

# aim. perform achieve.

# **Investor Presentation**

December 2015

# Disclaimer



This presentation has been prepared by JSC Uralkali (the «Company»). By attending the meeting where the presentation is made, or by reading the presentation slides, you agree to the following limitations and notifications.

With respect to any information communicated by the Company, its agents or its representatives (including its directors, officers, employees, members, attorneys, advisors and any affiliates) to you or your agents or representatives (including any directors, officers, employees, members, attorneys, advisors and affiliates), directly or indirectly, whether in written, oral, visual, electronic or any other form, during or constituting the whole or part of this presentation or any presentation meeting or any conversation or discussion relating to or held in connection with this presentation, or any opinion expressed in respect of such information (the "Information"), such Information may not be reproduced, redistributed, passed on or otherwise disseminated to any other person, directly or indirectly, whether in written, oral, visual, electronic or any purpose.

The Information communicated does not constitute or form part of, and should not be construed as, an offer, solicitation or invitation to subscribe for, underwrite or otherwise acquire, any securities of the Company or any member of its group nor should it or any part of it form the basis of, or be relied on in connection with, any contract to purchase or subscribe for any securities of the Company or any member of its group, nor shall it or any part of it form the basis of or be relied on in connection with any contract or commitment whatsoever. Any person considering the purchase of any securities of the Company or any member of its group must inform himself or herself independently before taking any investment decision. The Information communicated has been provided to you solely for your information and background and is subject to amendment. Further, the Information communicated has been compiled on the basis of information from a number of sources and reflects prevailing conditions as of its date, which are subject to change. The medium through which the Information is communicated constitutes neither an advertisement nor a prospectus. The Information communicated has not been independently verified. The Information communicated is subject to verification and amendment without notice and the Company is not under any obligation to update or keep current the Information.

Accordingly, no representation or warranty, express or implied, is made or given by or on behalf of the Company or any of its directors, officers, employees, members, attorneys, advisors, affiliates or any other person as to the correctness, accuracy, currency, completeness, adequacy, usefulness, reliability, fairness or otherwise of the Information communicated, and any reliance you place on such Information will be at your sole risk. Neither the Company nor any of its directors, officers, employees, members, attorneys, advisors, affiliates or any other person accepts any liability whatsoever for any loss howsoever arising from any use of the Information communicated.

To the fullest extent permitted by applicable law, the Company shall not be liable for any compensatory, punitive, special, consequential or other damages, any loss of income or revenue, any loss of business, any loss of anticipated savings, any loss of goodwill, or any other losses, liabilities, expenses or costs of whatever nature arising from or attributable to your access to, or inability to access, or reliance on Information even if the Company has been advised of the possibility of such damages, losses, liabilities, expenses or costs.

Some of the Information may constitute projections or other forward-looking statements regarding future events or the future financial performance of the Company. These statements involve numerous assumptions regarding the present and future strategies of the Company and the environment in which it operates and will operate in the future and involve a number of known and unknown risks and other factors that could cause the Company's or its industry's actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by such forward-looking statements. Accordingly, the Company provides no assurance whatsoever that its or its industry's actual results, levels of activity, performance or achievements expressed or implied by such forward-looking statements. Accordingly, the Company provides no assurance whatsoever that its or its industry's actual results, levels of activity, performance or achievements expressed or implied by such forward looking statements. Neither the Company nor any of its directors, officers, employees, members, attorneys, advisors, affiliates or any other person intends or has any duty or obligation to supplement, amend, update or revise any of the forward-looking statements contained herein to reflect any change in the Company's expectations with regard thereto or any change in events, conditions or circumstances on which any such statements are based.

Multiple factors could cause the actual results to differ materially from those contained in any projections or forward-looking statements, including, among others, potential fluctuations in quarterly or other results, dependence on new product development, rapid technological and market change, acquisition strategy, manufacturing risks, volatility of stock price, financial risk management, future growth subject to risks of political instability, economic growth and natural disasters, wars and acts of terrorism.

## Contents



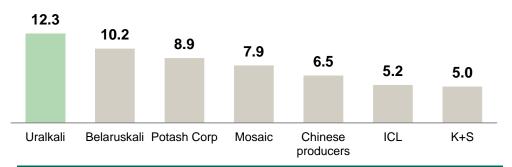
 1. Uralkali at a Glance	3
2. Potash Market and Sales Overview	6
3. Financial Highlights	14
4. Tender Offer	21
5. Appendices	28

# **Company at a Glance**



#### Major world potash producers<sup>1</sup>

Sales volume in 2014, mt

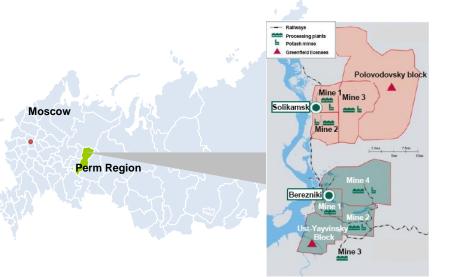


#### Kev Metrics<sup>2</sup>

Rey Methos-				
	<b>2011</b> <sup>1</sup>	2012	2013	2014
Total Sales, KCI mt	8.6	9.4	9.9	12.3
Exports Volume, KCI mt	7.0	7.3	8.0	10.4
Net Revenue <sup>3</sup> , US\$ m	2,968	3,343	2,665	2,785
EBITDA <sup>4</sup> , US\$ m	2,097	2,375	1,634	1,784
EBITDA Margin⁵	71%	71%	61%	64%
Total Debt <sup>6</sup> , US\$ m	3,282	3,926	5,046	5,630
Net Debt <sup>7</sup> , US\$ m	2,264	2,257	4,113	3,175
Net Debt / LTM EBITDA	0.90x	0.95x	2.52x	1.78x

Source: Uralkali's audited consolidated financial statements as of FY11, FY12, FY13 and FY14 SRK Consulting, Uralkali data, Companies financial reports and presentations, Fertecon

#### **Production Assets**

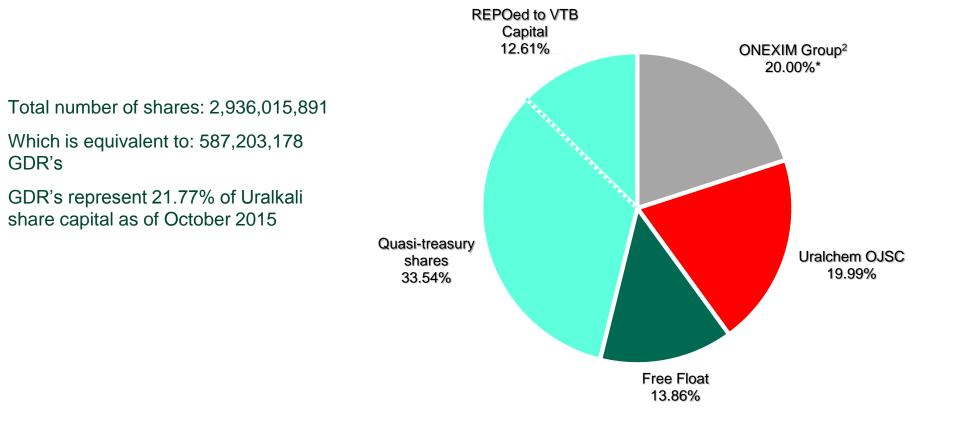


- 5 potash mines<sup>8</sup>
- 6 potash producing plants+1 carnallite plant
- 3 greenfield licenses

1. Sales volume for 2014 provided according to preliminary estimates. 2. Silvinit Group financial results are consolidated since May 17, 2011. 3. Net Revenue represents Revenue net of freight, railway tariff and transshipment costs; 4. EBITDA is calculated as Operating Profit plus depreciation and amortization and does not include one-off expenses; 5. EBITDA margin is calculated as EBITDA divided by Net Revenue; 6. Calculated as bank loans and eurobonds; 7. Net debt is calculated as Debt adjusted for cash and cash equivalents and non-current and current restricted cash . 8. Following the accident on 18 November 2014, to ensure industrial safety, industrial ore mining at Solikamsk-2 mine was suspended.

## Shareholder structure<sup>1</sup>





4

1.

2.

