Webpage on the Internet utilized by the issuer for the purpose of information disclosure	<i>1. http://www.uralkali.com 2. http://www.e-disclosure.ru/portal/company.aspx?id=1233</i>

2. Notice content	
<p>2.1. Quorum of the meeting of the issuer's board of directors - <i>9 of 9 of the elected members of the Board of Directors participated in the meeting of the Board (9 of 9 of the elected members of the Board of Directors were present at the meeting). Accordingly, a quorum was present as more than a half of the elected members of the Board of Directors participated in the meeting.</i></p> <p>Results of voting on the items of the agenda of the meeting of the board of directors - <i>The resolutions on items 1-9 and 11-13 of the agenda of the meeting of the Board of Directors were adopted unanimously by the members of the Board of Directors present at the meeting. The resolution on item 10 of the agenda of the meeting of the Board of Directors was adopted unanimously by the independent members of the Board of Directors in compliance with the requirements of the Federal Law "On Joint Stock Companies" No. 208-FZ dated 16.12.1995.</i></p>	
<p>2.2. The resolutions adopted by the issuer's board of directors -</p> <p>AGENDA ITEM No. 1. Convocation of an extraordinary general meeting of shareholders of OJSC "Uralkali"</p> <p>The resolution:</p> <ol style="list-style-type: none"> 1. To convene an extraordinary general meeting of shareholders of the Company which will be held in the form of absentee voting (without the joint presence of the shareholders) (hereinafter the Meeting). 2. To determine that completed voting ballots must be sent to the following addresses: <ul style="list-style-type: none"> - Open Joint Stock Company "Uralkali", Russian Federation, 618426, Perm Territory, Berezniki, Pyatiletki Street, 63. - Closed Joint Stock Company "Registrator Intraco", 614990, Perm, Lenina Street, 64, 2nd floor. 3. To establish the date of compilation of the list of persons entitled to participate in the Meeting (record date): 06 November 2012. 4. To determine that voting ballots and instructions on the procedure of voting at the annual general meeting of shareholders of OJSC "Uralkali" will be sent to the persons entitled to participate in the Meeting. To establish the date on which the voting ballots and voting instructions will be sent to the persons entitled to participate in the Meeting - not later than 21 November 2012. 5. To establish that the completed voting ballots must be received at the above addresses by 12 December 2012 (inclusive). 6. In compliance with Clause 8.16 of the Charter of the Company, to appoint the following individuals to the organizational committee of the Meeting: S. Anikina, V. Belyakov, E. Kostareva, A. Pentyukhina, K. Tola, E. Samsonova, A. Babinsky, M. Shvetsova. To appoint V. Belyakov Chairman and M. Shvetsova – Deputy Chairwoman of the organizational committee of the general meeting of shareholders of OJSC "Uralkali". <p>AGENDA ITEM No. 2. Establishment of the agenda of the extraordinary general meeting of shareholders</p>	

of OJSC “Uralkali”

The resolution:

2.1. To establish the following agenda of the Meeting:

1. Distribution of the profit of OJSC “Uralkali” as dividends.
2. Approval of the new edition of the Charter of OJSC “Uralkali”.
3. Approval of the new edition of the Regulations on the Board of Directors of OJSC “Uralkali”.
4. Approval of the new edition of the Regulations on Remuneration and Reimbursement of the Members of the Board of Directors of OJSC “Uralkali”.

2.2. To approve the following draft resolutions on the issues of the agenda of the Meeting (enclosed).

AGENDA ITEM No. 3. Matters related to preparation for the extraordinary general meeting of OJSC “Uralkali”.

The resolution:

1. To appoint Vladislav Baumgertner as Chairman of the Meeting and Marina Shvetsova as Secretary of the Meeting.

2. To establish the following procedure of notification of the persons entitled to participate in the Meeting of OJSC “Uralkali”: to publish an announcement not later than 09 November 2012 in the media indicated under the Charter of OJSC “Uralkali” (the daily newspaper *Rossiyskaya Gazeta*).

