

Annex No. 3

APPROVED

by Resolution of the Board of Directors
of JSC TransContainer

dated _____, ____ (Minutes No. __)

Chairman of the Board of Directors
of JSC TransContainer

(signed) D.K. Novikov

Regulations for Information Disclosure of JSC TransContainer

(new version)

1. General

1.1 These Regulations for Information Disclosure of JSC TransContainer (hereinafter the “Regulations”) specify types of information disclosed by the Company, and the principles, procedures, methods and sources of disclosure and delivery of information on operation of JSC TransContainer (hereinafter “the Company”).

1.2 These Regulations were developed for the purposes of:
protection of rights and legal interests of the Company's shareholders;
the Company's compliance with the laws of the Russian Federation to the extent of mandatory disclosure of any information by a joint-stock company;
higher informational transparency of the Company;
higher level of trust between the Company and its shareholders, creditors, investors and other interested parties.

1.3 These Regulations were developed in accordance with the Civil Code of the Russian Federation, Federal Law On Joint-Stock Companies, other regulatory documents of the Russian Federation, the Articles of Association, the Code of Corporate Governance, and other internal documents of the Company.

2. Definition and Principles of Disclosure

2.1 “Disclosure” means making the information available to all interested parties irrespective of the purposes of receipt of such information, by using the procedure which guarantees that it will be found and received.

“Disclosed Information” means information in respect of which disclosure actions were taken.

2.2 Key principles of disclosure by the Company include:

- 1) regularity and timeliness of provision of the information;
- 2) authenticity and completeness of the information;
- 3) accessibility of the disclosed information;
- 4) neutral nature of disclosure;
- 5) reasonable balance between transparency of the Company and protection of its commercial interests.

2.2.1 The principle of regularity and timeliness of provision of information implies disclosure of information on activities of the Company on a regular basis and liability of the Company for a failure to comply with the terms for disclosure set forth in the laws of the Russian Federation or internal documents of the Company.

2.2.2 The principle of authenticity and completeness involves the Company’s liability for a failure to provide the shareholders and other interested parties with information that is trustworthy and sufficient for understanding of the disclosed fact or event to the extent set forth in the laws of the Russian Federation on information disclosure.

2.2.3 The principle of accessibility of information implies selection by the Company of such disclosure channel the access to which is free, easy and least expensive for the interested parties.

2.2.4 The principle of neutral nature of disclosure involves impossibility of any preference in terms of satisfaction of some recipients (groups of recipients) of the information before others.

2.2.5 The principle of reasonable balance between transparency of the Company and protection of its commercial interests implies that while exercising the rights of interested parties to the information, the Company to the maximum possible extent protects its interests by restricting access to confidential information, including information constituting trade or any other secret protected by the law.

3. Information Disclosed by the Company

The Company shall disclose information on its operation in accordance with requirements of the laws of the Russian Federation, including:

information on the contents of the Articles of Association as amended and/or modified time to time, and contents of the internal documents of the Company that govern the activity of its bodies;

information on the Authorized Capital and shares of the Company;

information on the registrar of the Company;

information on the auditor of the Company;

accounting statements (annual, quarterly);

IFRS reports;

audit reports;

information on phases of issue of securities;

issue prospectuses;

quarterly reports by the issuer of issue-grade securities;

statements of material facts (events, actions) concerning business activity of the Company (hereinafter also "statements of material facts");

information that can significantly influence the value of securities of the Company (hereinafter also "material events");

annual reports;

information on affiliates of the Company;

information on the Members of the Board of Directors of the Company;

information on transactions with the securities of the Company;

information disclosed by the Company's officers;

other information disclosed in accordance with the applicable laws of the Russian Federation.

3.1 Disclosure of information on the contents of the Articles of Association as amended and/or modified from time to time, and the contents of internal documents of the Company governing the activity of its bodies

The Company discloses information on the contents of the Articles of Association as amended and/or modified from time to time and the contents of internal documents governing the activity of the Company's bodies by making them available on the website pursuant to the procedure and within the term set forth in the laws of the Russian Federation.