٠

٠

٠

# Performance Update 1H 2015



1H15 vs. 1H14 performance				Strategic priorities		
<ul> <li>EBITDA rose by 22% YoY to \$933 mln in 1H15</li> <li>EBITDA margin<sup>1</sup> expanded to 71% vs. 58% in 1H14 due to further RUB depreciation and average export potash price growth</li> <li>Cash cost reduction to \$33/t (-35% YoY) due to ruble devaluation</li> <li>Export potash price for the period averaged \$242 (+10% YoY)</li> <li>YoY price increase was mainly attributable to historically record demand in 2014</li> <li>Potash sales down to 5 602 kt (-7% YoY)</li> <li>Decrease in sales triggered by lowering production volumes on the back of Solikamsk-2 accident and softening of the key markets</li> </ul>		Financial and operational	<ul> <li>Sales <ul> <li>Keeping and developing strategic partnerships</li> <li>Targeting sustainable market share in line with historic averages</li> <li>Maximizing revenue</li> </ul> </li> <li>Profitability <ul> <li>Constant margin improvement via cost control and deliberate pricing strategy</li> </ul> </li> <li>Debt <ul> <li>The Company expects to maintain a sustainable level of financial leverage</li> </ul> </li> </ul>			
US\$ million Sales volume, thousand tonnes - Export sales	1H 2015 5 602 4 587	6 053 5 075	Δ (451) (488)	% (7%) (10%)		<ul> <li>Approval of the principal terms of programme to purchase Uralkali's common shares and GDRs in the form of a Tender Offer</li> <li>US\$3.2 per Common Share, US\$16.0 per GDR</li> <li>Up to US\$1.32bn representing up to 14% of Uralkali</li> </ul>
- Domestic sales Production volume, thousand tonnes Average export potash price, FCA (US\$/tonne)	1 015 5 673 242	978 6 045 220	37 (372) 22	4% (6%) 10%	Board of Directors' decisions	share capital, will commence on August 25, 2015 and will expire at on September 25, 2015, unless extended Approval of amendments to the Global Depositary Receipts Deposit Agreement
Revenue Net revenue <sup>2</sup> EBITDA <sup>3</sup>	1 562 1 309 933	1 726 1 316 767	(164) (7)	(9%) (1%) 22%	decisions	<ul> <li>Removal of the obligation of the Company to use its reasonable efforts to list the GDRs on another EEA Regulated Market</li> </ul>
EBITDA <sup>-</sup> EBITDA margin <sup>1</sup> , % Net profit	933 71% 556	58% 370	166 13 pts 186	22% 22% 50%		<ul> <li>Amendment to the Deposit Agreement to reduce the notice period for the termination of the GDR program from 90 days to 30 days</li> <li>Termination of Rule 144A GDR programme</li> </ul>

Net Revenue represents Revenue net of freight, railway tariff and transshipment costs

3. EBITDA is calculated as Operating Profit plus depreciation and amortization

5

1.

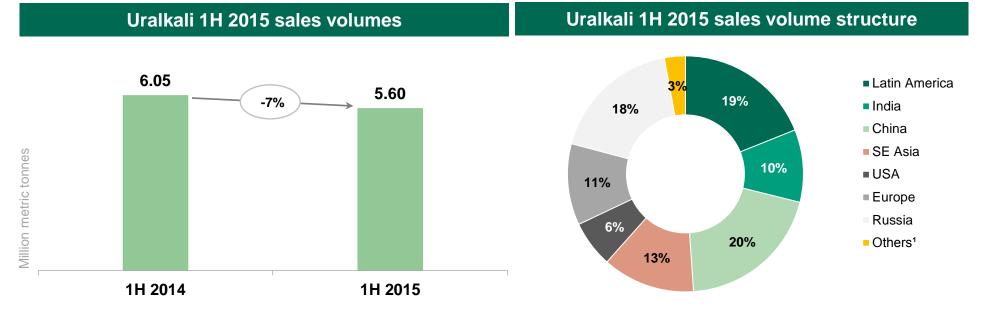
2.



	1. Uralkali at a Glance	3
	2. Potash Market and Sales Overview	6
	3. Financial Highlights	14
A A	4. Tender Offer	21
Carlos Alle	5. Appendices	28

# 1H 2015 Uralkali Sales Overview





- Customer caution across the global potash market amid a difficult agriculture dynamic resulted in a slowdown in new orders in 1H 2015
- The Company experienced a reduction of approximately 7% in potash sales in 1H 2015 due to lower buying activity and partial loss of production from Solikamsk-2 mine

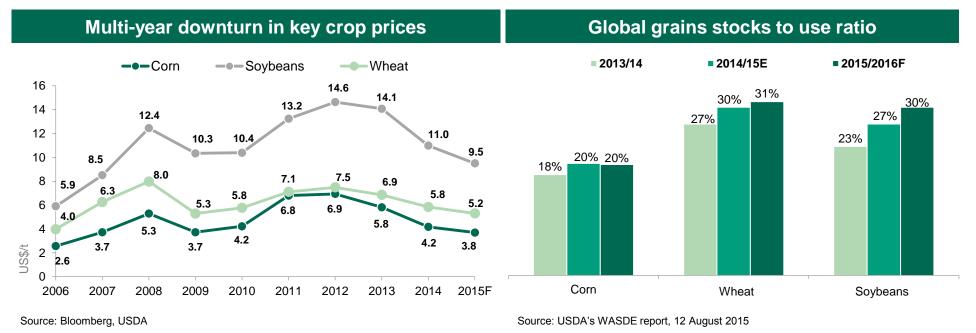
1H 2015 Uralkali's shipments were adversely affected by the challenging potash market environment and partial loss of production

#### 1. Africa, Middle East, FSU

Source: Uralkali

# Grain Price Environment Negatively Impacts Potash Demand





- Major agriculture commodity prices as well as farmers' margins have deteriorated due to US\$ strength and increased supply of major crops
- Lower crop prices which hit 5-year lows do not encourage farmers to increase applications rates
- Biofuel has been hit by competitive pressure from much cheaper oil
- In the absence of adverse weather over the coming months, ample supplies for major crops will keep downward pressure on prices

Weak grain prices have been impacting farmer purchasing decisions in 2015

# **Competitive Environment**

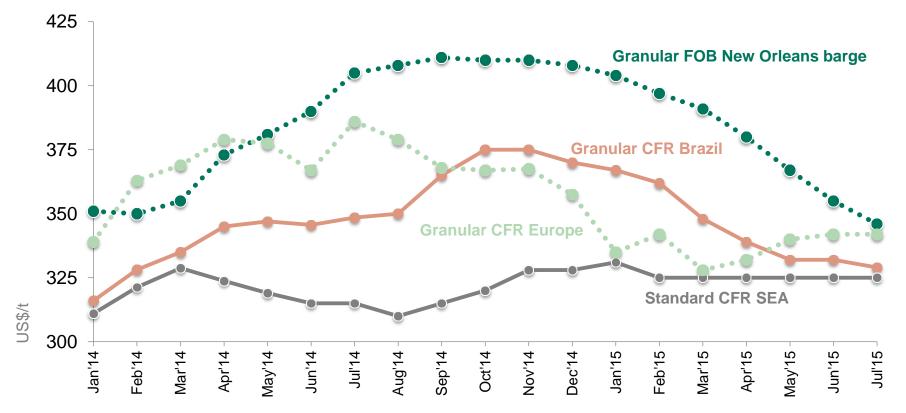


- Potash suppliers have become more aggressive in placing more volumes, especially with lower global consumption expected in 2015
- Brazil has become a focus due to lower demand and progressive consolidation of distribution level following a number of purchases
- Significant correction of prices in the US market, driven by oversupply due to the entrance of new players. After commissioning of new greenfield mine, the US market is likely to be under more pressure
- Some suppliers start loading substantial volumes to China and India before signing new contracts
- High volatility in global commodity markets

Potash market has become much more competitive with producers trying to place more volumes

# Benchmark Potash Spot Prices Down In January – July 2015





- Potash pricing trended negatively throughout 1H 2015 in major spot markets. Freight rates, which have seen significant drops y-o-y, have partially compensated negative effect on potash industry netbacks
- Higher freight rates in 2H 2015 may affect industry netbacks amid price weakness in Q3-Q4 2015

Destocking, strong competition, and local currency weakness against US dollar have been keeping downward pressure on prices

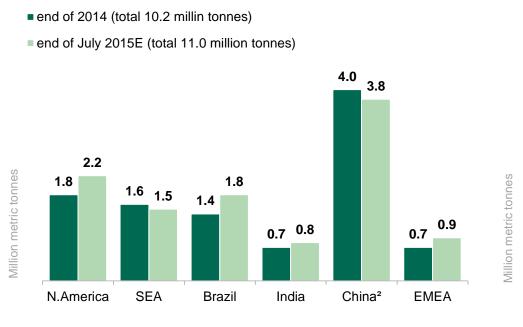
# **Potash Demand Outlook**



2015E

### Global potash inventories<sup>1</sup>

2015F global potash demand



Source: Uralkali estimates

Source: IFA, Uralkali estimates

Potash demand is expected to lower to 58 million tonnes in 2015, given inventory draw down post a solid buildup, lower y-o-y crop prices and currency headwinds