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

- Draft resolutions of the extraordinary general meeting of shareholders.
- Recommendation of the Board of Directors regarding the distribution of profits.
- Accounting statements of OJSC “Uralkali” for 9 months of 2012.
- Consolidated interim financial statements of Uralkali Group developed in compliance with the International Financial Reporting Standard No. 34 for the six-month period ended 30 June 2012.
- Draft of the new edition of the Charter of OJSC “Uralkali”
- List of amendments to the Charter of OJSC “Uralkali” in the form of a comparison chart – comparison of the articles of the current Charter of OJSC “Uralkali” with the proposed (new) version.
- Draft of the new edition of the Regulations on the Board of Directors of OJSC “Uralkali”.
- List of amendments to the Regulations on the Board of Directors of OJSC “Uralkali” in the form of a comparison chart – comparison of the articles of the current Regulations on the Board of Directors with the proposed (new) version.
- Draft of the new edition of the Regulations on Remuneration and Reimbursement of the Members of the Board of Directors of OJSC “Uralkali”.
- Explanatory memo regarding the issue of approval of the new edition of the Regulations on Remuneration and Reimbursement of the Members of the Board of Directors of OJSC “Uralkali”.
- Instructions on the procedure of voting at the extraordinary general meeting of shareholders of OJSC “Uralkali”.

To establish that the shareholders may study the materials which must be provided to the shareholders of the Company in preparation for the Meeting and obtain copies thereof for a fee which does not exceed the cost of their production starting on 12 November 2012 from 9:00 until 17:00 local time at the following address: Russia, Perm Territory, Berezniki, Pyatiletki Street, 63, administrative building 1, office 104, Corporate Department (information line: (3424) 29-57-25, (3424) 29-57-55) and(or) on the corporate Internet site of the Company at: <http://www.uralkali.com>.

4. To approve the text of the Meeting announcement (enclosed).

5. To approve the instructions on the procedure of voting at the Meeting (enclosed).

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

AGENDA ITEM No. 4. Development of recommendations to the extraordinary general meeting of shareholders of OJSC “Uralkali” regarding the issue of profit distribution

The resolution:

To recommend to the extraordinary general meeting of shareholders to approve the distribution of 13,828,635 thousand rubles from the undistributed profits of previous years as follows: to pay dividends in the amount of 4.71 rubles per ordinary share of OJSC “Uralkali”.

AGENDA ITEM No. 5. Development of recommendations to the extraordinary general meeting of shareholders of OJSC “Uralkali” regarding the approval of the new edition of the Charter of OJSC “Uralkali”

The resolution:

To recommend to the general meeting of shareholders of OJSC “Uralkali” to approve the new edition of the Charter of the Open Joint Stock Company “Uralkali” (enclosed).

AGENDA ITEM No. 6. Development of recommendations to the extraordinary general meeting of shareholders of OJSC “Uralkali” regarding the approval of the new edition of the Regulations on the Board of Directors of OJSC “Uralkali”.

The resolution:

To recommend to the general meeting of shareholders of OJSC “Uralkali” to approve the new edition of the Regulations on the Board of Directors of OJSC “Uralkali” (enclosed).

AGENDA ITEM No. 7. Development of recommendations to the extraordinary general meeting of shareholders of OJSC “Uralkali” regarding the approval of the new edition of the Regulations on Remuneration and Reimbursement of the Members of the Board of Directors of OJSC “Uralkali”.

The resolution:

To recommend to the general meeting of shareholders of OJSC “Uralkali” to approve the new edition of the Regulations on Remuneration and Reimbursement of the Members of the Board of Directors of OJSC “Uralkali” (enclosed).

AGENDA ITEM No. 8. Nomination of representatives of the Company as candidates for election to the management and control bodies of organizations where OJSC “Uralkali” is a participant.

The resolution:

8.1. To nominate the following representatives of OJSC “Uralkali” as candidates for election to the Board of Directors of the Limited Liability Company “Satellite-Service”:

- Victor Belyakov
- Oleg Penkov
- Pavel Vakhnin
- Elena Samsonova
- Marina Shvetsova

8.2. To nominate the following representatives of OJSC “Uralkali” as candidates for election to the Board of Directors of the Closed Joint Stock Company “Uralkali-Technologiya”:

- Victor Belyakov
- Elena Samsonova
- Stanislav Seleznev
- Mark Tsvetkov
- Marina Shvetsova

8.3. To nominate the following representatives of OJSC “Uralkali” as candidates for election to the Board of Directors of the Limited Liability Company “Construction and Installation Trust of the Berezniki Shaft Construction Department”:

- Vladislav Baumgertner
- Victor Belyakov
- Vladimir Bezzubov
- Igor Vyletok
- Elena Samsonova
- Victor Tokmyanin
- Marina Shvetsova

