



**PJSC TransContainer**  
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**MINUTES NO.37**  
**of the annual General meeting of shareholders**  
**of Public Joint Stock Company Center for Cargo Container Traffic TransContainer**

Full company name: Public Joint Stock Company Center for Cargo Container Traffic TransContainer (PJSC TransContainer)

Abbreviated company name: PJSC TransContainer

Location: 125047, Moscow, 19, Oruzheyniy pereulok

Type of the General meeting of shareholders: annual General meeting of shareholders.

The form of the annual general shareholders meeting holding: joint attendance with prior distribution of ballots.

The mailing address to which filled-in voting ballots were sent: 125047, Moscow, 19, Oruzheyniy pereulok

The date of the annual general shareholders meeting: **May 15, 2018.**

The place of the annual general shareholders meeting: Moscow, Tverskaya Str., 26/1, Marriott Grand Hotel, Troitskiy -Kolomenskiy Hall.

The time of the beginning of registration of persons entitled to participate in the annual General meeting of shareholders started at: 10:00 a.m. Moscow time

The opening time of the annual General meeting of shareholders: 11.00 a.m. Moscow time

The time of completion of registration of persons entitled to participate in the annual General meeting of shareholders started at: 11.45 a.m. Moscow time

Vote counting started at: 11.50 a.m. Moscow time

The closing time of the annual General meeting of shareholders: 12.20 a.m. Moscow time

Date of compilation of list of persons entitled to participate in the annual General meeting of shareholders: April 23, 2018 .

The total number of votes held by persons included in the list of persons entitled to participate in the annual General Meeting of Shareholders is 13 894 778.

In accordance with article 58 of the Federal law "On joint stock companies" following the results of registration of shareholders the quorum was available and annual General meeting of shareholders of PJSC TransContainer was duly constituted.

Date of making the minutes of the annual General meeting of shareholders: May 16, 2018.

The functions of the tally commission were performed by the Registrar: STATUS Registration company Joint-Stock Company.

The functions of the presiding/chairman of the annual General meeting of shareholders of PJSC TransContainer on the basis of paragraph 10.10 of the Charter were carried out by the Mr. Tugarinov Sergey Lvovich, member of the Board of Directors of PJSC TransContainer.

**Attended:**

Authorized persons of the Registrar

- Mezrin Alexandr Alexandrovich  
Orlov Artem Romanovich

Secretary of the annual General meeting of shareholders of PJSC TransContainer.

- Galkina Kristina Anatolyevna

Member of the Board of Directors of PJSC TransContainer

- Garber Mark Rafailovich

Director General of PJSC TransContainer	- Baskakov Petr Vasilievich
Member of the Board of PJSC TransContainer	- Markov Viktor Nikolaevich
Partners of JSC PricewaterhouseCoopers Audit	- Fegetzin Aleksey Yakovlevich Sidorova Ekaterina Viktorovna
Head of Internal Audit Service PJSC TransContainer	- Ustinova Elena Vladimirovna
Shareholders, representatives of shareholders	

**Speakers on the agenda items:**

Deputy Director General - CFO of PJSC TransContainer	- Kalmykov Konstantin Sergeevich
Deputy General Director PJSC TransContainer	- Chichagov Pavel Konstantinovich
Chief accountant of PJSC TransContainer	- Usenko Maria Vasilyevna
Deputy Director of Legal Affairs and Property Management PJSC TransContainer	- Suleymanov Rashid Uralovich

**The agenda of the Annual General Meeting of Shareholders:**

1. Approval of the annual report of the Company for 2017.
2. Approval of the annual accounting (financial) statements of the Company for 2017.
3. Distribution of profits and losses of the Company according to the results of the fiscal year 2017.
4. Payment (announcement) of dividends according to the results of the fiscal year 2017.
5. Payment of rewards and compensation to the members of the Board of Directors of the Company.
6. Payment of rewards and compensation to the members of the Audit Commission of the Company.
7. Approval of Auditor of the Company for 2018.
8. Approval of the new edition of the Articles of the Company.
9. Approval of the new edition of the Regulations on payment of rewards and compensation to the members of the Board of Directors.
10. Election of the members of the Board of Directors of the Company.
11. Election of the members of the Audit Commission of the Company.

