

Statement of a material fact
“Decisions adopted by the EuroChem MCC Board of Directors”

1. General Information

- 1.1. Full legal name of the issuing company: *Open Joint Stock Company “Mineral and Chemical Company “EuroChem”*.
- 1.2. The abbreviated name of the issuing company: *OJSC MCC “EuroChem”*.
- 1.3. The issuing company’s address: *53 Dubininskaya Str., building 6, Moscow, 115054, Russian Federation*.
- 1.4. The issuing company’s national state registration number (OGRN): *1027700002659*.
- 1.5. The issuing company’s taxpayer ID number (INN): *7721230290*.
- 1.6. The issuing company’s unique code assigned by a registration agency: *31153-H*.
- 1.7. The Internet address used by the issuing company to disclose information: *<http://www.eurochem.ru>*.

2. Content of the Statement

- 2.1. The date of holding the meeting of the Board of Directors of the issuing company at which the respective decision was adopted: 27 November 2009.
- 2.2. The date of finalizing the Minutes and the number of the Minutes of the Board of Directors meeting, at which the respective decision was adopted: 30.11.2009 № 09.11.127-14/10-9.
- 2.3. The content of the decision adopted by the Board of Directors of the issuing company:
Call a EuroChem Extraordinary General Meeting of Shareholders (EGM).
As part of preparations for an EGM, approve:
 - The agenda:
 1. Defining the procedures for convening the EuroChem EGM.
 2. Determining the value of the D&O liability insurance coverage for Board members, EuroChem officers and the EuroChem itself
 3. Approval of the transaction for D&O liability insurance coverage for the members of the Board of Directors, other EuroChem officers, and EuroChem itself. This is a transaction with interest; interest is held by the members of the Board of Directors, the General Directors, and the members of the EuroChem Management Board.
 4. Approval of the changes to the Charter of MCC EuroChem OJSC.
 5. Approval of the changes to the Regulations on the Board of Directors of MCC EuroChem OJSC.
 6. Approval of the changes to the Regulations on the Management Board of MCC EuroChem OJSC.
 7. Approval of the changes to the Regulations on the General Director of MCC EuroChem OJSC.
 - The format of the EGM: a joint-presence meeting (shareholders will convene to discuss agenda items and take decisions on issues that are put up to vote).
 - The date, time and location of the EGM: 22 December 2009 at 15:00 (msk).
 - EGM location and registration: Moscow, 53 Dubininskaya St., bldg. 6, 7th floor, Room 715.
 - The date by which the list of persons authorized to attend the AGM is to be compiled: 27 November 2009.
 - Registration for those attending the EGM: 22 December 2009, 14:30 (msk).
 - Proposed EGM rulings (see Appendix No. 4 to these Minutes).
 - The format and text of the voting ballots for the upcoming EGM (see Appendix No. 5 to these Minutes).
 - Elect EuroChem MCC General Director Mr. Dmitry Stepanovich Strezhnev to serve as Chairman of the EGM on 22 December 2009.
 - Procedures for convening the EGM: in accordance with Point 15.5 of the Company Charter.
 - The list of required material to be made available to shareholders in preparation for the EGM and related procedures:
 - proposed rulings for the EGM’s agenda items;

- the excerpt from the Minutes of the Board of Directors meeting of MCC EuroChem OJSC as of 30.11.2009;
- the draft amendments to the Charter and the internal documents regulating the activity of the Company management authorities.

Those entitled to attend the EGM may access information at the following address: Moscow, 53 Dubininskaya St., bldg. 6, office 819 starting on 01 December 2009 from 9:00 to 16:00 daily, on weekdays only.

As per the request of those authorized to take part in the EGM, EuroChem will provide copies of documents within 5 days after receipt of the corresponding request.

3. Signature

3.1. The General Director

Mr. Strezhnev

(signature)

3.2. Date: 01 December 2009

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