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Public Joint Stock Company
URALKALI

**EXTRACT FROM MINUTES N 308
Meeting of the Board of Directors of PJSC Uralkali**

Date and time: 22 October 2015; 11:00 Moscow time

Venue: Moscow, 10, Presnenskaya Embankment, 29th floor, Naberezhnaya Tower Complex, block C

In attendance were:

1. Sergei Chemezov – Chairman of the Board of Directors,
2. Robert John Margetts – member of the Board of Directors,
3. Dmitry Mazepin – member of the Board of Directors,
4. Dmitry Osipov - member of the Board of Directors,
5. Paul James Ostling– member of the Board of Directors,
6. Dmitry Razumov – member of the Board of Directors,
7. Mikhail Sosnovsky – member of the Board of Directors.

7 of 9 elected members of the Board of Directors are present. Pursuant to p. 7.8 of the Regulations on the Board of Directors of PJSC Uralkali, the Board of Directors is legally qualified to pass resolutions concerning all items on the agenda of this meeting. Prior to the start of the meeting, the Secretary of the Board of Directors received a written opinion submitted by Dmitry Konyaev – Board member – regarding items 1-12 of the agenda. Pursuant to p. 7.8 of the Regulations on the Board of Directors of PJSC Uralkali, written opinions received prior to the start of the meeting are taken into account for quorum and voting purposes as long as the opinion expressed in them is clean and unequivocal. The written opinion submitted by Mr. Konyaev with respect to the indicated agenda items is clear and unequivocal.

Presiding chairperson: Sergei Chemezov – Chairman of the Board of Directors of PJSC Uralkali.

Secretary: Maria Klimashevskaya – Secretary of the Board of Directors of PJSC Uralkali.

Invitees:

Anton Vischanenko – Director for Economics and Finance of PJSC Uralkali.

Agenda of the meeting:

- ...
10. Preparation of recommendations for the extraordinary general shareholders meeting of PJSC Uralkali regarding certain agenda items.
- ...

ITEM 10. Preparation of recommendations for the extraordinary general shareholders meeting of PJSC Uralkali regarding certain agenda items.

Speakers: Anton Vischanenko – Director for Economics and Finance of PJSC Uralkali, Maria Klimashevskaya – Secretary of the Board of Directors of PJSC Uralkali.

10.1. Issue put to the vote:

To recommend approval of the new version of the Charter of PJSC Uralkali (attached) by the extraordinary general shareholders meeting of PJSC Uralkali.

Voting results: IN SUPPORT - unanimous.

The resolution carries.

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Resolution:

To recommend approval of the new version of the Charter of PJSC Uralkali (attached) by the extraordinary general shareholders meeting of PJSC Uralkali.

10.2. Issue put to the vote:

To recommend approval of the new version of the Regulations on Remuneration and Reimbursement of the Members of the Boards of Directors of PJSC Uralkali (attached) by the extraordinary general shareholders meeting of PJSC Uralkali.

Voting results: IN SUPPORT – 6 votes, OPPOSED – 0 votes, ABSTAINING – 0 votes

The following members of the Board of Directors of PJSC Uralkali do not participate in the discussion or voting with respect to this matter: Paul James Ostling and Robert John Margetts.

The resolution carries.

Resolution:

To recommend approval of the new version of the Regulations on Remuneration and Reimbursement of the Members of the Boards of Directors of PJSC Uralkali (attached) by the extraordinary general shareholders meeting of PJSC Uralkali.

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These Minutes were compiled on **22 October 2015.**

Attachments:

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**Chairman of the Board of Directors
PJSC Uralkali**

S. Chemezov

**Secretary of the Board of Directors
PJSC Uralkali**

M. Klimashevskaya