

LIST OF AMENDMENTS AND SUPPLEMENTS INTRODUCED INTO THE DRAFT CHARTER OF OJSC URALKALI IN A NEW VERSION

№	The Charter's article number as now in effect	Wording of the Charter's article as now in effect	The draft Charter's article number in a new version	Wording of the draft Charter's article in a new version	Notes
1	Preamble	<p>The Charter of Open Joint Stock Company Uralkali (hereinafter – the Charter) shall be a constituent document of Open Joint Stock Company Uralkali (hereinafter – the Company).</p> <p>The first version of the Charter was approved by the Property Management Committee of Perm region on 06.10.92, registered by Berezniki Municipal Administration of Perm region on 14.10.92.</p> <p>This version of the Charter was elaborated in accordance with the Civil Code of the Russian Federation (part one) dated 30.11.94, № 51 - FZ, Federal Law “On Joint Stock Companies” dated 26.12.95, № 208 - FZ (hereinafter – the Federal Law “On Joint Stock Companies”), other normative legal acts of the Russian Federation.</p>	Preamble	<p>The Charter of Open Joint Stock Company Uralkali (hereinafter – the Charter) shall be a constituent document of Open Joint Stock Company Uralkali (hereinafter – the Company).</p> <p>Requirements set forth in the Charter of the Company shall be obligatory fulfilled by all management and supervisory bodies of the Company, as well as by of the Company Shareholders.</p> <p>The first version of the Charter was approved by the Property Management Committee of Perm region on 06.10.92, registered by Berezniki Municipal Administration of Perm region on 14.10.92.</p> <p>This version of the Charter was elaborated in accordance with the Civil Code of the Russian Federation (part one) dated 30.11.94, № 51 - FZ, Federal Law “On Joint Stock Companies” dated 26.12.95, № 208 - FZ (hereinafter – the Federal Law “On Joint Stock Companies”), other normative legal acts of the Russian Federation.</p> <p>This Charter shall come into force from the date of its registration in accordance with the procedure, established under the legislation of the Russian Federation.</p> <p>Decisions concerning introduction of amendments and supplements into this Charter shall be made by the General Meeting of the Company Shareholders or by the Board of Directors of the Company in accordance with the procedure determined under the Federal Law «On Joint Stock Companies» and this Charter. Amendments and supplements into the Charter shall come into force for any third persons from the date of their state registration.</p>	<p>The following drafting clarification amendments were introduced:</p> <p>Requirements set forth in the Charter of the Company shall be obligatory fulfilled by all management and supervisory bodies of the Company, as well as by of the Company Shareholders.</p> <p>This Charter shall come into force from the date of its registration in accordance with the procedure, established under the legislation of the Russian Federation.</p> <p>Decisions concerning introduction of amendments and supplements into this Charter shall be made by the General Meeting of the Company Shareholders or by the Board of Directors of the Company in accordance with the procedure determined under the Federal Law «On Joint Stock Companies» and this Charter. Amendments and supplements into the Charter shall come into force for any third persons from the date of their state registration.</p> <p>Provisions set forth in this Charter shall be applied in the part, not contradicting to the law. If due to any changes in the legislation, some articles and provisions set forth in this Charter come into conflict with the legislation, they shall cease to be valid and shall not be applied till the time of introduction</p>