1. Inventories don't include domestic potash producers' stocks, excl. China 2. Including domestic producers' stocks

Source: Uralkali's estimates

# **Potash Markets Update**



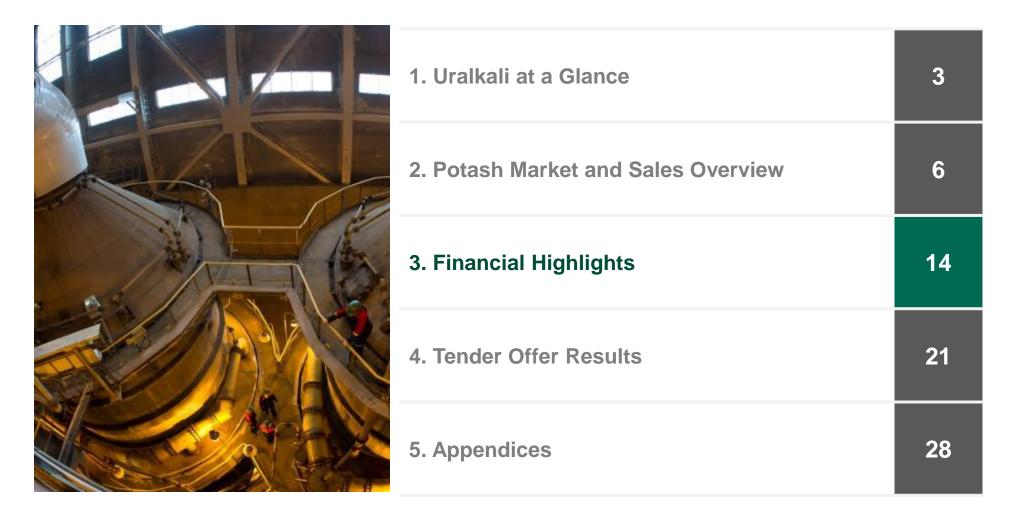
Latin America	<ul> <li>The market remains under pressure, as a combination of low credit availability in Brazil, low crop prices, currency volatility against US\$ and inventory destocking continue to restrain demand</li> <li>Along with lower demand, strong competition in Brazil has been causing a drop in potash prices</li> <li>Potash demand in the region is expected to fall to 9.8-10.0 million metric tonnes compared to 11.8 million metric tonnes in 2014</li> </ul>
North America	<ul> <li>The US market sees little activity, as prompt buying interest remains muted and summer fill programs continue</li> <li>Potash prices are estimated to be under significant pressure due to additional product from new suppliers</li> <li>N. American potash demand is estimated to decline by 14-16% y-o -y this year totaling 8.6-8.7 million metric tonnes</li> </ul>
EMEA	<ul> <li>Potash activity remains slow in Europe</li> <li>EMEA demand is expected to decline to 11.0-11.1 million metric tonnes in 2015 compared to 12.3 million metric tonnes in the previous year. Most of the drop can be attributed to softer demand in Europe</li> <li>FSU, African markets are expected to demonstrate a slightly increase in potash demand this year</li> </ul>
China	<ul> <li>Producers continue to deliver volumes against 2015 contract</li> <li>Chinese fertilizer VAT introduction along with Yuan depreciation may negatively impact import volumes</li> </ul>
India	<ul> <li>Vessels continue to arrive in India. 2.3 million tonnes of potash had been imported to India in Jan-Jul 2015, up 9% y-o-y</li> <li>The depreciation of Indian rupee against the US dollar, subsidy issue, and the monsoon deficit may affect importers and may influence the full-year potash import figure</li> <li>Second half of 2015 may have more challenges than expected</li> </ul>
SEA	<ul> <li>Southeast Asia is out of buying season with limited activity. Demand is expected to return by late September/October</li> <li>Potash prices have weakened, owing to local currency weakness, low palm oil prices, and competitive pricing from suppliers</li> <li>The upside to potash demand in the region is limited due to local currency weakness, low palm oil prices</li> <li>The region is expected to import 9.5-9.6 million metric tonnes this year vs. 10.2 million metric tonnes in the previous year</li> </ul>

# **Potash Market Highlights**



- Challenging potash fundamentals and destocking have slowed y-o-y global potash demand growth in 1H 2015
- The upside to potash demand in Q3-Q4 2015 is limited due to crop price environment and macroeconomic issues in some markets
- The Company expects global potash demand to be down in 2015 with a forecast of 58 million tonnes from 63 million tonnes in 2014, reflecting industry destocking and lower grain price environment
- Potash market remains very competitive with producers trying to place more volumes
- The combination of large supply and potash demand weakness is putting the market into imbalance and is likely to result in lower operating rates in 2015

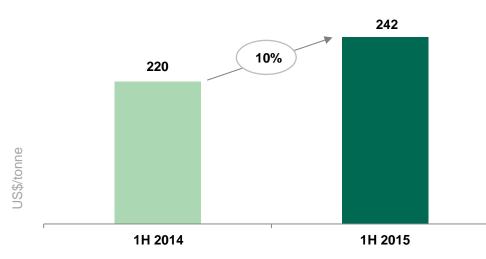




# **1H 2015 Revenue Analysis**

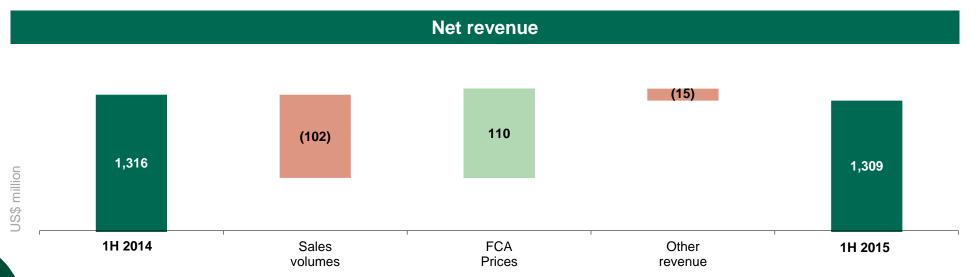


### Average export potash price, FCA



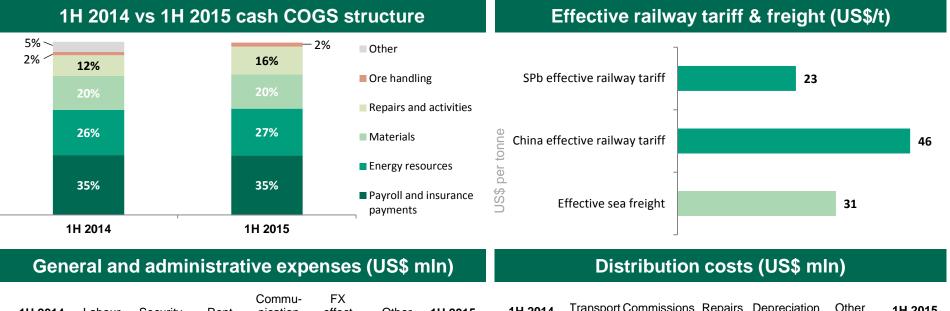
### Comments

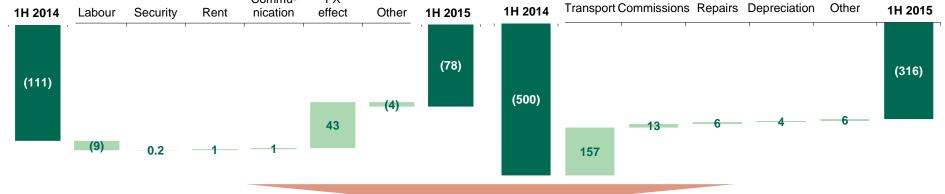
- Decrease in sales volumes to 5.6 million tonnes was triggered by lower production volumes on the back of Solikamsk-2 accident and decreasing buying activity
- Gross revenue decrease by 9% in 1H 2015 on the back of production slow down was offset by significant freight tariffs shrinkage (by 38% Y-o-Y), resulting in almost flat Net revenue Y-o-Y dynamics
- As a consequence, extraordinary rebound in demand in 2014 along with further RUB depreciation largely offset the effect of lowering production volumes



# **Cost Structure Analysis**



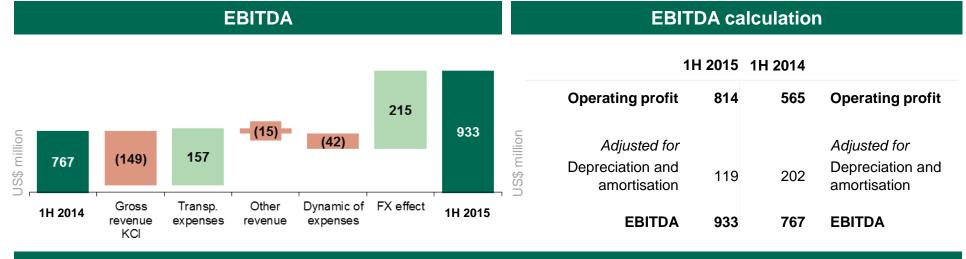




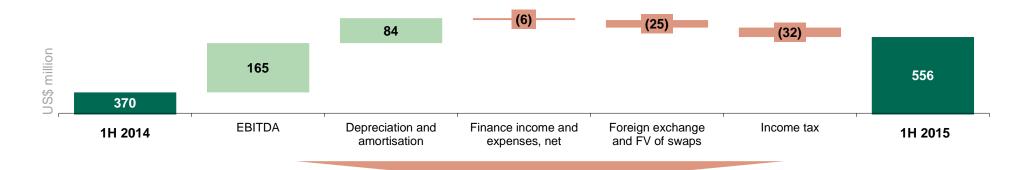
Favorable impact of ruble depreciation on cost structure provided support in 1H 2015 to Uralkali's continued focus on efficiency and global cost leadership

# **EBITDA and Net Profit Analysis**





Net profit



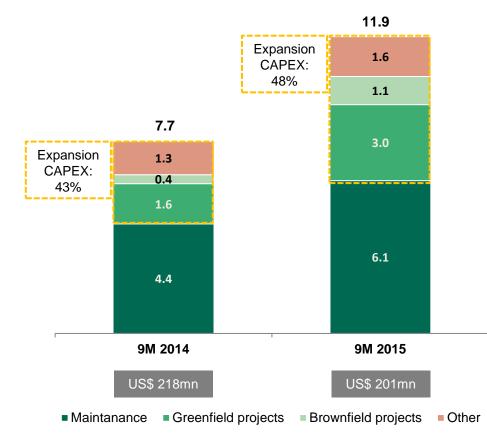
Impact of ruble depreciation along with average export potash price growth resulted in Uralkali posting a net profit of US\$556 milion

# CAPEX



### CAPEX<sup>1</sup> overview

**RUB** billion



### Comments

#### Uralkali is targeting to invest US\$ 377mn (RUB 23.2bn) in FY15E

#### Maintenance CAPEX is expected to reach US\$ 170mn:

- C. 80% of CAPEX is denominated in RUB, which given RUB devaluation decreases our investment spending in US dollar terms
- It is planned to invest US\$ 71mn in 4<sup>th</sup> quarter including payments for mining equipment and conveyors to be delivered in the beginning of 2016