**On issue No 1 of the agenda:**

Approval of the annual report of the Company for 2017.

**Heard:**

Director General of PJSC TransContainer, Mr. P. V. Baskakov, Deputy General Director – CFO of PJSC TransContainer, Mr. K. S. Kalmykov.  
Baskakov, P. V. and K. S. Kalmykov told about results of business of the Company in 2017.

**The draft decision put to a vote:**

To approve the company's annual report for 2017 (Annex No. 1 to the Minutes of the annual General meeting of shareholders).

The number of votes held by the persons included in the list of those entitled to participate in the annual General meeting of shareholders on this issue on the agenda was: 13 894 778.

The number of votes represented by voting shares of the Company on this issue put to the agenda of the annual General meeting, such number being determined subject to clause 4.20 of Provisions on additional requirements to the procedure of preparation, convocation and holding of General meeting of shareholders: 13 894 778.

The number of votes held by the persons who took part in the annual General meeting of shareholders on this issue on the agenda: 13 866 625.

In accordance with article 58 of the Federal law "On joint stock companies" the quorum on this issue of the agenda was available and amounted to 99,7974%.

**Voting results:**

«for»	13 830 327 (99,7382%)
«against»	0 (0%)
«abstained»	0 (0%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 298 (0,2618%).

**The decision on the issue № 1 of the agenda:**

To approve the company's annual report for 2017 (Annex No. 1 to the Minutes of the annual General meeting of shareholders).

**On issue No 2 of the agenda:**

Approval of the annual accounting (financial) statements of the Company for 2017.

**Heard:**

Chief accountant of PJSC TransContainer, Ms. Usenko M. V.

Ms. Usenko M.V. explained that the accounting (financial) statements for the year 2017 was compiled by the Company in accordance with the requirements of the accounting standards in the Russian Federation. The auditor of JSC PricewaterhouseCoopers Audit conducted an audit of the accounting (financial) statements and concluded that the statements reflect the true financial position of the Company as at 31 December 2017. In addition to the mandatory audit, the financial and economic activities are audited by the audit commission annually after the compilation of the accounting (financial) statements.

Based on the audit results, the Audit Commission did not identify any deviations that could have affected the reliability of the financial statements.

**The draft decision put to a vote:**

To approve the annual accounting (financial) report of PJSC TransContainer for 2017 (Annex No. 2 to the Minutes of the annual General meeting of shareholders).

The number of votes held by the persons included in the list of those entitled to participate in the annual General meeting of shareholders on this issue on the agenda was: 13 894 778.

The number of votes represented by voting shares of the Company on this issue put to the agenda of the annual General meeting, such number being determined subject to clause 4.20 of Provisions on additional requirements to the procedure of preparation, convocation and holding of General meeting of shareholders: 13 894 778.

The number of votes held by the persons who took part in the annual General meeting of shareholders on this issue on the agenda: 13 866 625.

In accordance with article 58 of the Federal law "On joint stock companies" the quorum on this issue of the agenda was available and amounted to 99,7974%.

**Voting results:**

«for»	13 830 327 (99,7382%)
«against»	0 (0%)
«abstained»	0 (0%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 298 (0,2618%).

**The decision on the issue № 2 of the agenda:**

To approve the annual accounting (financial) report of PJSC TransContainer for 2017 (Annex No. 2 to the Minutes of the annual General meeting of shareholders).

**On issue No 3 of the agenda:**

Distribution of profits and losses of the Company according to the results of the fiscal year 2017.

**Heard:**

Deputy General Director – CFO of PJSC TransContainer, Mr. K. S. Kalmykov.

Kalmykov K.S. explained that the proposed distribution of net profit was recommended by the Board of Directors of the Company.

**The draft decision put to a vote:**

To approve the following distribution of net profit received o results of activity of PJSC TransContainer for 2017:

Name	Amount, rub.
Dividends	4 071 725 745,12
Sponsorship and charitable assistance	271 450 712,75
Investments	1 085 794 114,46
<b>In total</b>	<b>5 428 970 572,33</b>

The number of votes held by the persons included in the list of those entitled to participate in the annual General meeting of shareholders on this issue on the agenda was: 13 894 778.