8.4. To nominate the following representatives of OJSC “Uralkali” as candidates for election to the Board of Directors of the Open Joint Stock Company “Ural Research and Planning Institute for Mineral-Salt Production”

- Vladislav Baumgertner:
- Evgeniy Kotlyar
- Alexander Teterin
- Victor Tokmyanin
- Marina Shvetsova

8.5. To nominate the following representatives of OJSC “Uralkali” as candidates for election to the Board of Directors of

the Closed Joint Stock Company “VNII Galurgii”:

- Vladislav Baumgertner
- Evgeniy Kotlyar
- Alexander Teterin
- Marina Shvetsova

AGENDA ITEM No. 9. Establishment of the price of property (services) which may be acquired (transferred) as the result of a major transaction (series of interrelated transactions) – Additional Agreement No. 5 to Agreement No. 5480 on a non-revolving credit line dated 23.11.2011 between OJSC “Uralkali” (Borrower) and OJSC “Sberbank of Russia” (Creditor) including Additional Agreement No. 1 dated 09.12.2011, Additional Agreement No. 2 dated 27.12.2011, Additional Agreement No. 3 dated 20.04.2012, Additional Agreement No. 4 dated 27.04.2012 (hereinafter NCL Agreement No. 5480 dated 23.11.2011), and approval of the indicated transaction (interrelated transactions) as a major transaction.

The resolution:

9.1. In compliance with Articles 77 and 78 of the Federal Law No. 208-FZ “On Joint Stock Companies” dated 26.12.1995 (hereinafter – Federal Law “On Joint Stock Companies”), to determine that the price of the property (services) which may be transferred (acquired) as the results of a major transaction (series of interrelated transactions) – Additional Agreement No. 5 to the NCL Agreement No. 5480 dated 23.11.2011 which is related to the NCL Agreement No. 5480 dated 23.11.2011 and other additional agreements to the NCL Agreement No. 5480 dated 23.11.2011 (Additional Agreement No. 1 dated 09.12.2011, Additional Agreement No. 2 dated 27.12.2011, Additional Agreement No. 3 dated 20.04.2012 and Additional Agreement No. 4 dated 27.04.2012) – is based on the following: the price of the property acquired (transferred) by OJSC “Uralkali” consists of (i) the principal debt in the amount of 66,000,000,000 rubles, (ii) the amount of interest accrued on the amount of the principle debt for the period of the loan - from the date of execution of the credit agreement until 27 July 2012 (inclusive) - at a fixed rate of 9.05% per annum, and from 28 July 2012 until the date of full repayment of the loan at a variable rate of 9.05% per annum (on the condition that the amount of semiannual revenue received into the accounts of the Company opened with the Creditor are 35% and more of the total revenue received by the Company in the indicated period) or at 10.05% per annum (on the condition that the amount of semiannual revenue received into the bank accounts of the Company opened with the Creditor is less than 35% of the total revenue of the Company for the indicated period) and (iii) the amount of commission and other payments indicated under the NCL Agreement No. 5480 dated 23.11.2011, and is more than 25% of the balance-sheet value of the assets of OJSC “Uralkali” according to the financial statements of the Company as of 30 September 2012 developed in compliance with the Russian Standards of Accounting (RSA).

9.2. Pursuant to paragraph 2 Article 79 and paragraph 15 Clause 1 Article 65 of the Federal Law “On Joint Stock Companies” and in compliance with paragraph 24 Clause 9.3 of the Charter of OJSC “Uralkali”, to approve as a major transaction the execution of the Additional Agreement No. 5 to the NCL Agreement No. 5480 dated 23.11.2011 between OJSC “Uralkali” (Borrower) and OJSC “Sberbank of Russia” (Creditor), which is an agreement related to the Agreement No. 5480 dated 23.11.2011 and other additional agreements to the NCL Agreement No. 5480 dated 23.11.2011 (Additional Agreement No. 1 dated 09.12.2011, Additional Agreement No. 2 dated 27.12.2011, Additional Agreement No. 3 dated 20.04.2012 and Additional Agreement No. 4 dated 27.04.2012), which stipulates that the period of availability of credit funds (period of validity) under the NCL Agreement No. 5480 dated 23.11.2011 is from 23 November 2011 (inclusive) until 31 July 2013 (inclusive).

