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COMPARATIVE TABLE OF AMENDMENTS TO THE CHARTER OF OJSC “URALKALI”

№	Current wording (approved by the Annual General Meeting, Minutes No 31 dated 09.12.2011)	Proposed wording	Comment
1	<p>1.1. The Company was founded by the Property Management Committee of Perm Territory as the result of reorganization of the state enterprise “Production association “Uralkali” and is the legal successor of the latter.</p> <p>The Company is the legal successor of the Open Joint Stock Company “Avtotransportnoye enterprise” which was reorganized in the form of merger of the latter with the Company.</p>	<p>1.1. The Company was founded by the Property Management Committee of Perm Territory as the result of reorganization of the state enterprise “Production association “Uralkali” and is the legal successor of the latter.</p> <p>The Company is the legal successor of the Open Joint Stock Company “Avtotransportnoye enterprise” which was reorganized in the form of merger of the latter with the Company.</p> <p>The Company is the legal successor of the Open Joint Stock Company “Silvinit” which was reorganized in the form of merger of the latter with the Company.</p>	<p>A technical amendment to confirm to third parties the Company’s succession following its reorganisation in the form of merger with OJSC “Silvinit”.</p>
2	<p>1.13. The Company has the right to undertake all kinds of activities which are not prohibited by the law, including:</p> <ol style="list-style-type: none"> 1) Production of potash fertilizers and other chemical products; 2) Mining of potash and magnesium salts, their beneficiation, processing and realization; 3) surveying, exploration and mining of diamonds, gold and platinum; mining of other mineral resources; 4) production utilizing surety materials and other production waste; 5) geological prospecting and exploration; 6) surveying works; 7) topographicandgeodesicactivities; 8) disposal of production waste in underground workings; 9) transportation, including inter-city and international transportation; 10) loading/unloading works, transportation and logistics works and services; 11) shipping operations utilizing river, sea, auto, air and other types of transport; 12) manufacturing of construction materials, constructions and products; 13) installation, construction and repair works; 	<p>1.13. The Company has the right to undertake all kinds of activities which are not prohibited by the law, including:</p> <ol style="list-style-type: none"> 1) Production of potash fertilizers and other chemical products; 2) Mining of potash and magnesium salts, their beneficiation, processing and realization; 3) surveying, exploration and mining of diamonds, gold and platinum; mining of other mineral resources; 4) production utilizing surety materials and other production waste; 5) geological prospecting and exploration; 6) surveying works; 7) topographicandgeodesicactivities; 8) disposal of production waste in underground workings; 9) transportation, including inter-city and international transportation; 10) loading/unloading works, transportation and logistics works and services; 11) shipping operations utilizing river, sea, auto, air and other types of transport; 12) manufacturing of construction materials, constructions and products; 13) installation, construction and repair works; 14) engineering surveys; 	<p>Security activities, being an exceptional activity pursuant to the Federal Law “On private detective and security activities”, were removed from the list of authorised types of activity of the Company. The Company is not involved in security activities, and this amendment is technical in nature.</p>

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	<p>14) engineering surveys; 15) planning and project works; 16) standardization, unification of measurements, certification of products and services; 17) production of electrical and heat power; 18) provision of telecommunication services; 19) leasing of property; 20) foreign economic activity; 21) commercial intermediary/agency services; 22) investment activity; 23) organization of warehousing and storage; 24) procurement; 25) retail; 26) public catering; 27) processing of agricultural products; 28) provision of medical services; 29) healthrelatedservices; 30) housingandutilities management; 31) security activities; 32) educational activities; 33) organization of expos, exhibitions, trade-fairs, auctions, trading sessions in the Russian Federation and abroad; 34) culturalandeducationalactivity; 35) Publishing, editorial and printing activities; publishing of newspapers and artwork, publishing of advertising and information materials and other printed products.</p>	<p>15) planning and project works; 16) standardization, unification of measurements, certification of products and services; 17) production of electrical and heat power; 18) provision of telecommunication services; 19) leasing of property; 20) foreign economic activity; 21) commercial intermediary/agency services; 22) investment activity; 23) organization of warehousing and storage; 24) procurement; 25) retail; 26) public catering; 27) processing of agricultural products; 28) provision of medical services; 29) healthrelatedservices; 30) housingandutilities management; 31) educational activities; 32) organization of expos, exhibitions, trade-fairs, auctions, trading sessions in the Russian Federation and abroad; 33) culturalandeducationalactivity; 34) Publishing, editorial and printing activities; publishing of newspapers and artwork, publishing of advertising and information materials and other printed products.</p>	
3	<p>3.1.1. to participate in the management of the Company, including: - Participate in the general meeting of the shareholders of the Company with the right to vote on all issues under its competence; - Make proposals to include various issues into the agenda of the general meeting of the shareholders of the Company; - Make proposals to nominate candidates for different bodies of the Company; The requirements for the form and content of proposals for the agenda of the general meeting of the shareholders of the Company as well as of proposals to nominate candidates to the Board of Directors and the</p>	<p>3.1.2. to participate in the management of the Company, including: - Participate in the general meeting of the shareholders of the Company with the right to vote on all issues under its competence; - Make proposals to include various issues into the agenda of the general meeting of the shareholders of the Company; - Make proposals to nominate candidates for different bodies of the Company; The requirements for the form and content of proposals for the agenda of the general meeting of the shareholders of the Company as well as of proposals to nominate candidates to the Board of Directors and the</p>	<p>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.</p>