#### Expansion CAPEX is expected to reach US\$ 207mn:

Half the sum was invested in 1-3<sup>rd</sup> quarters, the remainder is expected to be spent up until the end of the year on the following projects:

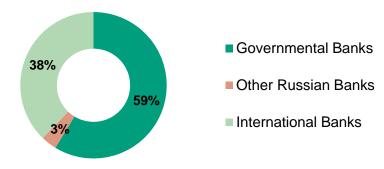
- Increasing load (US\$ 5mn) completion of assembling thickeners and pumps delivery
- Solikamsk-3 expansion (US\$ 10mn) design documentation approval, prepayment for the two surface buildings after signing the contract
- Ust-Yaiva (US\$ 20mn) payments for the shafts and objects of the surface complex in accordance with the contracts
- New mine Solikamsk-2 (US\$ 25mn) prepayments for the shafts and electricity facilities
- Polovodovo (US\$ 10mn) acceptance of design documentation for shafts, underground and enrichment complexes
- Granulation (US\$ 20mn) payments for equipment and metal frames delivery for a new shop in Solikamsk-3
- Additional railcars delivery (US\$ 15mn)

### Operating cash flow enabled the Company to finance its CAPEX programme

# **Debt Maturity**<sup>1</sup>



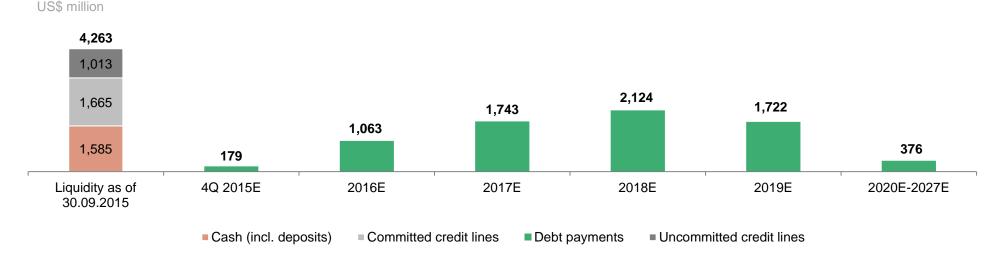
# Balanced loan portfolio



### Loan portfolio overview

- c.100% of debt exposure in US Dollars
- 70% unsecured loans, 19% PXF, 11% REPO
- 10% fix rate, 90% floating rate
- 8% of debt is public (eurobonds)
- Effective interest rate on loan portfolio was around 4%
- Debt portfolio is diversified across instruments, products and sources
- Availability of a committed, non-revolving credit line from Sberbank in the amount of US\$ 1.5 bn

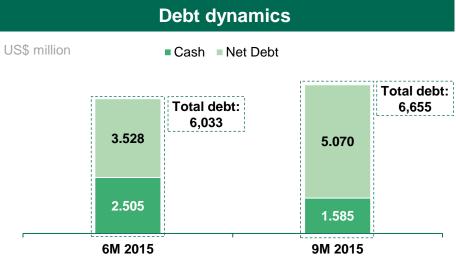
### Debt maturities schedule (as of 30 September 2015)



US\$ denominated credit portfolio represents a natural hedge of export revenue; effective interest rate 4%

# **Credit Ratings and Debt Structure**





### Financial leverage update

US\$ million	30 September 2015
Total debt (bank loans & eurobonds)	6,655
Cash <sup>1</sup>	1,585
Net debt	5,070
Net Debt/LTM EBITDA <sup>2</sup>	2.6x

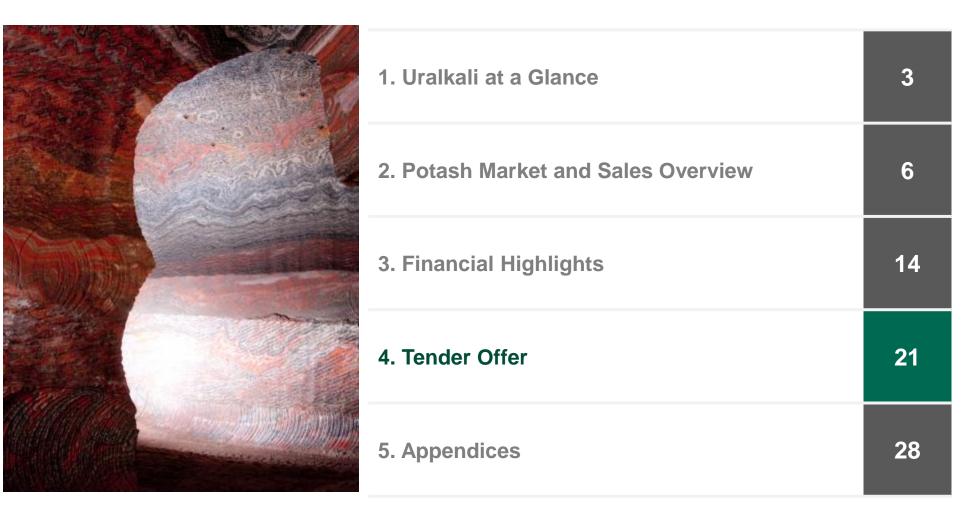
	Credit r	atings	
Agency	Credit Rating	Outlook	Last Update
Moody's	Ba2	Stable	October 2015
S T A N D A R D & P O O R'S	BB-	Stable	December 2015
<b>Fitch</b> Ratings	BB-	Stable	September 2015

### Balanced portfolio and stable leverage metrics

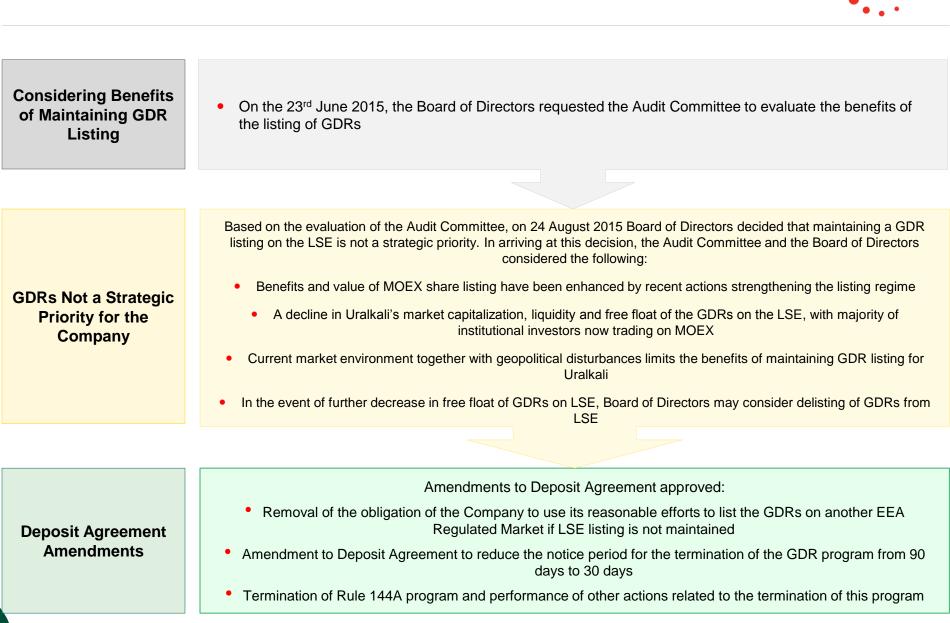
1. Including deposits maturing 30 Dec 2015

2. LTM EBITDA is calculated as 6M 2015 EBITDA plus last 6M 2014 EBITDA; above calculations should not be considered for covenants purposes





# **Decisions Taken by Board of Directors**



# **Decisions Taken by Board of Directors (continued)**



Transaction Rationale	<ul> <li>Existing cash balance. Uralkali had a cash balance of US\$2.5 billion as at June 30, 2015; its leverage remained at a reasonably moderate level of 1.8 x Net Debt / LTM EBITDA</li> <li>Lack of new immediate investment opportunities, whether in the form of large investment in new projects or M&amp;A opportunities and limitations on the amount of dividends that can be paid by Company, including due to Uralkali preference to accumulate retained earnings under RAS<sup>1</sup>. The Company remains committed to its current capex programme and does not need to keep excess cash resources at the current time</li> <li>Weak external environment. Russian equity markets have been severely hampered by geopolitical uncertainties and an unfavorable environment since early 2014, which has had an effect on the price of the Common Shares and GDRs</li> </ul>
	<ul> <li>The Board of Directors has approved the terms of the program to purchase Uralkali's common shares and GDRs in the form of a Tender Offer:</li> <li>Common share Purchase Price – US\$3.2 per common share<sup>2</sup>, implies 10.8%, 16.8% and 14.0% premium to closing market price on 21 August, 2015, 3-mo VWAP and 6-mo VWAP respectively as of 21 August,</li> </ul>
Tender Offer	2015 o GDR Purchase Price – US\$16.0, implies 10.0%, 15.3% and 13.0% premium to closing market price on 21 August, 2015, 3-mo VWAP and 6-mo VWAP respectively as of 21 August, 2015
	<ul> <li>Quantum – up to US\$1.32bn in form of GDRs and ordinary shares, representing up to 14% of total share capital</li> </ul>
	<ul> <li>Tender Offer will commence on August 25, 2015 and will expire at on September 25, 2015, unless extended</li> </ul>
1. US \$1.5bn as of 1H'2015 (RL	IB 102.1bn per 1H'2015 RAS accounts at 66.9608 RUB/USD rate of CBR as of August 21, 2015), which the Company intends to build over time in order