3.2 Disclosure of financial statements (annual, quarterly)

The Company discloses information in the form of annual financial statements pursuant to the procedure, within scope and terms set forth in the regulatory documents of the Registration authority included (hereinafter the Regulation Authority) in a quarterly report for quarter I of correspond in mass media in accordance with the accounting laws of the Russian Federation.

3.3 Disclosure of information on phases of issue of securities

The Company discloses information on each phase of issue of securities pursuant to the procedure, within scope and terms set forth by the laws of the Russian Federation when state registration of issue (additional issue) of securities is accompanied by registration of the issue prospectus

3.4 Disclosure in the form of issue prospectus

State registration of an issue (additional issue) of securities is accompanied by registration of the issue prospectus in the following events:

- a) public offering of the securities;
- b) private placement of the securities among at most 500 persons including those who have the preemption right to the placed securities;

In other events state registration of issue (additional issue) of the Company's securities may be accompanied by registration of the issue prospectus at the discretion of the Company if it involves public offering of the securities.

3.5 Disclosure in the form of quarterly reports

The Company discloses information in the form of a quarterly report of the issuer of issue-grade securities pursuant to the procedure and within the scope set forth in the laws of the Russian Federation, within 45 days after the end of accounting quarter.

3.6 Disclosure in the form notes on material facts

3.6.1 The Company discloses information in the form of statement of material facts (events, actions) concerning business activity of the Company pursuant to the procedure, within scope and terms set forth in the laws of the Russian Federation.

3.6.2 Statement of material facts (events, acts) concerning business activity of the Company shall include:

1) information on reorganization of the Company, its affiliates or subsidiaries;

2) information on facts that resulted in a single increase or reduction of the value of the Company's assets by more than 10 percent;

3) information on facts that resulted in a single increase (reduction) of net profit or net loss of the Company by more than 10 percent;

4) information on single transactions of the Company which price or value of the assets under which was at least 10 percent of the assets of the Company as of the date of such transaction;

5) information on each phase of issue of securities;

6) information on interruption and resuming of issue of securities;

7) information on recognition of an issue (additional issue) of securities invalid or illegal;

8) information on inclusion in the register of shareholders of the Company of a shareholder holding at least 5 percent of ordinary shares of the Company, and on any change following which the share of such shareholder increased or decreased to 5, 10, 15, 20, 25, 30, 50 or 75 percent of the distributed ordinary shares;

9) information on the date of closing the register of shareholders of the Company;

10) information on terms of performance of the Company's obligations to the holders of the securities of the Company;

11) information on resolutions passed by the General Meeting;

12) information on accrued and/or paid income on the securities of the Company;

13) information on voluntary or mandatory offer (including competitive offer) made to the Company in accordance with Chapter XI¹ of the Federal Law On Joint-Stock Companies;

14) information on any notice delivered to the Company in accordance with Chapter XI.1 of the Federal Law On Joint-Stock Companies concerning the right to claim purchase of securities or on a request for purchase of securities given by a party who acquired over 95 percent of the total number of ordinary shares and preferred shares in the Company that grant the voting right in accordance with Paragraph 5 of Article 32 of the Federal Law On Joint-Stock Companies with consideration for shares held by such party or its affiliates.

15) information on failure of the Board of Directors of the Company to pass a resolution on establishment of a sole executive body of the Company at two successive meetings of the Board of Directors of the Company or within two

months from the date of termination or expiry of term of powers of the earlier established sole executive body of the Company, when so is provided for by paragraph 6 of Article 69 of Federal Law On Joint-Stock Companies;

16) information on failure of the Board of Directors of the Company to pass a resolution on early termination of powers of the sole executive body of the Company at two successive meetings of the Board of Directors of the Company, when so is provided for by paragraph 7 of Article 69 of Federal Law On Joint-Stock Companies;

17) information on acquisition by any person(s) of any shares in the Company which issue was accompanied by registration of the issue prospectus, or a right under the shareholder agreement to determine procedure of voting such shares at the General meeting of shareholders, if after such acquisition such person on its own behalf or jointly with its affiliated companies is be able to control 5, 10, 15, 20, 25, 30 50 or 75 percent of votes attaching to ordinary shares of the Company;

18) information on any dispute related with establishment and management of or membership in the Company, including initiation by an arbitration court of proceedings in case or receipt of a claim or petition, change of subject of claim or subject of an earlier filed claim, interim relief, abandonment of claim, acknowledgement of claim, conclusion of an amicable agreement, or issue of a court order to terminate proceedings in arbitration court of primary jurisdiction.

