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**COMPARATIVE TABLE OF AMENDMENTS TO THE REGULATIONS
ON THE GENERAL MEETING OF SHAREHOLDERS
OF OJSC “URALKALI”**

№	Current wording	Proposed wording	Comment
1	3.3. Proposals to include items on the agenda of the annual General Meeting of Shareholders and proposals to nominate candidates for election to the bodies of the Company must be received by the Company not later than 30 (thirty) days following the date of completion of the fiscal year.	3.3. Proposals to include items on the agenda of the annual General Meeting of Shareholders and proposals to nominate candidates for election to the bodies of the Company must be received by the Company not later than two (2) months following the date of completion of the fiscal year.	It is proposed to extend the period for nominating candidates in bodies of the Company provided for by the Federal Law “On joint stock companies”, as allowed by Item 1 of Article 53 of the same law. It is proposed to approve this amendment simultaneously with a corresponding amendment to the Charter of the Company to harmonise both documents.
2	4.2. Proposals to nominate candidates to the bodies of the Company must be received by the Company not later than thirty (30) days following the date of completion of the fiscal year. If the agenda of an extraordinary General Meeting of Shareholders includes the issues of election of the members of the Board of Directors of the Company, the proposals to nominate candidates to the bodies of the Company must be received by the Company not later than thirty (30) days prior to the date of the extraordinary General Meeting of Shareholders.	4.2. Proposals to nominate candidates to the bodies of the Company must be received by the Company not later than two (2) months following the date of completion of the fiscal year. If the agenda of an extraordinary General Meeting of Shareholders includes the issues of election of the members of the Board of Directors of the Company, the proposals to nominate candidates to the bodies of the Company must be received by the Company not later than thirty (30) days prior to the date of the extraordinary General Meeting of Shareholders.	
3	7.2. The date of submission of a request is the date of receipt of the document by the secretariat of the Company or by the Secretary of the Board of Directors.	7.2. The date of submission of a request is the date of receipt of the document by the documentation support unit of the Company or by the Secretary of the Board of Directors.	It is proposed to replace the “secretariat” with the “documentation support unit” due to changes in the internal organisational structure of the Company.
4	19.7. Upon ratification of these Regulations by the General Meeting of Shareholders, the Regulations on the Procedure of Preparation and the Procedure of the General Meeting of Shareholders ratified by the General Meeting of Shareholders on 18.06.2010 (Minutes No 27 dated 18.06.2010) become void.	19.7. Upon ratification of these Regulations by the General Meeting of Shareholders, the Regulations on the Procedure of Preparation and the Procedure of the General Meeting of Shareholders ratified by the General Meeting of Shareholders on 29.06.2011 (Minutes No 29 dated 29.06.2011) become void.	A technical amendment to specify that the previous wording of the document becomes void.