AGENDA ITEM No. 10. Interested-party transactions

The resolution:

10.1. Sale and purchase agreements, supply agreement (Section 1 Annex 1).

1. The price of the property (services) which may be transferred (acquired) as the result of the interested-party transaction with LLC “Avtotranskali” indicated 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 “Avtotranskali” on the conditions described in Section 1 Annex 1 to these Minutes.

10.2. Lease agreement (Section 2 Annex 1).

1. The price of the property (services) which may be transferred (acquired) as the result of the interested-party transaction with LLC “SMT “BSHSU” indicated 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 LLC “SMT “BSHSU” on the conditions described in Section 2 Annex 1 to these Minutes.

10.3. Insurance agreements (Section 3 Annex 1)

1. The price of the property (services) which may be transferred (acquired) as the result of the interested-party transaction with OJSC “Alpha Insurance” indicated 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. The price of the property (services) which may be transferred (acquired) as the result of the interested-party transaction with OJSC “Alpha Insurance” (Perm Branch), indicated 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.

3. To approve the interested-party transactions between OJSC “Uralkali” and OJSC “Alpha Insurance” and OJSC “Uralkali” and OJSC “Alpha Insurance” (Perm Branch) on the conditions described in Section 3 Annex 1 to these Minutes.

10.4. Claim assignment agreement (Section 4 Annex 1)

1. The price of the property (services) which may be transferred (acquired) as the result of the interested-party transaction with the Federal State Budgetary Institution “Perm National Research Polytechnic University” and LLC “Center for Automation and Measurements” indicated in Section 4 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”, the Federal State Budgetary Institution “Perm National Research Polytechnic University” and LLC “Center for Automation and Measurements” on the conditions described in Section 4 Annex 1 to these Minutes.

Due to the fact that all the members of the Board of Directors are present at the meeting, pursuant to Clause 7.3 of the Regulations on the Board of Directors of OJSC “Uralkali”, the General Director and a member of the Board of Directors V. Baumgertner has proposed to put three additional items on the agenda of the meeting of the Board of Directors:

1. Review of the proposals of the General Director
2. Amendments to the Regulations on the Organizational Structure of OJSC “Uralkali” and confirmation of the appointment of a top manager of OJSC “Uralkali”.
3. Matters related to the Management Board of OJSC “Uralkali”

The Board of Directors has unanimously agreed with the proposal of the General Director to change the agenda of the meeting by adding additional items to the agenda and to review the issues proposed by V. Baumgertner after the main agenda items have been discussed.

AGENDA ITEM No. 11. Review of the proposals of the General Director.

The resolution:

To approve the proposals of the General Director regarding the strategy of work in key markets.

AGENDA ITEM No. 12. Amendments to the Regulations on the Organizational Structure of OJSC “Uralkali” and confirmation of the appointment of a top manager of OJCS “Uralkali”.

The resolution:

12.1. As of 05 November 2012 to make the following amendments to the Regulations on the Organizational Structure of OJSC “Uralkali”:

- to create the post of Director of Information Technology subordinate to the General Director of the Company;

- to cancel the structural subdivision “Information Technology Center” (a department).

12.2. To confirm the appointment of Mr. Pavel Vakhnin as the Director of Information Technology as of 05 November 2012.

12.3. To instruct Pavel Vakhnin to develop and present a functional strategy of the development of the information technology assets for the review of the Investments and Development Committee of the Board of Directors by 28 February 2013.

AGENDA ITEM No. 13. Matters related to the Management Board of OJSC “Uralkali”

13.1. As of 05 November 2012 to establish the following composition of the Management Board of OJSC “Uralkali” – thirteen (13) people.

13.2. Pursuant to paragraph 9, Clause 1, Article 65 of the Federal Law “On Joint Stock Companies” and paragraph 13, Clause 9.3 and 10.7 of the Charter of the Company, to elect Mr. Pavel Vakhnin to the Management Board of the Company as of 05 November 2012.

2.3. Date of the meeting of the issuer's board of directors which adopted the relevant resolutions - **22 October 2012**.

2.4. Date and number of the minutes of the meeting of the issuer's board of directors which adopted the relevant resolutions – **22 October 2012, No. 270**.

3. Signature

3.1. Director of Legal and Corporate Affairs of OJSC “Uralkali” _____ M. Shvetsova
(signature)

3.2. Date: 22 October 2012

SEAL