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	<p>Revision Commission of the Company, the procedure of review of such proposals and the making of decisions on such proposals by the Board of Directors of the Company are established by the Federal Law “On Joint Stock Companies” and the Regulations on the general meeting of the shareholders of the Company, ratified by the general meeting of the shareholders of the Company.</p> <p>The requirements for the form and content of proposals to nominate candidates for the Management Board of the Company or as the General Director of the Company, the procedure of review of such proposals and the making of decisions on such proposals by the Board of Directors of the Company are established by the Federal Law “On Joint Stock Companies” and the Regulations on the Management Board of the Company, ratified by the general meeting of the shareholders of the Company.</p> <ul style="list-style-type: none">- Submit demands to convene an extraordinary general meeting of the shareholders of the Company; <p>The requirements for the content and the form of a demand to convene an extraordinary general meeting of the shareholders of the Company and the procedure of their review by the Board of Directors of the Company are established under the Federal Law “On Joint Stock Companies” and the Regulations on the General Meeting of the Shareholders of the Company, ratified by the general meeting of the shareholders of the Company.</p>	<p>Revision Commission of the Company, the procedure of review of such proposals and the making of decisions on such proposals by the Board of Directors of the Company are established by the Federal Law “On Joint Stock Companies” and the Regulations on the general meeting of the shareholders of the Company, ratified by the general meeting of the shareholders of the Company.</p> <p>The shareholders (shareholder) who own a total of at least 2 percent of the voting shares of the Company have the right to proposed issues for the agenda of the annual general meeting of shareholders and to nominate candidates to the Board of Directors of the Company, the collegial executive body (Management Board), the Revision Commission and the Counting Commission of the Company - the number of the nominated candidates may not exceed the number of the members of the relevant body - as well as nominate a candidate for the post of the sole executive body of the Company (General Director). The indicated proposals must be received by the Company not later than 2 months after the end of the financial year.</p> <p>The requirements for the form and content of proposals to nominate candidates for the Management Board of the Company or as the General Director of the Company, the procedure of review of such proposals and the making of decisions on such proposals by the Board of Directors of the Company are established by the Federal Law “On Joint Stock Companies” and the Regulations on the Management Board of the Company, ratified by the general meeting of the shareholders of the Company.</p> <ul style="list-style-type: none">- Submit demands to convene an extraordinary general meeting of the shareholders of the Company; <p>The requirements for the content and the form of a demand to convene an extraordinary general meeting of the shareholders of the Company and the procedure of their review by the Board of Directors of the Company are established under the Federal Law “On Joint Stock Companies” and the Regulations on the General Meeting of the Shareholders of the Company, ratified by the general meeting of the shareholders of the Company.</p>	
4	5. FUNDS OF THE COMPANY 5.1. The reserve fund and the accumulation fund of	5. RESERVE FUND OF THE COMPANY 5.1. The reserve fund of the Company is formed	It is proposed to re-draft Section 5 and remove a reference to the accumulation fund, which was

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<p>the Company are formed utilizing net profits of the Company.</p> <p>The funds are formed by the general meeting of the shareholders of the Company upon reviewing the issue of distribution of profits based on the relevant recommendation of the Board of Directors of the Company.</p> <p>5.2. The reserve fund of the Company is formed in the amount of fifteen (15) percent of its charter capital.</p> <p>The reserve fund of the Company is formed from mandatory annual payments until the moment it reaches the size indicated hereunder. The amount of annual payments may not be less than five (5) percent of the net profit of the Company until the moment it reaches the size indicated hereunder.</p> <p>The reserve fund of the Company is intended for covering of losses of the Company, bond retirement and buy-back of the shares of the Company in the event that other funds are unavailable.</p> <p>The reserve fund may not be used for any other purpose.</p> <p>5.3. The accumulation fund is intended for financing of the investment activities of the Company and forming of the floating capital of the Company.</p> <p>5.4. The funds of the Company are managed by the Board of Directors of the Company.</p>	<p>utilizing net profits of the Company.</p> <p>5.2. The reserve fund of the Company is formed in the amount of fifteen (15) percent of its charter capital.</p> <p>The reserve fund of the Company is formed from mandatory annual payments until the moment it reaches the size indicated hereunder. The amount of annual payments may not be less than five (5) percent of the net profit of the Company until the moment it reaches the size indicated hereunder.</p> <p>The reserve fund of the Company is intended for covering of losses of the Company, bond retirement and buy-back of the shares of the Company in the event that other funds are unavailable.</p> <p>The reserve fund may not be used for any other purpose.</p> <p>5.3. The funds of the Company are managed by the Board of Directors of the Company.</p>	<p>created based on a resolution of the general meeting of shareholders, and to leave just the reserve fund, whose creation is provided for by the Federal Law “On joint stock companies”.</p> <p>In particular, it is proposed:</p> <ul style="list-style-type: none">- To remove Paragraph 2 of Item 5.1 as the creation of the reserve fund is provided for by the Federal Law “On joint stock companies” and hence is a right, not an obligation, of the Company;- To remove Item 5.3 that specifies the purpose of creating the accumulation fund;- To change the number of Item 5.4 in the current wording to Item 5.3 for the numbering continuity purposes. <p>In light of the said amendments, it is proposed to change the wording of Section 5 and introduce a corresponding amendment to the table of contents of the Charter.</p>
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