5	Amendments to Appendices to the Regulations on the Revision Commission of the Company			
	Appendix number	Name of the appendix	Proposed amendments	Comment
5.1.	Appendix 7	Notification of convocation of the annual (extraordinary) General Meeting of Shareholders of the Open Joint Stock Company “Uralkali”	<p>In the new wording (<i>see below for a full Appendix in both current and proposed wordings and italicised amendments</i>), it is proposed to introduce the following passage “Please also be informed that...” before information about documents confirming the authority of participants of a general meeting and information about the possibility to review the hand-out materials to be distributed to shareholders in preparation to a general meeting, and to structure the text by marking the paragraphs with letters A, B and C.</p> <p>It is proposed to include a reference to Subitem A that duly certified copies of constitutive documents should serve as documents confirming the authority of the representative of the legal entity participating in the general meeting without a power of attorney.</p>	Most of amendments are technical to alleviate information acquisition. A reference to the necessity to use duly certified copies of constitutive documents for confirmation of the authority of the representative of a legal entity participating in the general meeting without a power of attorney aims to formalise the existing practice, which is in line with applicable laws.
5.2.	<p>Appendix 11</p> <p>Appendix 12</p> <p>Appendix 13</p> <p>Appendix 14</p>	<p>Poll deed on the results of voting at the annual (extraordinary) general meeting of shareholders</p> <p>Poll deed on the results of voting at the extraordinary general meeting of shareholders¹</p> <p>Minutes of the annual (extraordinary) general meeting of shareholders</p> <p>Minutes of the extraordinary general meeting of shareholders</p>	<p>In the new wording of the Appendices, it is proposed to:</p> <ol style="list-style-type: none"> 1. Amend the table “Voting shares of the Company counted in the forum for an item of the agenda” as follows: <ul style="list-style-type: none"> - Change the table’s heading to “Voting shares of the Company counted in the forum”; - Add the column “Number of outstanding shares of the Company”; - Change the heading of the last column “Voting shares of the Company counted in the forum for an item of the agenda” to “Voting shares of the Company counted in 	<p>All four appendices have a nearly identical content as the data contained in the poll deeds are almost fully included in the minutes of the general meeting of shareholders.</p> <p>Amendments to forms of the minutes aim to clarify voting-related data, in particular:</p> <ul style="list-style-type: none"> - To determine the total number of shares of the Company counted in the quorum required not only for an item of the agenda, but also in the quorum required to legitimise the general meeting of shareholders; - To determine the percentage of votes held by persons included in the list of eligible participants of

¹ Appendices 12 “Poll deed on the results of voting at the extraordinary general meeting of shareholders” and 14 “Minutes of the extraordinary general meeting of shareholders” – are forms recommended for extraordinary general meetings of shareholders conducted through absentee voting.

			<p>the forum”</p> <ol style="list-style-type: none"> 2. Remove the table “Quorum of the general meeting of shareholders”; 3. Remove the following provisions: <ul style="list-style-type: none"> - The general meeting of shareholders is authorised to consider and pass resolutions in relation to any item of the agenda; - No written complaints in relation to the registration procedures have been received; - Commencement of vote counting: [time] (a passage after the table “Quorum of the general meeting of shareholders”). 4. Amend the table “Number of votes held by participants of the general meeting of shareholders” as follows: <ul style="list-style-type: none"> - Remove the column “Quorum” and replace it with “Percentage of the number of votes held by persons included in the list of eligible participants of the general meeting of shareholders”; - Include the passage “The quorum required to pass a resolution in relation to this matter is present / not present”. <p><i>(As the amendments proposed for Appendices 11-14 are fully identical, below is the full wording of Appendix 11 in both current and proposed versions, with italicised amendments, to serve as an example).</i></p>	<p>the general meeting when voting on a specific item of the agenda to ascertain the presence of quorum required to pass a resolution on the corresponding item of the agenda and to specify that the quorum is present;</p> <ul style="list-style-type: none"> - The proposed amendments deem the table “Quorum of the general meeting of shareholders” redundant as the data required to count the votes and to determine the voting results is contained in two amended tables; - Removal of provisions regarding claims related to the registration procedure and vote counting commencement time is proposed in light of the fact that the presence of such provisions is not required by applicable laws and internal documents of the Company; - Removal of a reference to the vote counting commencement time is proposed in light of the fact that for general meetings conducted in presentia (Appendices 11 and 13) such provisions are contained in the introductory passage, while for general meeting conducted through absentee voting (Appendices 12 and 14) such provision is not required as voting results are not announced in the meeting.
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**Appendix 7 to the Regulations on the General Meeting of Shareholders of OJSC “Uralkali”
(current wording)**

Open Joint Stock Company “Uralkali”
(full legal name of the company)
63 Pyatiletki St., Berezniki 618426, Perm region, Russian Federation
(location of the company)

NOTIFICATION

**Of convocation of the annual (extraordinary) General Meeting of Shareholders of the Open Joint Stock Company
“Uralkali”**

Dear Shareholder,

The Board of Directors of the Open Joint Stock Company “Uralkali” has resolved to convoke an annual (extraordinary) general meeting of shareholders in the form of a meeting (joint presence of shareholders to discuss items of the agenda and pass resolutions on items put to vote) (absentee voting) on [date].