The number of votes represented by voting shares of the Company on this issue put to the agenda of the annual General meeting, such number being determined subject to clause 4.20 of Provisions on additional requirements to the procedure of preparation, convocation and holding of General meeting of shareholders: 13 894 778.

The number of votes held by the persons who took part in the annual General meeting of shareholders on this issue on the agenda: 13 866 625.

In accordance with article 58 of the Federal law "On joint stock companies" the quorum on this issue of the agenda was available and amounted to 99,7974%.

**Voting results:**

«for»	13 830 325 (99,7382%)
«against»	2 (0,00001%)
«abstained»	0 (0%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 298 (0,2618%).

**The decision on the issue № 3 of the agenda:**

To approve the following distribution of net profit received o results of activity of PJSC TransContainer for 2017:

Name	Amount, rub.
Dividends	4 071 725 745,12
Sponsorship and charitable assistance	271 450 712,75
Investments	1 085 794 114,46
<b>In total</b>	<b>5 428 970 572,33</b>

**On issue No 4 of the agenda:**

Payment (announcement) of dividends according to the results of the fiscal year 2017.

**Heard:**

Deputy General Director – CFO of PJSC TransContainer, Mr. K. S. Kalmykov.

Kalmykov K. S. explained that the amount of dividend per one ordinary share of the Company and the date of drawing up the list of persons entitled to receive dividends are recommended by the Board of Directors of the Company.

**The draft decision put to a vote:**

1. To pay the dividends in the amount of 293.04 rubles per one ordinary share in cash in time no later than June 8, 2018.
2. To set the date of compiling the list of people who are entitled to receive the dividends - May 28, 2018.

The number of votes held by the persons included in the list of those entitled to participate in the annual General meeting of shareholders on this issue on the agenda was: 13 894 778.

The number of votes represented by voting shares of the Company on this issue put to the agenda of the annual General meeting, such number being determined subject to clause 4.20 of Provisions on additional requirements to the procedure of preparation, convocation and holding of General meeting of shareholders: 13 894 778.

The number of votes held by the persons who took part in the annual General meeting of shareholders on this issue on the agenda: 13 866 625.

In accordance with article 58 of the Federal law "On joint stock companies" the quorum on this issue of the agenda was available and amounted to 99,7974%.

**Voting results:**

«for»	13 830 325 (99,7382%)
«against»	0 (0%)
«abstained»	2 (0,00001%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 298 (0,2618%).

**The decision on the issue № 4 of the agenda:**

1. To pay the dividends in the amount of 293.04 rubles per one ordinary share in cash in time no later than June 8, 2018.

2. To set the date of compiling the list of people who are entitled to receive the dividends - May 28, 2018.

**On issue No 5 of the agenda:**

Payment of rewards and compensation to the members of the Board of Directors of the Company.

**Heard:**

Deputy General Director of the PJSC TransContainer, Mr. Chichagov P. K.

Chichagov P. K. explained that the calculation and payment of remunerations to members of the Board of Directors of the Company is carried out in accordance with the internal documents of the Company. The amount of remuneration is determined by calculation and depends on the participation of members in meetings of the Board of Directors and meetings of committees.

**The draft decision put to a vote:**

To pay the members of the Board of Directors the annual remuneration in accordance with the approved internal documents of the Company.

The number of votes held by the persons included in the list of those entitled to participate in the annual General meeting of shareholders on this issue on the agenda was: 13 894 778.

The number of votes represented by voting shares of the Company on this issue put to the agenda of the annual General meeting, such number being determined subject to clause 4.20 of Provisions on additional requirements to the procedure of preparation, convocation and holding of General meeting of shareholders: 13 894 778.

The number of votes held by the persons who took part in the annual General meeting of shareholders on this issue on the agenda: 13 866 625.

In accordance with article 58 of the Federal law "On joint stock companies" the quorum on this issue of the agenda was available and amounted to 99,7974%.

**Voting results:**

«for»	13 830 324 (99,7382%)
«against»	2 (0,00001%)
«abstained»	1 (0,00001%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 298 (0,2618%).

**The decision on the issue № 5 of the agenda:**

To pay the members of the Board of Directors the annual remuneration in accordance with the approved internal documents of the Company.

**Item No. 6 on the agenda**

Payment of rewards and compensation to the members of the Audit Commission of the Company.