				<p>Provisions set forth in this Charter shall be applied in the part, not contradicting to the law. If due to any changes in the legislation, some articles and provisions set forth in this Charter come into conflict with the legislation, they shall cease to be valid and shall not be applied till the time of introduction of relevant amendments in this Charter.</p> <p>In case of non-conformity of provisions set forth in the Charter of the Company and internal documents, approved by the General Meeting of the Company Shareholders, provisions set forth in the Charter of the Company shall prevail for any third persons and of the Company Shareholders.</p>	<p>of relevant amendments in this Charter.</p> <p>In case of non-conformity of provisions set forth in the Charter of the Company and internal documents, approved by the General Meeting of the Company Shareholders, provisions set forth in the Charter of the Company shall prevail for any third persons and of the Company Shareholders.</p>
2	1.1.	<p>The Company was established by the Property Management Committee of Perm region by means of reorganization of the state enterprise “Production Association “Uralkali” and is a legal successor of the latter.</p> <p>The Company was reorganized by means of affiliation of Open Joint Stock Company “Motor Transport Enterprise” and is its legal successor.</p>	1.1	<p>The Company was established by the Property Management Committee of Perm region by means of reorganization of the state enterprise “Production Association “Uralkali” and is a legal successor of the latter.</p> <p>The Company is a legal successor of Open Joint Stock Company “Motor Transport Enterprise” reorganized in the form of affiliation to the Company.</p>	The wording in the second paragraph of Clause 1.1 was amended.
3	1.2.	<p>The Company is a corporate entity and has its separate property accounted for on its autonomous balance sheet. On its own behalf the Company may acquire and exercise property and personal non-property rights, incur obligations, be defendant and plaintiff in courts.</p>	1.2.	<p>The Company is entered into the Unified State Register of Corporate Entities under basic state registration number (OGRN) 1025901702188.</p>	The information on the state registration number of the Company was introduced into the Charter. Clause 1.2 in the version approved on 18.06.2008 was moved one point further to Clause 1.3. The other Clauses of Article 1 were also appropriately moved due to introduction of Clause 1.2 in a new version.
4	1.10	<p>The Company has the following place of location: 63 Pyatiletki Str., Berezniki, Perm region, 618426, the Russian Federation.</p>	1.11	<p>The Company has the following place of location: 63 Pyatiletki Street, Berezniki, Perm region, 618426, the Russian Federation.</p>	<p>Instead of « Str.» (in Russian: «ул.») is «Street» (in Russian: «улица»); instead of «г.» (in Russian) is «город» (city) (in Russian). Hereinafter – instead of « Str.» (in Russian: «ул.») is «Street» (in Russian: «улица»); instead of «г.» (in Russian) is «город» (city) (in Russian). The clause number was moved due to</p>

					change in numeration of Article 1.
5	1.18.	Branches and representative offices shall not be entities. They shall carry out their activities on the basis of the Regulations approved by the Board of Directors of the Company. Branches and representative offices shall be provided by the Company established them, with assets accounted for on their autonomous balance sheets as well as on the balance sheet of the Company.	1.18.	Branches and representative offices shall not be entities. They shall carry out their activities on the basis of the Regulations approved by the Board of Directors of the Company. Branches and representative offices shall be provided by the Company established them, with assets accounted for on their autonomous balance sheets as well as on the balance sheet of the Company. Heads of branches and representative offices shall be appointed by the General Director of the Company and shall act on the basis of powers of attorney issued by the General Director of the Company.	The Clause was completed with the second paragraph of the following content: "Heads of branches and representative offices shall be appointed by the General Director of the Company and shall act on the basis of powers of attorney issued by the General Director of the Company".
6	5.2.	The Company shall form the reserve fund equal to 15 percent of its Authorized Capital. The Reserve Fund of the Company shall be formed by means of obligatory annual allocations in the amount not less than 5 percent of net profits of the Company until it reaches the amount established under this clause.	5.2.	The Company shall form the reserve fund equal to 15 (fifteen) percent of its Authorized Capital. The Reserve Fund of the Company shall be formed by means of obligatory annual allocations in the amount not less than 5 (five) percent of net profits of the Company until it reaches the amount established under this clause.	Numerals were written also in words within brackets. Hereinafter – all numerals expressing quantity, percentage and periods of time shall be written also in words.
7	7.1.	The Company shall have the following management bodies: - the General Meeting of the Company Shareholders; - the Board of Directors; - the Managing Board (the collegiate executive body); - the General Director (the sole executive body).	7.1.	Management in the Company shall be carried out through the management bodies of the Company.	This clause was introduced as clarification. Clause 7.1 in the version approved on 18.06.2008 was moved one point further to Clause 7.2. The other Clauses of Article 7 were also appropriately moved due to introduction of Clause 7.1 in a new version.
8	8.13.	The form of notification of shareholders concerning holding of the General Meeting of the Company Shareholders shall be as the publication of a notice concerning holding of the General Meeting of the Company Shareholders in the	8.13.	The form of notification of shareholders concerning holding of the General Meeting of the Company Shareholders shall be as the publication of a notice concerning holding of the General Meeting of the Company Shareholders in the	Amendments – the newspaper «Zvezda» was changed to the newspaper «Kommersant».