3.7 Disclosure in the form of information that can substantially affect the value of the Company's securities

3.7.1 The Company discloses information that may substantially affect the value of the Company's securities pursuant to the procedure, within scope and terms set forth in the laws of the Russian Federation.

3.7.2 Information that may substantially affect the value of securities of the Company shall include:

- 1) resolutions passed by the Board of Directors of the Company;
 - a) convention of annual or extraordinary General Meeting of Shareholders including approval of agenda of the General Meeting of Shareholders;
 - b) establishment of a sole and/or collegial executive bodies;
 - c) early termination of powers of a sole and/or members of collegial executive bodies;
 - d) suspension of powers of a sole executive body including management company or manager;
 - e) recommendations on the amount of dividend on the shares and its payment procedure;
 - f) recommendations on a voluntary offer received by the Company set forth in Article 84.1 of the Federal Law On Joint-Stock Companies (including a competitive offer set forth in Article 84.5 of the Federal Law On Joint-Stock Companies) or a mandatory offer set forth in Article 84.2 of the Federal Law On

Joint-Stock Companies including assessment of offered price for acquired securities and possible change of their market value after such acquisition, assessment of plans of such party who sent such voluntary or mandatory offer in relation to the joint-stock company, including in relation to its employees;

g) the issue of reorganization of the Company put to the General Meeting of shareholders, and of procedure and terms of such reorganization;

h) approval of a major transaction of the Company;

i) approval of the registrar to keep the register of holders of registered securities of the Company, and terms and conditions of the contract with the registrar;

j) cancellation of contract with the registrar of holders of registered securities of the Company;

k) acquisition by the Company of the distributed, bonds or other securities;

l) establishment (dissolution) of branches and/or opening/closing of representative offices of the Company;

2) Expiry of powers of a sole and/or members of collegial executive bodies of the Company.

3) Change of participating interest held by members of the Board of Directors of the Company, members of collegial executive body of the joint-stock company or the person acting as (discharging the duties of) the sole executive body of the Company including the management company or manager, in the Authorized Capital of the Company or in the authorized capital of its affiliate or subsidiary, and/or change of the number of ordinary shares held by such persons in the Company or in affiliates or subsidiaries.

4) Closing by the Company of a related party transaction subject to approval by the authorized management body of the Company in compliance with the laws of the Russian Federation, if the price of such transaction is at least 5 percent of the book value of assets of the Company assesses according to the accounting data as of the last accounting date before approval of such transaction by the authorized management body of the Company.

5) Initiation of a bankruptcy case and/or any bankruptcy proceedings by the Arbitration Court against the Company and/or its affiliates or subsidiaries.

6) Execution by the Company of a contract with a stock exchange that provides for listing of the securities of the Company (contract with the trade institutor on the securities market for listing of the securities of the Company as pre-qualified securities).

7) Inclusion in and exclusion from the pre-qualified list made by the trade institutor on the securities market of the securities of the Company.

8) Obtaining by the Company of the permit of the registration authority for placement and/or trade in the securities of the Company beyond the Russian Federation.

9) Revealing of material errors in previously published and/or otherwise disclosed financial statements of the Company.

10) Disclosure by the Company of interim (quarterly) or annual financial statements and/or interim (quarterly) or annual consolidated financial statements

prepared in compliance with the International Financial Accounting Standards (IFRS).

11) Submission by the Company of an application for inclusion in the Unified State Register of Corporate Entities of the record on reorganization and/or termination of activity/liquidation of the Company.

12) Dissolution of a business entity which is an affiliate and/or subsidiary of the Company.

