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DRAFT RESOLUTIONS

of the Extraordinary General Shareholders Meeting of PJSC Uralkali scheduled for December 04, 2019

1. Procedure of the extraordinary general shareholders meeting of PJCS Uralkali.
2. Reorganization of Public Joint Stock Company Uralkali (hereinafter PJSC Uralkali, Company) in the form of merger with Joint Stock Company Uralkali-Technology, including approval of the merger agreement between Joint Stock Company Uralkali-Technology and the Company.
3. Reduction of the charter capital of PJSC Uralkali.
4. Approval of a new version of the Charter of PJSC Uralkali.
5. Approval of a new version of the Regulations on the General Shareholders Meeting of PJSC Uralkali.
6. Approval of a new version of the Regulations on the Management Board of PJSC Uralkali.
7. Approval of the auditor of the consolidated statements of PJSC Uralkali prepared in compliance with International Financial Reporting Standards (IFRS) and in compliance with the Federal Law On Consolidated Financial Statements No 208-FZ.

ITEM 1: Procedure of the extraordinary general shareholders meeting of PJSC Uralkali.

Wording of the resolution:

To approve the procedure of the extraordinary general shareholders meeting of PJSC Uralkali.

ITEM 2: Reorganization of Public Joint Stock Company Uralkali (hereinafter PJSC Uralkali, Company) in the form of merger with Joint Stock Company Uralkali-Technology, including approval of the merger agreement between Joint Stock Company Uralkali-Technology and the Company.

Wording of the resolution:

1. To reorganize PJSC Uralkali in the form of merger with Joint Stock Company Uralkali-Technology (PSRN 1055904534322) (hereinafter also the Transferring Company) on the terms and conditions of the merger agreement between Joint Stock Company Uralkali-Technology and PJSC Uralkali (hereinafter the Merger Agreement) with a transfer of all property, all rights and obligations of the Transferring Company to PJSC Uralkali and cessation of the activity of the Transferring Company.
2. To approve the Merger Agreement (attached).
3. To determine that in compliance with p. 4 art. 17 of the Federal Law *On Joint Stock Companies* upon the merger of the Transferring Company into PJSC Uralkali the following will be cancelled:
 - Own shares belonging to the Transferring Company;
 - Shares of the Transferring Company owned by PJSC Uralkali; and
 - Shares of PJSC Uralkali owned by the Transferring Company.
4. To determine that upon completion of the merger of the Transferring Company into PJSC Uralkali, the charter capital of PJSC Uralkali shall be reduced by the face value of the shares of PJSC Uralkali belonging to the Transferring Company that are subject to cancellation upon the merger in compliance with the Merger Agreement at the moment when a record of cessation of the activity of the Transferring Company is made in the Unified State Register of Legal Entities in connection with its merger into PJSC Uralkali.
5. To determine that PJSC Uralkali shall notify the registration authority of the fact of commencement of the procedure of reorganization of PJSC Uralkali and the Transferring Company within three business days from the date of the decision on the reorganization. After a record of commencement of the procedure of reorganization of PJSC Uralkali has been made in the Unified State Register of Legal Entities, PJSC Uralkali, on behalf of all companies participating in the reorganization shall place two notices of reorganization in the media that publish information on state registration of legal entities. The indicated notices shall be published one month apart from each other.

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ITEM 3: Reduction of the charter capital of the PJSC Uralkali.

Wording of the resolution:

To reduce the charter capital of PJSC Uralkali by reducing the total number of shares of PJSC Uralkali as a result of cancellation of common registered uncertificated shares of PJSC Uralkali belonging to Joint Stock Company Uralkali-Technology (hereinafter the Transferring Company) as of the moment when a record of cessation of the activity of the Transferring Company in connection with the reorganization of PJSC Uralkali in the form of merger with the Transferring Company in compliance with the Merger Agreement is entered in the Unified State Register of Legal Entities, with a subsequent amendment of the Charter of the Company based on the results of this decision to reduce the charter capital of PJSC Uralkali and of the report on the results of the cancellation to be approved by the Board of Directors of PJSC Uralkali in compliance with the current laws of the Russian Federation.

ITEM 4: Approval of a new version of the Charter of PJSC Uralkali.

Wording of the resolution:

To approve the new version of the Charter of PJSC Uralkali.

ITEM 5: Approval of a new version of the Regulations on the General Shareholders Meeting of PJSC Uralkali.

Wording of the resolution:

To approve the new version of the Regulations on the General Shareholders Meeting of PJSC Uralkali.

ITEM 6: Approval of a new version of the Regulations on the Management Board of PJSC Uralkali.

Wording of the resolution:

To approve the new version of the Regulations on the Management Board of PJSC Uralkali.

ITEM 7: Approval of the auditor of the consolidated statements of PJSC Uralkali prepared in compliance with International Financial Reporting Standards (IFRS) and in compliance with the Federal Law On Consolidated Financial Statements No 208-FZ.

Wording of the resolution:

To approve JSC Deloitte and Touche CIS as auditor of the consolidated statements of PJSC Uralkali prepared in compliance with International Financial Reporting Standards (IFRS) and in compliance with the Federal Law *On Consolidated Financial Statements* No. 208-FZ for the period starting from January 1, 2020 until the date of the annual general shareholders meeting to be held in 2020 within the period prescribed by current law.