		following periodicals: Perm regional newspaper «Zvezda» (registration number E-0608) and “Sol zemli” (founder - OJSC “Uralkali”, registration number E-0338).		following periodicals: a daily newspaper «Kommersant» (founder – CJSC «Kommersant. Publishing house», (registration number 01243) and “Sol zemli” (founder - OJSC “Uralkali”, registration number E-0338).	
9	8.14.	A list of information (or materials) to be disseminated among shareholders in the course of preparation for the General Meeting of the Company Shareholders, and the procedure for familiarization with it shall be determined by the Board of Directors of the Company in accordance with the Federal Law “On Joint Stock Companies”.	8.14	A list of information (or materials) to be disseminated among shareholders in the course of preparation for the General Meeting of the Company Shareholders, and the procedure for familiarization with it shall be determined by the Board of Directors of the Company in accordance with the Federal Law “On Joint Stock Companies”, other normative legal acts of the Russian Federation, the Regulations on the General Meeting of the Company Shareholders.	The Clause was completed with the wordings: «...other normative legal acts of the Russian Federation, the Regulations on the General Meeting of the Company Shareholders».
10	8.20.	Based on results of voting the Counting Commission shall draw up minutes on results of voting, signed by the Counting Commission. Minutes on results of voting shall be drawn up not later than 15 days upon closure of the General Meeting of the Company Shareholders or the end date of acceptance of voting ballots in case of holding of the General Meeting of the Company Shareholders in the form of the absentee voting.	8.20.	Based on results of voting the Counting Commission shall draw up minutes on results of voting, signed by the Counting Commission. Minutes on results of voting shall be drawn up not later than 3 (three) days upon closure of the General Meeting of the Company Shareholders or the end date of acceptance of voting ballots in case of holding of the General Meeting of the Company Shareholders in the form of the absentee voting.	The Charter has been brought in line with provisions of the Law “On Joint Stock Companies”.
11	8.22.	Minutes of the General Meeting of the Company Shareholders shall be drawn up not later than 15 days upon closure of the General Meeting of the Company Shareholders in two copies. Both copies shall be signed by the Chairman of the General Meeting of the Company Shareholders and the Secretary of the General Meeting of the Company Shareholders.	8.22.	Minutes of the General Meeting of the Company Shareholders shall be drawn up not later than 3 (three) days upon closure of the General Meeting of the Company Shareholders in two copies. Both copies shall be signed by the Chairman of the General Meeting of the Company Shareholders and the Secretary of the General Meeting of the Company Shareholders.	The Charter has been brought in line with provisions of the Law “On Joint Stock Companies”.
12	9.2.	The Board of Directors of the Company shall be elected by the General Meeting of the Company Shareholders. Members of the Board of Directors of the	9.2.	The Board of Directors of the Company shall be elected by the General Meeting of the Company Shareholders. Members of the Board of Directors of the	In 2010 the Annual General Meeting of the Company Shareholders approved the Regulations on the Remunerations and Indemnity to