**Heard:**

Deputy General Director of the PJSC TransContainer, Mr. Chichagov P. K.

Chichagov P. K. explained that the calculation and payment of remunerations to members of the Audit Commission of the Company is carried out in accordance with the internal documents of the Company. There are recommendations of the Board of Directors on this issue.

**The draft decision put to a vote:**

To pay the annual rewards to the members of the the Audit Commission in accordance with the Provision on payment to the members of the Audit Commission of the Company at the following rates:

Redkin A.T. - 225 000, 00 rubles (including 50% of bonuses as to the Chairman of the Audit Commission);

Davydov S.V. - 150 000,00 rubles;

Fedosov Yu.A. - 150 000,00 rubles;

Yudina E.V. - 150 000,00 rubles;

Chernyavskaya A.N. - 150 000,00 rubles;

The number of votes held by the persons included in the list of those entitled to participate in the annual General meeting of shareholders on this issue on the agenda was: 13 894 778.

The number of votes represented by voting shares of the Company on this issue put to the agenda of the annual General meeting, such number being determined subject to clause 4.20 of Provisions on additional requirements to the procedure of preparation, convocation and holding of General meeting of shareholders: 13 894 778.

The number of votes held by the persons who took part in the annual General meeting of shareholders on this issue on the agenda: 13 866 625.

In accordance with article 58 of the Federal law "On joint stock companies" the quorum on this issue of the agenda was available and amounted to 99,7974%.

**Voting results:**

«for»	13 830 326 (99,7382%)
«against»	1 (0,00001%)
«abstained»	0 (0%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 298 (0,2618%).

**The decision on the issue № 6 of the agenda:**

To pay the annual rewards to the members of the the Audit Commission in accordance with the Provision on payment to the members of the Audit Commission of the Company at the following rates:

Redkin A.T. - 225 000, 00 rubles (including 50% of bonuses as to the Chairman of the Audit Commission);

Davydov S.V. - 150 000,00 rubles;

Fedosov Yu.A. - 150 000,00 rubles;

Yudina E.V. - 150 000,00 rubles;

Chernyavskaya A.N. - 150 000,00 rubles;

**On issue No 7 of the agenda:**

Approval of Auditor of the Company for 2018.

**Heard:**

Chief accountant of PJSC TransContainer, Ms. Usenko M. V.

Ms. Usenko M.V. explained that according to the Policy of rotation of the external auditor and interaction with the external auditor in the part of rendering non-auditing services approved by the Board of Directors of the Company, selection of the auditor of the financial statements of PJSC TransContainer under RAS and consolidated financial statements under IFRS (hereinafter referred to as the "financial statements") is carried out competitive basis not less than once every five years. In 2015, according to the results of the competition, the audit company JSC PricewaterhouseCoopers Audit was recognized as the winner. The audit company JSC PriceWaterhouseCoopers Audit audited the Financial Statements of PJSC Transcontainer for 2017 in accordance with the terms and conditions of the existing agreements, the established schedule and the audit procedures.

The candidacy of the audit company PricewaterhouseCoopers Audit JSC was reviewed at the meeting of the Audit Commission in March 2018 and recommended for approval by the Board of Directors of the Company.

**The draft decision put to a vote:**

To approve the auditor of PJSC TransContainer for the financial audit of the Company for 2018 according to the national accounting standards and international financial reporting standards of the joint-stock company PricewaterhouseCoopers Audit

The number of votes held by the persons included in the list of those entitled to participate in the annual General meeting of shareholders on this issue on the agenda was: 13 894 778.

The number of votes represented by voting shares of the Company on this issue put to the agenda of the annual General meeting, such number being determined subject to clause 4.20 of Provisions on additional requirements to the procedure of preparation, convocation and holding of General meeting of shareholders: 13 894 778.

The number of votes held by the persons who took part in the annual General meeting of shareholders on this issue on the agenda: 13 866 625.

In accordance with article 58 of the Federal law "On joint stock companies" the quorum on this issue of the agenda was available and amounted to 99,7974%.

**Voting results:**

«for»	13 830 326 (99,7382%)
«against»	0 (0%)
«abstained»	1 (0,00001%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 298 (0,2618%).