The date of preparation of the list of persons who are entitled to participate in the annual (extraordinary) general meeting of shareholders is [date].

Agenda of the meeting:

1. _____.
2. _____.

The annual general meeting of shareholders commences at [time] local time.

Venue of the meeting: _____.

Registration of participants of the general meeting of shareholders will be held at the venue of the meeting starting from [time], [date].

Postal address (addresses) for mailing filled out voting ballots may (should) be sent: _____.

Deadline for the receipt of voting ballots on the items of the agenda of the annual general meeting of shareholders: [date].

To take part in the meeting, a natural person entitled to participate in the general meeting of shareholders must carry a national passport; representatives of legal persons entitled to participate in the general meeting of shareholders and acting without a power of attorney in line with applicable laws must carry an extract from the minutes (resolution) on their election (appointment) to office, an extract from constitutive documents on the authority of this particular officer, passport; representatives of legal persons entitled to participate in the general meeting of shareholders and acting under a power of attorney must carry legitimate documents (or notarized copies thereof) confirming their authority and a national passport.

Voting ballots signed by legal successors or representatives of representatives of persons entitled to participate in the general meeting of shareholders and acting under a power of attorney must be accompanied by legitimate documents (or notarized copies thereof) confirming the authority of such persons.

Persons entitled to participate in the general meeting of shareholders of OJSC “Uralkali” may familiarize themselves with the materials to be distributed to shareholders in preparation to the general meeting of shareholders starting from [date] (business days only, from [time] to [time]) at [address], by telephone ([telephone numbers]), or on the Company’s corporate web site.

Voting ballots forwarded to a person entitled to participate in the general meeting of shareholders of OJSC “Uralkali” by registered mail or delivered in person against signature, are accompanied by an voting instruction for the general meeting of shareholders of OJSC “Uralkali”.

**Board of Directors
OJSC “Uralkali”**

**Appendix 7 to the Regulations on the General Meeting of Shareholders of OJSC “Uralkali”
(current wording)**

Open Joint Stock Company “Uralkali”
(full legal name of the company)
63 Pyatiletki St., Berezniki 618426, Perm region, Russian Federation
(location of the company)

NOTIFICATION

**Of convocation of the annual (extraordinary) General Meeting of Shareholders of the Open Joint Stock Company
“Uralkali”**

Dear Shareholder,

The Board of Directors of the Open Joint Stock Company “Uralkali” has resolved to convoke an annual (extraordinary) general meeting of shareholders in the form of a meeting (joint presence of shareholders to discuss items of the agenda and pass resolutions on items put to vote) (absentee voting) on [date].

The date of preparation of the list of persons who are entitled to participate in the annual (extraordinary) general meeting of shareholders is [date].

Agenda of the meeting:

1. _____.
2. _____.

The annual general meeting of shareholders commences at [time] local time.

Venue of the meeting: _____.

Registration of participants of the general meeting of shareholders will be held at the venue of the meeting starting from [time], [date].

Postal address (addresses) for mailing completed voting ballots may (should) be sent: _____.

Deadline for the receipt of voting ballots on the items of the agenda of the annual general meeting of shareholders: [date].

Please also be informed that:

A. To take part in the meeting, a natural person entitled to participate in the general meeting of shareholders must carry a national passport; representatives of legal persons entitled to participate in the general meeting of shareholders and acting without a power of attorney in line with applicable laws must carry an extract from the minutes (resolution) on their election (appointment) to office, ***duly certified copies of constitutive documents***; passport representatives of legal persons entitled to participate in the general meeting of shareholders and acting under a power of attorney must carry legitimate documents (or notarized copies thereof) confirming their authority and a national passport.

B. Voting ballots signed by legal successors or representatives of representatives of persons entitled to participate in the general meeting of shareholders and acting under a power of attorney must be accompanied by legitimate documents (or notarized copies thereof) confirming the authority of such persons.