		Company within the period of performance of their duties shall be paid remuneration and compensated for expenses connected with performance of their functions. Amount of such remuneration and compensation shall be established under the Regulations on the Board of Directors of the Company , approved by the General Meeting of the Company Shareholders.		Company within the period of performance of their duties shall be paid remuneration and compensated for expenses connected with performance of their functions. Amount of such remuneration and compensation shall be established under the Regulations on the Remunerations and Indemnity to OJSC “Uralkali” Board members , approved by the General Meeting of the Company Shareholders.	OJSC “Uralkali” Board members. Thereby the Regulations on the Board of Directors of the Company have no longer regulated the matters of remunerations and compensations.
13	Sub-clause 3 of Clause 9.3	3) approval of the annual budget of the Company;	Sub-clause 3 of Clause 9.3	3) approval of the budget of the Company;	The word «annual» was deleted.
14	Sub-clause 23 of Clause 9.3	23) approval of the quarterly report of the Issuer of emissive securities.		Deleted	The power to approve the quarterly report of the Issuer of emissive securities has been excluded from the Board of Directors’ powers. Due to deletion of the power stipulated by Sub-clause 23 of Clause 9.3 of the Charter, the other powers of the Board of Directors stipulated by Clause 9.3 of the Charter were moved one point above.
15	Sub-clause 37 of Clause 9.3	37) approval of internal documents of the Company: the Regulation on the dividend policy of the Company, the Regulation on the organizational structure of the Company, the Corporate Management Code of the Company, the Principles of the Company participation in any other organizations, the Regulations of Representation Expenditures and any other internal documents determining the policy of the Company in its activity;	Sub-clause 36 of Clause 9.3	36) approval of the internal documents of the Company: the Regulations on the Company Dividend Policy, the Regulations on the Organizational Structure of the Company, the Corporate Management Code of the Company, the Policy of the Company participation in any other organizations, and any other internal documents determining the policy of the Company in its activity;	The word «Principles» was changed to the word «Policy». The reference to the Regulations of Representation Expenditures was deleted.
16			Sub-clauses 39-40 of Clause 9.3	39) determination of basic risks connected with activity carried out by the Company and approval of the risk management system in the Company; 40) approval of the corporate secretary and termination of his (her) powers;	The Charter was completed with new provisions on the matters of the Board of Directors’ competence.
17	9.18.	The quorum for holding of a meeting of	9.18.	A notice concerning holding of a meeting	It is a clarification clause which

		the Board of Directors of the Company shall consist of 5 elected members of the Board of Directors of the Company.		of the Board of Directors shall be sent to the Company Board of Directors members not later than 7 (seven) calendar days before the date appointed for holding of a meeting of the Board of Directors, unless a meeting of the Board of Directors of the Company shall be held within shorter terms in accordance with the legislation of the Russian Federation.	heretofore has been contained only in the Regulations on the Board of Directors. Clause 9.18 in the version approved on 18.06.2008 was moved one point further to Clause 9.19. The other Clauses of Article 9 were also appropriately moved due to introduction of Clause 9.18 in a new version.
18	10.5.	The Board of Directors of the Company shall have the right at any time to terminate a contract with the General Director of the Company and members of the Managing Board of the Company.	10.5.	The Board of Directors of the Company shall have the right at any time to make a decision on early termination of powers of the General Director of the Company, members of the Managing Board of the Company.	The Board of Directors' power has been brought in line with the Law "On Joint Stock Companies": the wording «to terminate a contract with the General Director of the Company and members of the Managing Board of the Company» is changed to «to make a decision on early termination of powers of the General Director of the Company, members of the Managing Board of the Company.»
19	Sub-clause 2 of Clause 10.9	2) preliminary approval of the annual budget of the Company and the annual business – plan of the Company, and their submission for of the Company Board of Directors' consideration;	Sub-clause 2 of Clause 10.9	2) preliminary approval of the Company's budget of and its submission for of the Company Board of Directors' consideration;	The word "annual" concerning the budget was deleted from the Charter in a new version; as well as approval of the annual business – plan was excluded from the Managing Board's competence.
20	Sub-clause 8 of Clause 10.9	8) control over implementation of the business – plan of the Company;		Deleted	Due to deletion of Sub-clause 8 of Clause 10.9 in the previous version, the Clauses following it were moved one point above.