 US \$1.5bn as of 1H'2015 (RUB 102.1bn per 1H'2015 RAS accounts at 66.9608 RUB/USD rate of CBR as of August 21, 2015), which the Company intends to build over time in ord to be in a position to cancel the treasury shares

# **MOEX Infrastructure Meets International Standards**

. • • •
URALKALI
•••

	Major Infrastructure Features	MOEX	Status
		2007 (IPO)	2015 (Now)
Central Securities Depository (CSD)	<ul> <li>Launch of the CSD removed the key barrier for trading in Russian ordinary shares for foreign investors</li> </ul>	×	$\checkmark$
Central Counterparty (CCP)	<ul> <li>National Clearing Centre (NCC) acts as CCP on all Moscow Exchange markets</li> <li>Capitalization of NCC is in line with the capitalization of clearing house in the UK (e.g. LCH.Clearnet)</li> </ul>	*	✓
Euroclear and Clearstream access	<ul> <li>Euroclear and Clearstream provide settlement services for Russian sovereign bonds, corporate bonds and equities</li> </ul>	×	$\checkmark$
T+2 Settlement Cycle	Equities in T+2 settlement cycle meeting international standards	×	$\checkmark$
Direct market access (DMA)	<ul> <li>Six global banks (Citi, CS, BAML, MS, UBS, DB) and the majority of local banks (VTB, Sberbank, Otkritie, RenCap etc.) have launched DMA services on Moscow Exchange securities market</li> </ul>	×	~

Breakthrough regulatory and infrastructure innovations have been implemented on the Russian securities market since Uralkali's IPO in 2007. Currently the Moscow Exchange meets international standards

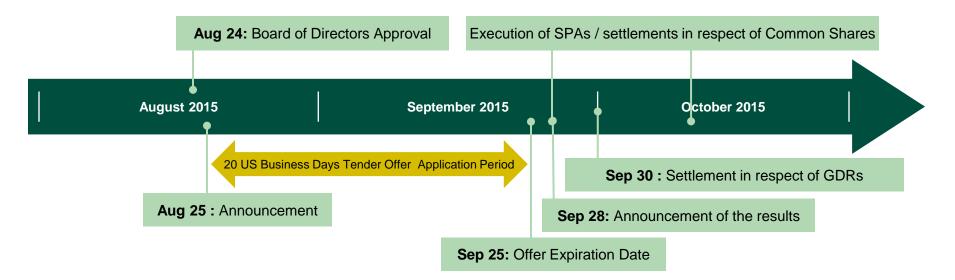
# **Key Transaction Terms**



Key Terms	Description
Offer size	• Tender Offer to all shareholders (and GDR holders) to tender Common Shares and / or GDRs of total value up to US\$1.32bn
Acquiring party	<ul> <li>Enterpro Services Limited - a 100% indirectly owned subsidiary of Uralkali ("SPV")</li> <li>Information regarding Tender Offer available on a designated transaction website <u>www.enterpro-buyback.com</u></li> </ul>
Corporate Approvals	<ul> <li>Company's BoD approval (key parameters of the Tender Offer, maintaining a GDR listing is not a strategic priority of the Company, termination of Rule 144A GDR program etc.)</li> <li>The company to amend the deposit agreement to remove the undertaking of reasonable effort to maintain GDR listing from the Deposit Agreement</li> <li>Any decision to delist the GDRs would be taken post offer completion subject to further considerations, including a lower free-float</li> </ul>
Financing	Repo transaction for up to 20% of common shares and GDRs in order to partially finance the Tender Offer
Offer price	<ul> <li>US\$16.0 for GDR or equivalent number of shares (1 GDR = 5 ordinary shares)</li> <li>Payment in US\$ for GDR's and in RUB for shares at CBR exchange rate at offer results announcement</li> </ul>
Pro-ration	<ul> <li>If more than the Maximum Number of Securities are validly tendered pursuant to this Tender Offer (including if the Maximum Number of Securities is reduced), the tendered securities will be purchased on a pro rata basis according to the number of Common Shares and GDRs validly tendered by the tendering securityholders</li> <li>Enterpro will purchase without pro-ration all validly tendered Odd Lots, representing either 100 or fewer Common Shares or 20 or fewer GDRs tendered by a single securityholder; Common Shares and GDRs are not aggregated for the purpose of calculating Odd Lots.</li> </ul>
GDRs Delisting	<ul> <li>GDR listing is not considered a strategic priority; GDR delisting may be considered following completion of the tender offer and in any event may be required if GDR free-float is less than 25% of GDRs outstanding (unless UKLA accepts smaller float)</li> </ul>
Tendered shares cancelation	<ul> <li>Company's ultimate intention remains to cancel existing and new treasury shares, although it cannot occur for some time after the Tender Offer, as outlined in the previous tender offer</li> </ul>



Tender Offer Timeline		
Dates	Key Events	
Aug 25 – Sep 25, 2015	Tender Offer period	
Sep 25, 2015	Tender Offer Expiration Date	
Sep 28, 2015	Announcement of Tender Offer results	
by Sep 30, 2015	Settlement in respect of GDRs	
Sep 28 – Oct 16, 2015	Execution of SPAs and settlements in respect of Common Shares	



### Contacts



### For more information please contact:

### With respect to Tender Offer

D.F. King Ltd, an Orient Capital company, partner of D.F. King & Co, Inc.

> **Tel:** +1 800 260 1607 (US toll free) 8 800 100 6461 (Russia toll free) +44 207 920 9700 (UK)

Email: Uralkali@dfkingltd.com

### With respect to Common Shares

Computershare CJSC

Tel: +7 (495) 926-81-60 x3233, x3222, x3229

### With respect to GDRs

The Bank of New York Mellon

E-mail: drglobaltransactions@bnymellon.com

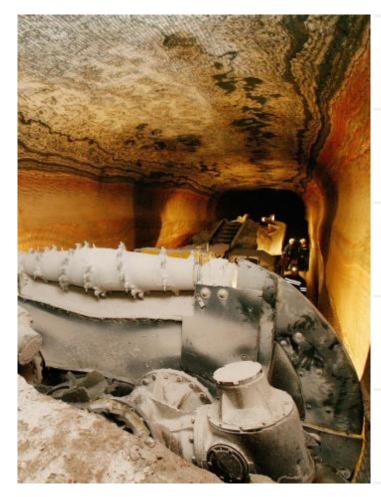
### **Uralkali Investor Relations Department**

Tel: +7 (495) 730-2371

E-mail: ir@msc.uralkali.com

## **Appendices**





### **Operating Overview**

**Operating Process** 

**Potash Market Fundamentals** 

**Uralkali Board Structure** 

### IFRS Statements for the year ended 31 December 2014

# **Uralkali Business Model**



#### Production



#### Asset base

- o 5 potash mines
- 6 potash processing plants
- o 1 carnallite plant
- 3 greenfield licences

### • Products

- o standard white and pink potash
- o granular potash

### Logistics



### Global reach to markets

- One of the largest specialised railcar fleets in Russia – over 8,000 specialized railcars
- Baltic Bulk Terminal (BBT) with a capacity of 6.2 million tonnes p.a.
- Shortest transportation route from mines to port
- Warehouses with storage capacity of 640,000 tonnes

### Sales



- Global scale of the business:
  - Sales geography over 60 countries
  - Major markets Brazil, India, China, Southeast Asia, Russia, USA and Europe
  - Sales offices in all key regions: Beijing, Chicago, Moscow, New-Deli, Panama, San-Paolo, Singapore

Control over entire value chain - from reserve base to end customer

# **Uralkali Operations Overview**



### Existing Assets - 5 MINES, 6 POTASH PLANTS, 3 GREENFIELD PROJECTS (Ust-Yayva, Polovodovo and Romanovo)

dock



#### Berezniki-2

- · Potash plant and mine
- · Granular and standard potash
- Reserves: 99.9 m tonnes of ore



### Berezniki-3

- · Potash plant
- · Granular, standard potash



#### Berezniki-4

- · Potash plant and mine
- · Standard potash
- Reserves: 336.2 m tonnes of ore



### **Ust-Yayvinsky Field**

- Reserves: 137.3 m tonnes of ore

Perm region







### Solikamsk-1

- Carnallite plant
- · Potash plant and mine
- Standard potash
- · Reserves: 91.9 m tonnes of ore



Solikamsk-2

- · Potash plant and mine
- · Granular and standard potash
- Reserves: 223.4 m tonnes of ore