C. Persons entitled to participate in the general meeting of shareholders of OJSC “Uralkali” may familiarize themselves with the materials to be distributed to shareholders in preparation to the general meeting of shareholders starting from [date] (business days only, from [time] to [time]) at [address], by telephone ([telephone numbers]), or on the Company’s corporate web site.

Voting ballots forwarded to a person entitled to participate in the general meeting of shareholders of OJSC “Uralkali” by registered mail or delivered in person against signature, are accompanied by an voting instruction for the general meeting of shareholders of OJSC “Uralkali”.

**Board of Directors
OJSC “Uralkali”**

**Appendix 11 to the Regulations on the General Meeting of Shareholders of OJSC “Uralkali”
(current wording)**

POLL DEED

ON THE RESULTS OF VOTING AT THE ANNUAL (EXTRAORDINARY) GENERAL MEETING OF SHAREHOLDERS

Full legal name of the company: Open Joint Stock Company “Uralkali”.

Location of the company: 63 Pyatiletki St., Berezniki 618426, Perm region, Russian Federation.

Type of the general meeting: annual or extraordinary.

Form of the general meeting: meeting (joint presence of shareholders to discuss items of the agenda and pass resolutions on items put to vote).

Date of the general meeting: [date].

Venue of the general meeting held in the form of a meeting: [address].

Postal address to which completed voting ballots were sent: [address].

Commencement of the general meeting: [time].

Conclusion of the general meeting: [time].

Commencement of registration of persons entitled to participate in the general meeting held in the form of a meeting: [time].

Conclusion of registration of persons entitled to participate in the general meeting held in the form of a meeting: [time].

Commencement of vote counting on Item 1 of the agenda: [time].

Conclusion of vote counting on Items [item numbers] of the agenda: [time].

The list of persons entitled to participate in the general meeting of shareholders was developed on the basis of the share register of the Company as of [date].

Agenda of the general meeting:

1. _____.
2. _____.

Voting shares of the Company counted in the forum for an item of the agenda

Category (type) of outstanding shares of the Company	Number of shares of the Company held by the Company as of the date of the preparation of the list of persons entitled to participate in the general meeting of shareholders	Number of voting shares of the Company counted in the forum for an item of the agenda
TOTAL		

Registered participants of the general meeting of shareholders and the number of the voting shares of the Company held by them

Number of registered participants of the general meeting of shareholders	Number of the voting shares of the Company held by registered participants of the general meeting of shareholders

Quorum of the general meeting of shareholders

Number of the voting shares of the Company counted in the forum of the general meeting of shareholders	Total number of the voting shares of the Company represented by the voting ballots received by the Company at least two days prior to the general meeting of shareholders and the number of the voting shares of the Company held by registered participants of the general meeting	
(number of shares)	(number of shares)	Percentage of Column 1
1	2	3

The general meeting of shareholders is authorised to consider and pass resolutions in relation to any item of the agenda;

No written complaints in relation to the registration procedures have been received;
Commencement of vote counting: [time].

Agenda item	Draft resolution on the item put to the vote
1.	

Number of votes held by participants of the general meeting

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting	Number of votes held by the persons who voted on this item	Quorum

The quorum required to pass resolutions on this item is present.

Number of votes held by the persons who voted on this item

Total number of votes held by the persons who participated in voting		Including					
		Voting ballots recognized to be invalid for voting on the item put to the vote		Voting ballots that were counted when determining the results of voting on the item put to vote		Voting ballots that were not counted when determining the results of voting on the item put to vote*	
Number	Number of votes represented by these ballots	Number	Number of votes represented by these ballots	Number	Number of votes represented by these ballots	Number	Number of votes represented by these ballots

* The causes of why not all voting shares held by participants of the general meeting of shareholders were counted: [specify].

Results of voting on the item put to vote

Number of votes for each option					
“For”		“Against”		“Abstained”	
Number of votes	Percentage of the total number of the voting shares held by participants of the general meeting of shareholders	Number of votes	Percentage of the total number of the voting shares held by participants of the general meeting of shareholders	Number of votes	Percentage of the total number of the voting shares held by participants of the general meeting of shareholders

The results of the voting have been announced to the shareholders during the meeting.