13) Obtaining, suspension, recalling/cancellation/), replacement, extension or expiry of any permit/license of the Company for:

use of natural objects which use is restricted, natural resources;

banking operations;

insurance activities;

activity of professional securities market player;

activity of investment fund;

other activities which are of significance for the Company.

14) Filing of a claim against the Company, its affiliate and/or subsidiary sustaining of which can materially influence the financial status or business activity of the Company, its affiliate and/or subsidiary.

15) Change of webpage where the Company discloses its information;

16) Acquisition by the Company of at least a 5 percent participating interest in authorized/share capital/unit fund of any other commercial organization or at least a 5 percent share of ordinary shares in any other joint-stock company, and change of such share if it becomes higher or lower than 5, 10, 15, 20, 25, 30, 50 or 75 percent.

17) The general meeting of shareholders of the Company is declared void.

3.8. Disclosure in the form of annual report

3.8.1. The Company discloses information in the form of annual report pursuant to the procedure, within scope and terms set forth in the laws of the Russian Federation and regulatory documents of the registration authority by publishing the text of the annual report on the webpage of the Company not later than 2 days after the date of preparation of minutes of the annual General Meeting of shareholders of the Company that passed a decision on approval of the annual report of the Company.

3.8.2. The annual report of the Company shall contain the following information:

1) status of the Company in the industry;

2) priority areas of activity of the Company;

3) report of the Board of Directors of the Company on the results of development of the Company by priority area of activity;

4) prospects of development of the Company (sales, productivity, increase of profit, profitability, debt/equity ratio);

5) report on payment of dividend declared (accrued) on the shares of the Company;

6) description of the basic risk factors associated with the activities of the Company;

7) list of major transactions performed by the Company during the accounting year and related party transactions (if any), or other transactions the performance of which are governed by the major transaction approval procedure in compliance with the Articles of Association of the Company specifying material terms of each transaction and management body of the Company that approved it;

8) membership of the Board of Directors of the Company including information on changes of such membership during the accounting year, data on the members of the Board of Directors including their biographic information, shares in the Authorized Capital of the Company and the number of ordinary shares of the Company held by them, data on transactions for acquisition or alienation of shares of the Company closed by the members of the Board of Directors during the accounting period;

9) information on Director General of the Company including his/her biographic information, interest in the Authorized Capital of the Company and ordinary shares of the Company held, information on transactions for acquisition or disposal of shares of the Company performed by Director General during the accounting period;

10) criteria for determination and total amount of fee (reimbursement for the expenses) of members of the management bodies of the Company paid by results of the accounting year;

11) information on transactions between the Company and members of the Board of Directors, Director General and members of the Audit Commission of the Company;

12) information on compliance by the Company of the Corporate Governance Code;

13) results of production activities and financial statements of the Company with auditor reports enclosed and financial results;

14) information on securities of the Company including issue of shares and capital flow for the year (changes in the list of the shareholders holding at least 5% of the shares of the Company);

15) other information reflecting actual activity of the Company in the accounting year.

3.9. Disclosure on affiliates of the Company

3.9.1. The Company discloses information on its affiliates in the list of affiliates prepared in the form approved by the Registration authority.

3.9.2. The list of affiliates of the Company showing all changes occurred during the accounting quarter is quarterly published on the official website of the Company within 2 business days after end of relevant accounting quarter. Any changes in the list of affiliates are published on the official website of the Company within 2 business days after the date of such changes. Within one day from the date of publishing of the list of affiliates on the official website, the Company publishes the announcement in a newswire.