### Solikamsk-3

- Potash plant and mine •
- Standard potash
- Reserves: 259.8 m tonnes of ore

### **Romanovsky Field**

· Preliminary estimated reserves: 385 m tonnes of ore



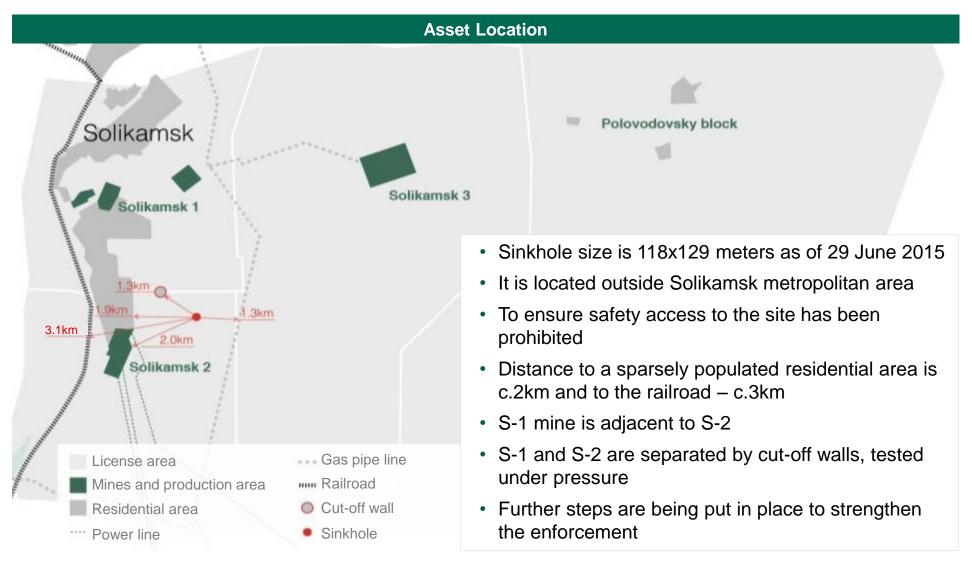
**Polovodovsky Field** 

· Resources: 2.2 bn tonnes of ore

2. The Mineral Resources presented are inclusive of those Mineral Resources converted to Ore Reserves

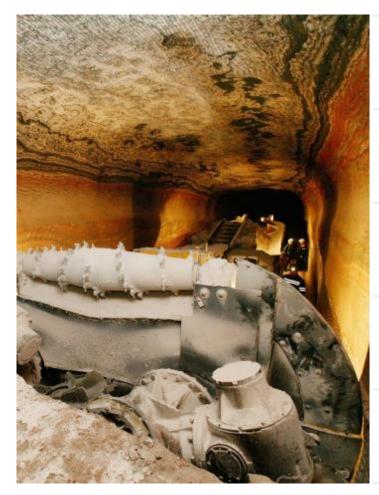
# **Update on Solikamsk-2 Accident**





## **Appendices**





**Operating Overview** 

### **Operating Process**

**Potash Market Fundamentals** 

**Uralkali Board Structure** 

### IFRS Statements for the year ended 31 December 2014

# **Production Flow**



#### 1. Mining

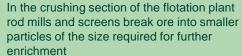
**3. Chemical Enrichment** 



- One extraction takes place underground at an approximate depth of **400 metres**
- Specialized mining combines drill for potash underground, then the extracted one is moved by conveyor belts to the shafts and lifted to the surface



#### 2.Crushing



#### 4. Flotation



- The **Halurgic method** is based on the varying joint solubility of KCI and NaCI in water at different temperatures
- KCI crystallises out of saturated solution when it cools down
- Produce potash fertilisers which contain up to 98% of the useful component0

#### Standard Product



### White Potash (MOP)

Applied directly to the soil for producing compound NPK fertilisers, and for other industrial needs Uralkali supply this mainly to China, Russia and Europe



Pink Potash (MOP)
Applied directly to the soil
Produced through the flotation method
Uralkali supply this primarily to India and Southeast Asia



- Partly purified potash ore is placed in the flotation machine, bubbles stick to potassium chloride particles and push them to the mixture surface for subsequent separation
- Produce potash fertilisers for agriculture which contain up to 96% of the useful component

#### Compacting

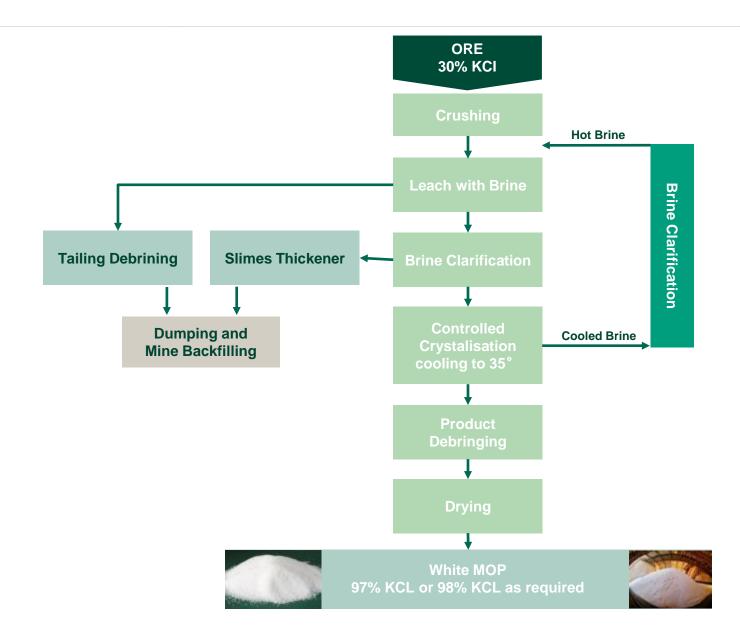
#### **Granular potash**

- Premium product bought mainly in countries using advanced soil fertilisation methods
- Uralkali export granular principally to Brazil, the USA and China, where it is applied directly to the soil or blended with nitrogen and phosphate fertilisers

### 33

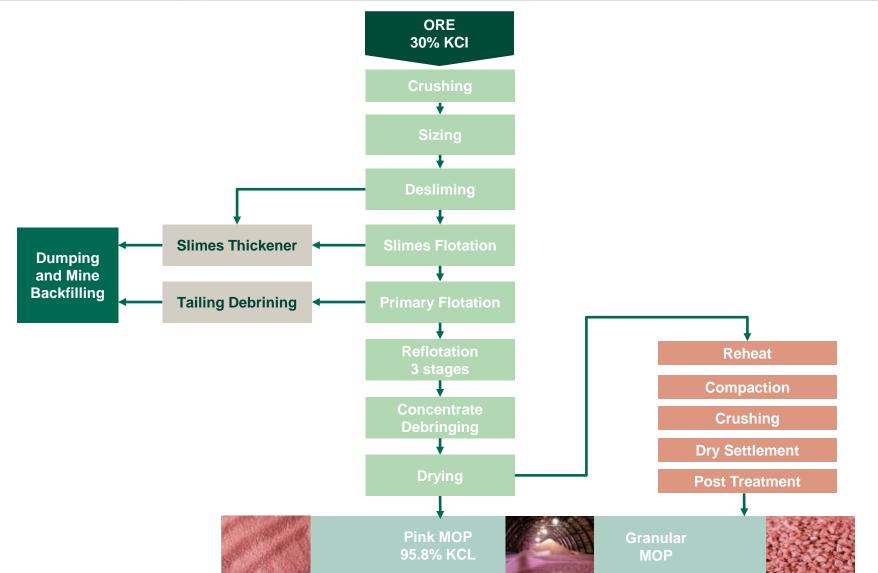
# **Chemical Enrichment**



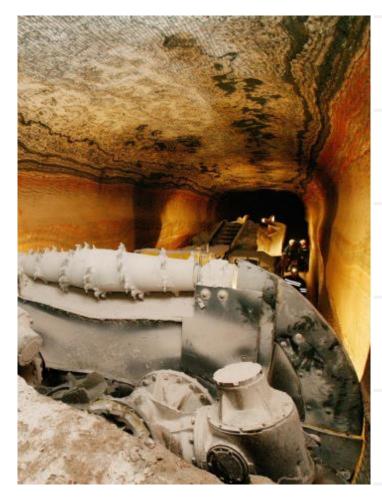


# **Flotation**









**Operating Overview** 

**Operating Process** 

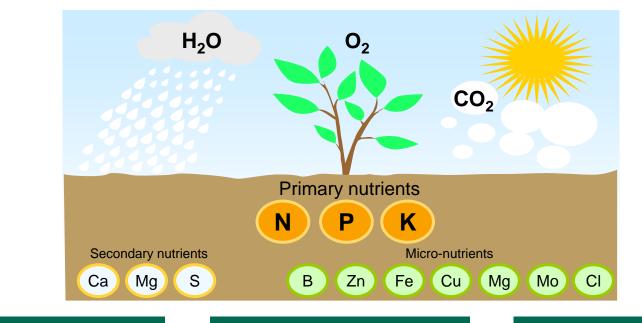
#### **Potash Market Fundamentals**

**Uralkali Board Structure** 

IFRS Statements for the year ended 31 December 2014

### **Potassium: One of the Three Primary Nutrients**





#### Nitrogen (N)

- Promotes protein formation
- Determines plant's growth, vigour, colour and yield

#### Phosphate (P)

- Plays a key role in adequate root development and photosynthesis process
- Helps plant resist drought

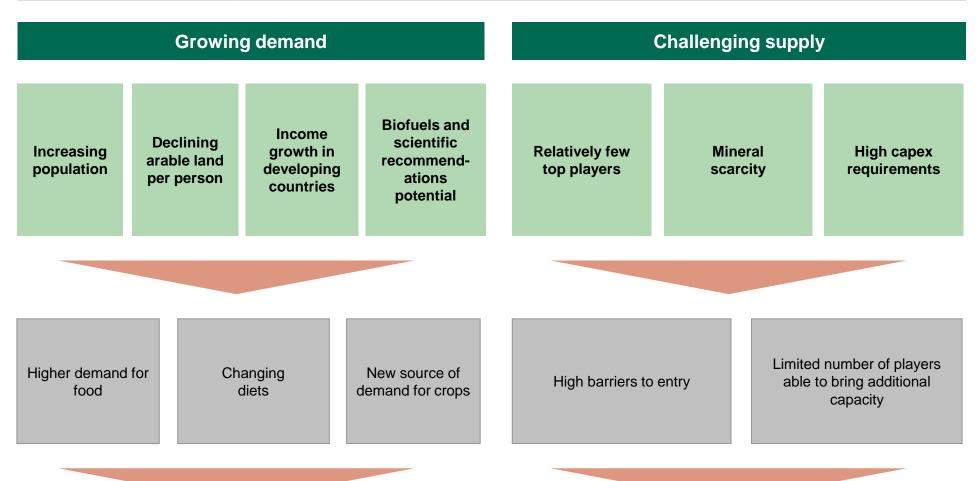
#### Potash (K)