Conclusion of the general meeting held in the form of a meeting: [time].

This poll deed was made in two counterparts.

The date of the poll deed issued by the tabulation commission: [date].

The person acting for the tabulation commission: [name].

Persons authorized by the registrar: [names].

Location: [address].

No.	Name of a tabulation commission member	Signature
1.		
2.		

**Appendix 11 to the Regulations on the General Meeting of Shareholders of OJSC “Uralkali”
(proposed wording)**

POLL DEED

ON THE RESULTS OF VOTING AT THE ANNUAL (EXTRAORDINARY) GENERAL MEETING OF SHAREHOLDERS

Full legal name of the company: Open Joint Stock Company “Uralkali”.

Location of the company: 63 Pyatiletki St., Berezniki 618426, Perm region, Russian Federation.

Type of the general meeting: annual or extraordinary.

Form of the general meeting: meeting (joint presence of shareholders to discuss items of the agenda and pass resolutions on items put to vote).

Date of the general meeting: [date].

Venue of the general meeting held in the form of a meeting: [address].

Postal address to which completed voting ballots were sent: [address].

Commencement of the general meeting: [time].

Conclusion of the general meeting: [time].

Commencement of registration of persons entitled to participate in the general meeting held in the form of a meeting: [time].

Conclusion of registration of persons entitled to participate in the general meeting held in the form of a meeting: [time].

Commencement of vote counting on Item 1 of the agenda: [time].

Conclusion of vote counting on Items [item numbers] of the agenda: [time].

The list of persons entitled to participate in the general meeting of shareholders was developed on the basis of the share register of the Company as of [date].

Agenda of the general meeting:

1. _____.
2. _____.

Voting shares of the Company counted in the forum

Category (type) of outstanding shares of the Company	<i>Number of outstanding shares of the Company</i>	Number of shares of the Company held by the Company as of the date of the preparation of the list of persons entitled to participate in the general meeting of shareholders	<i>Number of voting shares of the Company counted in the forum</i>
Ordinary shares			

Registered participants of the general meeting of shareholders and the number of the voting shares of the Company held by them

Number of registered participants of the general meeting of shareholders	Number of the voting shares of the Company held by registered participants of the general meeting of shareholders

Agenda item	Draft resolution on the item put to the vote
1.	

Number of votes held by participants of the general meeting of shareholders

Number of votes held by the persons included in the list of persons entitled to participate in the general meeting	Number of votes held by the persons who voted on this item	
Number of votes	Number of votes	<i>Percentage of the number of votes held by the persons included in the list of persons entitled to</i>

		<i>participate in the general meeting</i>

The quorum required to pass resolutions on this item is [present / not present].

Number of votes held by the persons who voted on this item

Total number of votes held by the persons who participated in voting		Including					
		Voting ballots recognized to be invalid for voting on the item put to the vote				Voting ballots recognized to be invalid for voting on the item put to the vote	
Number	Number of votes represented by these ballots	Number	Number of votes represented by these ballots	Number	Number of votes represented by these ballots	Number	Number of votes represented by these ballots

* The causes of why not all voting shares held by participants of the general meeting of shareholders were counted: [specify].

Results of voting on the item put to vote

Number of votes for each option					
“For”		“Against”		“Abstained”	
Number of votes	Percentage of the total number of the voting shares held by participants of the general meeting of shareholders	Number of votes	Percentage of the total number of the voting shares held by participants of the general meeting of shareholders	Number of votes	Percentage of the total number of the voting shares held by participants of the general meeting of shareholders

The results of the voting have been announced to the shareholders during the meeting.

Conclusion of the general meeting held in the form of a meeting: [time].

This poll deed was made in two counterparts.

The date of the poll deed issued by the tabulation commission: [date].

The person acting for the tabulation commission: [name].

Persons authorized by the registrar: [names].

Location: [address].

No.	Name of a tabulation commission member	Signature
1.		
2.		