3.10. Disclosure on members of the Board of Directors of the Company

3.10.1. The Company publishes information on members of the Board of Directors of the Company on its official website.

3.10.2. The Company discloses information on independent members of the Board of Directors. For this purpose, an independent member of the Board of Directors of the Company is a member of the Board of Directors who meets the following requirements:

as of the date of election and within 1 year preceding such election he/she was not an officer (manager) or employee of the Company or an officer (manager) or employee of the management organization of the Company;

is not an officer of any other business entity where any officer of such entity is a member of the Committee for Human Resources and Remuneration of the Board of Directors;

is not a spouse, parent, child, brother or sister of any officer (manager) of the Company (officer of the managing organization of the Company);

is not an affiliated person of the Company save as member of the Board of Directors of the Company;

is not a party to the obligations with the Company in accordance with terms whereof it may acquire property (receive money) which value is at least 10 percent of the total annual income of such person except for receipt of a fee for participation in the activity of the Board of Directors of the Company;

is not a representative of the government, i.e. the representative of the Russian Federation, constituent of the Russian Federation or municipal unit in a board of directors of a joint-stock company in whose respect a decision is made on special right ("golden share"), or a person elected to the Board of the Directors from among candidates nominated by the Russian Federation, or by any constituent of the Russian Federation or municipal unit, if such member of the Board of Directors is to vote on the basis of written instructions (orders, etc.) of any constituent of the Russian Federation, constituent of the Russian Federation or municipal unit, respectively;

has not had, in the recent three years, any substantial business relations with the Company both directly or as a partner, shareholder, director or executive officer of an organization maintaining such relationship with the Company;

has not received any extra remuneration from the Company other than the director's fee;

is not a spouse, parent, child, brother or sister of any executive officer serving in an entity who is a partner, consultant or other corporate entity who provides services to the Company;

does not hold cross-directorships or substantial contacts with other directors by participating in the work of other entities;

does not represent the Company's majority shareholder;

has not been a member of the Board of Directors for more than nine years since the date of first election.

4. Obligations of Officers to Disclose Information to the Company

4.1. Disclosure on securities transactions of the Company

4.1.1. Members of the Board of Directors and Director General of the Company shall provide the Board of Directors with information on holding of the securities of the Company and acquisition or disposal of securities of the Company, at least 5 days prior to closing of such transaction.

4.2. Disclosures by the Company's officers

4.2.1. Members of the Board of Directors and Director General of the Company shall notify the Board of Directors in writing of any actual or possible conflict between their interests and the interests of the Company.

4.2.2. Members of the Board of Directors and Director General of the Company shall notify the Board of Directors in writing of:

corporate entities in which they hold at least 20 percent of voting shares (participatory, equity interests) independently or together with their affiliate(s)

corporate entities in which they and/or their affiliated companies hold management positions;

executed or proposed transactions known to them where they can be held as interested parties.

5. Sources of Disclosure

Information on the Company and its activity is disclosed through:

Internet publications;

publications in mass media and on newswire;

delivery of information to the registration authority;
printed publications, brochures and booklets;
press conferences and meetings with shareholders and other concerned parties;
granting access to information/documents and delivery of copies of documents
upon request to shareholders, where the law of the Russian Federation so requires.

5.1. Internet publications

The Company publishes information on its official website (www.trcont.ru).

The Company discloses information including, without limitations, as follows:

1) Articles of Association of the Company as amended (of current version of the Articles of Association shall be made available on the website before the date of entry into the Unified State Register of Corporate Entities of the record on termination/dissolution of the Company, and old version of the Articles of Association – within 3 months from the date of publication of a new version of the Articles of Association on the website);

2) internal documents of the Company governing activities of the Company bodies (internal documents of the Company shall be made available on the website before the date of termination of the Company's obligation to disclose the information in the form of quarterly reports and statement of material facts, and old versions of internal documents – within 3 months from the date of publication of a new version of relevant internal document on the website);

3) annual report of the Company (shall be available on the website during at least 3 years from the date of expiry of the term set by the laws of the Russian Federation for publication thereof on the website, and if it is published after expiry of such term, from the date of publication thereof on the website);

4) financial statements of the Company in accordance with Russian Accounting Standards (RAS), and consolidated financial statements in accordance with International Financial Reporting Standards (IFRS) (shall be available on the website during at least 3 years from the date of publication thereof on the website, and if it is published after expiry of the said term, from the date of publication thereof on the website), and audit reports;