Improves plant durability and resistance to drought, disease, weeds, parasites and cold weather

Each nutrient plays its own role, but <u>only together</u> they ensure a balanced nourishment and cannot replace each other

## **Strong Industry Fundamentals**





#### Growing demand and high supply visibility make potash a unique industry

## Potash: Growth, Visibility, Stability



	Potash (K)	Phosphate (P)	Nitrogen (N)
Market size <sup>1</sup> (2013A Demand)	33.1m tonnes K <sub>2</sub> O (54.2m tonnes KCI) <sup>2</sup>	44.1m tonnes $(P_2O_5)$	139.2m tonnes (N)
Geographic availability	Very limited	Limited	Readily available
Industry members	Small number of leading players	Several leading players	Large number of players
Profitability	High	Low/Medium	Low/Medium
Estimated cost of greenfield Capacity <sup>3</sup>	US\$4.2bn for 2m tonnes (KCI)	US\$1.6bn for 1m tonnes (P <sub>2</sub> O <sub>5</sub> )	US\$1.7bn for 1m tonnes (NH3)
Estimated greenfield development time	min 7 years	~3-4 years	min 3 years

#### Potash represents the strongest investment story across the fertilizer industry

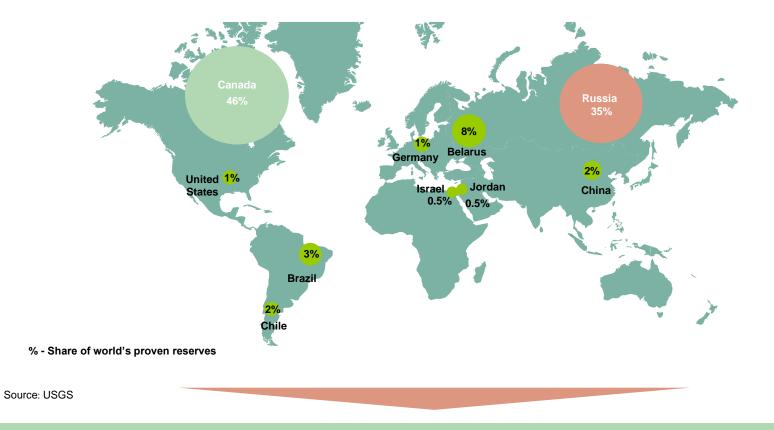
Source: Fertecon, IFA, PotashCorp

- 1. Including fertilizer consumption
- 2. 1t KCl contains 62% K2O (nutrient)
- 3. Excluding infrastructure

### **Mineral Scarcity**



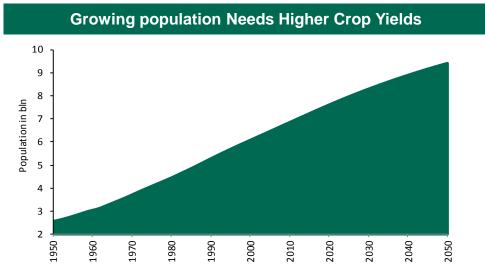
#### Proven reserves of potash are largely concentrated in Canada and Russia



Limited access to resources, few high quality large scale ore deposits

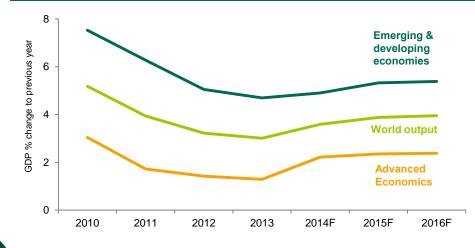
## **Higher Yields Required to Feed Rising Population**



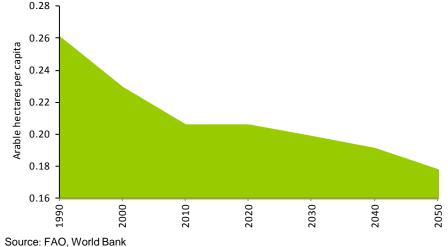


Source: Source: U.S. Census Bureau, International Data Base,

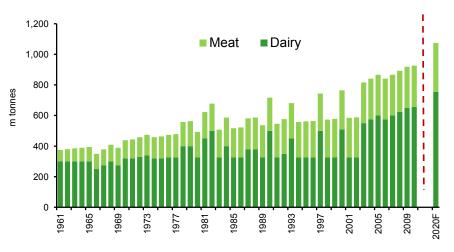
#### **Global Economic recovery set to continue**



Arable land per capita is shrinking



#### Food consumption is increasing



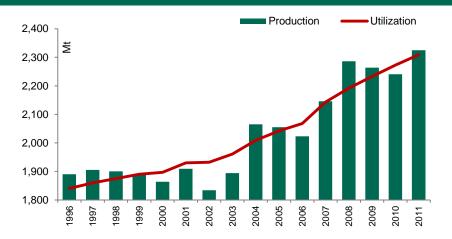
Source: IMF, World Economic Outlook projections

Source: FAO

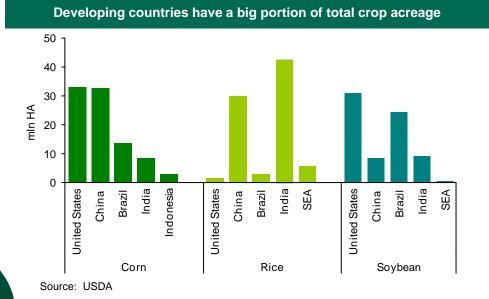
### **Changing Diets Drive Demand for Grain**



**World Cereal Production and Utilization** 



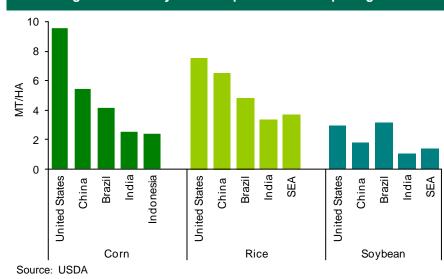
Source: FAO



Total Wheat Coarse Grains **X**Rice 35% X 30% × X X 25% X 20% 15% 10% 5% 0% 1997/98 1998/99 1999100 2001/02 2003104 2004/05 1995/96 1996/97 2000/01 2002103 2005106 2007/08 2008/09 2009/10 2010/11 2011/12 2006/07

World Cereal Stock-to-Use Ratio

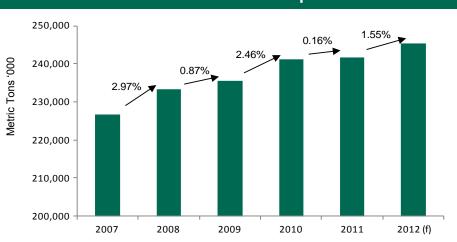
Source: IFA, FAO, USDA



#### ...though have lower yields compared to developed agricultures

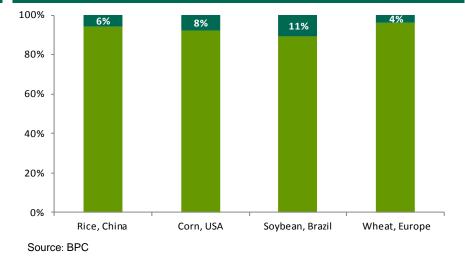
## Changing Diets Driven by Growing Income in Developing Countries



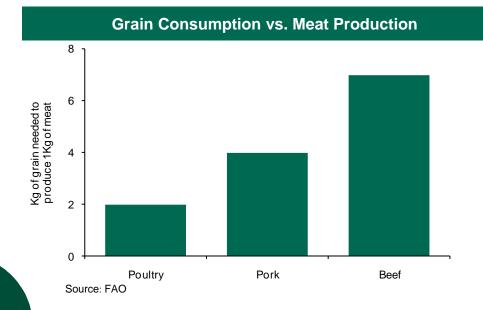


World Meat Consumption

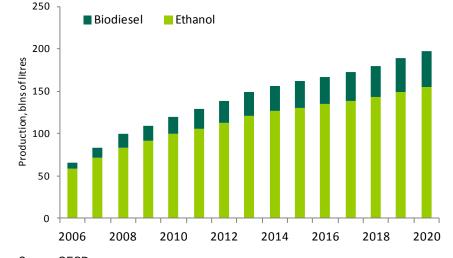
Share of Potash in Total Farmer's Costs (%)