5) statement of material facts (the text shall be available on the website during at least 6 months from the expiry date of the term set by the laws of the Russian Federation for publication thereof on the website, and if it is published on the website after expiry date of such term, from the date of publication thereof on the website);

6) statement of data that can significantly influence the value of securities (text of such statement shall be available on the website during at least 6 months the expiry date of the term set by the laws of the Russian Federation for publication thereof on the website, and if it is published on the website after expiry date of such term, from the date of publication thereof on the website, unless otherwise provided for by the laws of the Russian Federation);

7) issue prospectus (text of registered issue prospectus shall be available on the website from the date of its publication on the website during at least 6 months

from the expiry date of the term set by the laws of the Russian Federation for publication thereof on the website, and if it is published on the website after expiry date of such term, from the date of publication thereof on the website);

8) report on results of issue of securities (text of registered report on results of issue of securities shall be available on the website during at least 6 months from the expiry date of the term set by the laws of the Russian Federation for publication thereof on the website, and if it is published on the website after expiry date of such term, from the date of publication thereof on the website);

9) quarterly report (shall be available on the website during at least 3 years from the expiry date of the term set by the laws of the Russian Federation for publication thereof on the website, and if it is published on the website after expiry date of such term, from the date of publication thereof on the website);

10) information on members of the executive bodies of the Company;

11) materials prepared by the Corporate Communications Department of the Company;

12) structure of the Authorized Capital;

13) list of affiliated companies of the Company;

14) information on the Authorized Capital of the Company;

15) information on dividends paid by the Company;

16) information on the registrar of the Company;

17) press releases regarding decisions of the management bodies of the Company;

18) key performance indicators and coefficients reflecting the Company's activity;

19) information on various activities of the Company;

20) other information required by the laws of the Russian Federation.

5.2. Publications on newswire

The Company publishes press releases, statements on material facts (material events) and other information in an on-line informational resource provided by at least one of the news agencies authorized by the registration authority (hereinafter the “Newswire”) within the terms set by the laws of the Russian Federation.

If such information shall be disclosed by publishing through the newswire in accordance with the laws of the Russian Federation, it shall not be disclosed by other means until its disclosure by the Company through the newswire.

5.3. Delivery of information to the registration authority

The Company shall provide to the registration authority the information specified by the laws of the Russian Federation.

5.4. Publications in mass media

The Company publishes press releases, statements, articles, interviews, promotional materials and other information in mass media distributed in the Russian Federation or abroad on as-needed basis.

5.5. Publication of information in brochures and booklets

The Company publishes information on its activity, promotional materials and other information in brochures and booklets on as-needed basis.

5.6. Press conferences and meetings with shareholders and other interested parties

The Company may hold press conferences, presentations, meetings with investors. The Company holds meetings with shareholders (representatives of the shareholders) and investors to provide them with information on activity of the Company.

5.7. Granting of access to documents and delivery of copies of documents upon shareholders' request

The Company grants its shareholders an access to documents provided for in the laws of the Russian Federation. Documents shall be provided by the Company in the manner specified by the laws of the Russian Federation. A fee charged by the Company for delivery of such copies shall not exceed the cost of preparation thereof. The Corporate Secretary of the Company shall ensure access of shareholders to such information.

6. Interaction with mass media representatives

6.1. Information to mass media on behalf of the Company is provided by:

Chairman of the Board of Directors;

Director General;

authorized employees of the Corporate Communications Department of the Company;

other specially authorized heads of the Company's units.

6.2. The Corporate Communications Department of the Company shall be responsible for answering questions of mass media representatives.

7. Confidential Information

7.1. When required to disclose any information, the Company protects confidential information, including information constituting a state, official or trade secret in accordance with the laws and regulatory documents of the Russian Federation.

7.2. "Confidential Information" means information of any nature that has actual or potential commercial value for the Company due to its unavailability to third parties, to which such third parties have no free legal access.

7.3. Criteria for determining whether any information is confidential information, access terms in relation to such information, protection procedure and

terms of its use shall be governed by the laws of the Russian Federation and internal regulatory documents of the Company.

7.4. The Company shall monitor the use of confidential information and protect it from unauthorized use.