Source: FAS

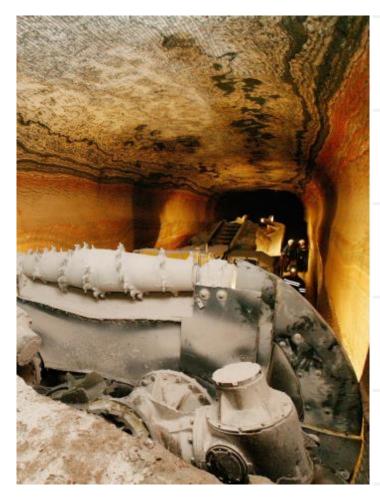


#### **Global Biofuel Production**



Source: OECD





**Operating Overview** 

**Operating Process** 

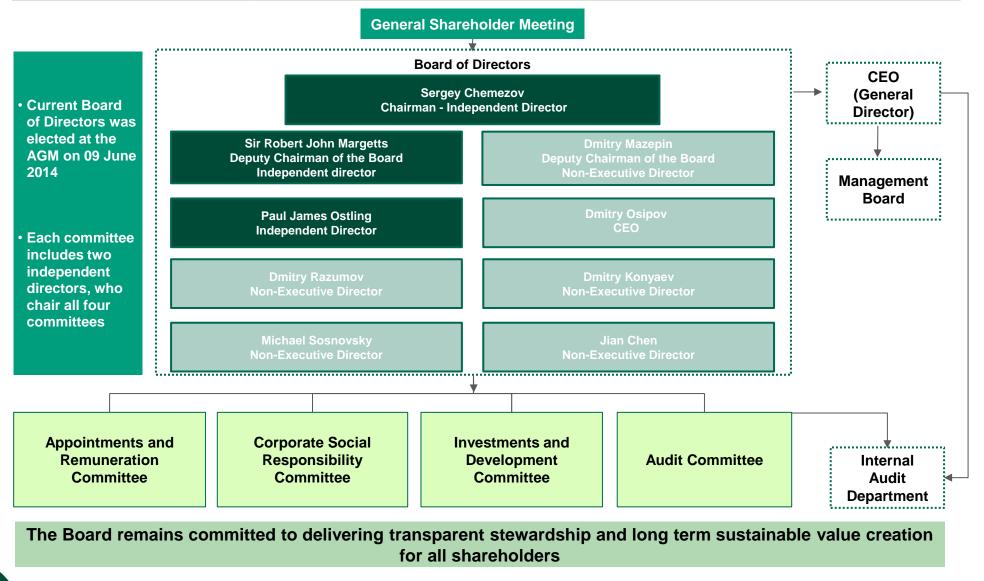
**Potash Market Fundamentals** 

#### **Uralkali Board Structure**

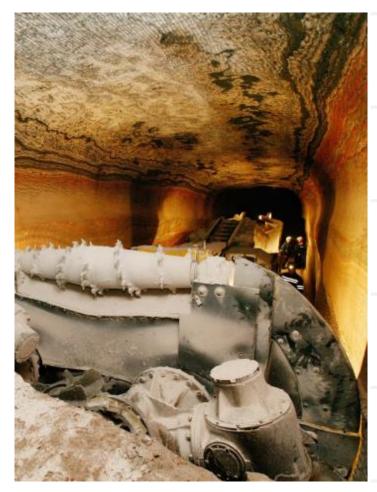
IFRS Statements for the year ended 31 December 2014

### **Uralkali Board Structure**









**Operating Overview** 

**Operating Process** 

**Potash Market Fundamentals** 

**Uralkali Board Structure** 

#### **IFRS Statements for the year ended 31 December 2014**



Consolidated Statement of Financial Position as of 31 December 2014	31 December 2014	31 December 2013
ASSETS		
Non-current assets:		
Property, plant and equipment	1,899,108	3,235,456
Prepayments for acquisition of property, plant and equipment		
and intangible assets	129,981	145,689
Goodwill	1,048,573	1,802,398
Intangible assets	3,192,065	5,457,299
Deferred income tax asset	14,644	21,635
Income tax prepayment recoverable after more than 12 months	128,983	259,455
Other non-current assets	22,270	21,986
Total non-current assets	6,435,624	10,943,918
Current assets:		
Inventories	143,374	250,495
Trade and other receivables	481,127	518,062
Current income tax prepayments	76,610	8,290
Other financial assets at fair value through profit or loss	61,209	-
Restricted cash	-	3,055
Deposits	300,000	-
Cash and cash equivalents	2,155,247	930,168
	3,217,567	1,710,070
Non-current assets held for sale	3,672	6,311
Total current assets	3,221,239	1,716,381
TOTAL ASSETS	9,656,863	12,660,299



Consolidated Statement of Financial Position as of 31 December 2014 (continued)	31 December 2014	31 December 2013
EQUITY		
Share capital	35,762	35,762
Treasury shares	(5,759)	(5,722)
Share premium	4,361,346	4,371,815
Currency translation reserve	(3,609,136)	(1,301,324)
Retained earnings	1,879,243	2,626,946
Equity attributable to the company's equity holders	2,661,456	5,727,477
Non-controlling interests	9,383	14,133
TOTAL EQUITY	2,670,839	5,741,610
LIABILITIES		
Non-current liabilities:		
Borrowings	4,418,632	2,936,827
Bonds issued	580,125	646,035
Post-employment and other long-term benefit obligations	30,967	43,394
Deferred income tax liability	459,223	975,531
Provisions	41,057	86,996
Mine flooding provision	3,946	-
Derivative financial liabilities	554,897	62,043
Total non-current liabilities	6,088,847	4,750,826
Current liabilities:		
Borrowings	628,030	1,459,564
Bonds issued	3,847	4,033
Trade and other payables	195,581	556,613
Provisions	31,661	40,118
Mine flooding provision	16,906	-
Derivative financial liabilities	-	71,340
Current income tax payable	694	1,083
Other taxes payable	20,458	35,112
Total current liabilities	897,177	2,167,863
TOTAL LIABILITIES	6,986,024	6,918,689
TOTAL LIABILITIES AND EQUITY	9,656,863	12,660,299



#### Consolidated Statement of Profit or Loss for the year ended 31 December 2014

	2014	2013
Revenues	3,559,292	3,322,615
Cost of sales	(915,967)	(944,525)
Gross profit	2,643,325	2,378,090
Distribution costs	(932,771)	(879,924)
General and administrative expenses	(209,466)	(278,705)
Taxes other than income tax	(40,826)	(39,691)
Other operating income and expenses, net	(102,291)	(121,682)
Operating profit	1,357,971	1,058,088
Finance income	26,967	121,792
Finance expense	(2,138,318)	(352,972)
(Loss)/profit before income tax	(753,380)	826,908
Income tax credit/(expense)	122,524	(160,580)
Net (loss)/profit for the year	(630,856)	666,328
(Loss)/profit attributable to:		
Owners of the Company	(627,305)	666,859
Non-controlling interests	(3,551)	(531)
Net (loss)/profit for the year	(630,856)	666,328
(Loss)/earnings per share – basic and diluted (in US cents)	(24.43)	24.35



Consolidated Statement of Cash Flows for the year ended 31 December 2014	0044	0040
Cook flows from exercting optimities	2014	2013
Cash flows from operating activities		000.000
(Loss)/profit before income tax	(753,380)	826,908
Adjustments for:		
Depreciation of property, plant and equipment and amortisation of intangible assets		
	371,292	415,304
Accrual/(reversal) of mine flooding provision	16,408	(31,399)
Write off of Solikamsk-2 property, plant and equipment	38,049	-
Net loss on disposals and write-off of property, plant and equipment	27,676	14,082
Write-off of bank deposits	2,857	34,070
Accrual of provision for impairment of receivables	3,034	346
Net change in provisions	-	45,040
Loss from write-off of net assets of BPC	-	2,602
Income from redemption of bonds	(2,364)	-
Fair value loss on derivative financial liabilities, net	836,680	169,538
Foreign exchange loss/(gain), net	1,166,924	(33,037)
Other finance income and expense, net	92,131	13,906
Operating cash flows before working capital changes	1,799,307	1,457,360
(Increase)/decrease in trade and other receivables	(52,192)	84,308
Decrease/(increase) in inventories	3,440	(18,990)
(Decrease)/increase in trade and other payables	(32,317)	170,805
Increase in other taxes payable	2,196	2,618
Cash generated from operations	1,720,434	1,696,101
Interest paid	(258,841)	(273,441)
Income taxes paid net of refunds received	(81,117)	(185,149)
Net cash generated from operating activities	1,380,476	1,237,511



Cash and cash equivalents at the end of the year	2,155,247	930,168
Cash and cash equivalents at the beginning of the year	930,168	1,386,244
Net increase/(decrease) in cash and cash equivalents	1,225,079	(456,076)
Effect of foreign exchange rate changes	(184,868)	(79,974)
Net cash from/(used) in financing activities	747,861	(1,665,219)
Dividends paid to the Company's shareholders	(290,079)	(429,931
Finance lease payments	(1,326)	(1,519)
Purchase of treasury shares	(10,506)	(2,518,078
Cash paid for derivatives	(221,651)	(21,770
Cash proceeds from derivatives	87,744	86,134
Purchase of non-controlling interest	(733)	
Purchase of bonds issued	(65,736)	
Proceeds from bonds issued	-	650,000
Syndication fees and other financial charges paid	(28,926)	(40,032
Proceeds from borrowings	3,398,756	5,410,684
Repayments of borrowings	(2,119,682)	(4,800,707
Cash flows from financing activities		
Net cash (used in)/generated from investing activities	(718,390)	51,606
nterest received	23,898	88,692
(Increase)/decrease in deposits and restricted cash	(296,945)	279,853
Acquisition of other non-current assets	(13,263)	(15,000)
Acquisition of subsidiaries, net of cash acquired	-	(3,989)
Acquisition of associates	-	(1,259)
at fair value through profit or loss	60,575	128,111
Proceeds from sale of other financial assets		
Purchase of other financial assets at fair value through profit or loss	(130,790)	
Proceeds from sales of property, plant and equipment	1,766	1,916
Acquisition of property, plant and equipment	(349,411)	(416,192)
Acquisition of intangible assets	(14,220)	(10,526)
Cash flows from investing activities		
	2014	2013



# Thank you!