**The decision on the issue № 7 of the agenda:**

To approve the auditor of PJSC TransContainer for the financial audit of the Company for 2018 according to the national accounting standards and international financial reporting standards of the joint-stock company PricewaterhouseCoopers Audit



**On issue No 8 of the agenda:**

Approval of the Articles of PJSC TransContainer in the new edition.

**Heard:**

Deputy Director for legal affairs and property management of PJSC TransContainer, Mr. Suleymanov R. U.

Suleymanov R.U. explained that the proposed amendments made clarifications in the competence of the Company's management bodies, bring the wording of the Charter of the Company in accordance with the legislation of the Russian Federation, and are editorial. All proposed amendments are listed in the corresponding table of changes and are recommended for approval by the Board of Directors of the Company.

**The draft decision put to a vote:**

To approve the Articles of the Company in the new edition ( annex # 3 to the Protocol of the annual General meeting of shareholders).

The number of votes held by the persons included in the list of those entitled to participate in the annual General meeting of shareholders on this issue on the agenda was: 13 894 778.

The number of votes represented by voting shares of the Company on this issue put to the agenda of the annual General meeting, such number being determined subject to clause 4.20 of Provisions on additional requirements to the procedure of preparation, convocation and holding of General meeting of shareholders: 13 894 778.

The number of votes held by the persons who took part in the annual General meeting of shareholders on this issue on the agenda: 13 866 625.

In accordance with article 58 of the Federal law "On joint stock companies" the quorum on this issue of the agenda was available and amounted to 99,7974%.

**Voting results:**

«for»	13 830 326 (99,7382%)
«against»	0 (0%)
«abstained»	1 (0,00001%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 298 (0,2618%).

**The decision on the issue № 8 of the agenda:**

To approve the Articles of the Company in the new edition (Annex No. 3 to the Minutes of the annual General meeting of shareholders).

**On issue No 9 of the agenda:**

Approval of the new edition of the Regulations on payment of rewards and compensation to the members of the Board of Directors.

**Heard:**

Deputy Director for legal affairs and property management of PJSC TransContainer, Mr. Suleymanov R. U.

Suleymanov R.U. explained that amendments to the Regulations are proposed to be made in order to bring the current remuneration system of the members of the Board of Directors in line with the recommendations of the Russian Corporate Governance Code.

**The draft decision put to a vote:**

To approve the Provision on payment rewards and compensation in the new edition to the members of the Board of Directors of PJSC TransContainer (Annex No. 4 to the Minutes of the annual General meeting of shareholders).

The number of votes held by the persons included in the list of those entitled to participate in the annual General meeting of shareholders on this issue on the agenda was: 13 894 778.

The number of votes represented by voting shares of the Company on this issue put to the agenda of the annual General meeting, such number being determined subject to clause 4.20 of Provisions on additional requirements to the procedure of preparation, convocation and holding of General meeting of shareholders: 13 894 778.

The number of votes held by the persons who took part in the annual General meeting of shareholders on this issue on the agenda: 13 866 625.

In accordance with article 58 of the Federal law "On joint stock companies" the quorum on this issue of the agenda was available and amounted to 99,7974%.

**Voting results:**

«for»	13 830 324 (99,7382%)
«against»	1 (0,00001%)
«abstained»	2 (0,00001%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 298 (0,2618%).

**The decision on the issue № 9 of the agenda:**

To approve the Provision on payment rewards and compensation in the new edition to the members of the Board of Directors of PJSC TransContainer (Annex No. 4 to the Minutes of the annual General meeting of shareholders).

**On issue No 10 of the agenda:**

Election of the members of the Board of Directors of the Company.

**Heard:**

Ms Galkina K.A., corporate Secretary of TransContainer PJSC

Galkina K.A. explained that 11 candidates were nominated by shareholders who have the right to nominate candidates to the Board of Directors of the Company, which corresponds to the number of members of the Board of Directors in accordance with the Company's Charter.

**The draft decision put to a vote:**

To elect the Board of Directors of PJSC TransContainer as follows:

1. Panchenko Alexander Alexandrovich
2. Garber Mark Rafailovich
3. Mammed Zade Leyla
4. Ludin Sergey Olegovich
5. Davidovich David Lvovich
6. Gapon'ko Vladimir Viktorovich
7. Koval Igor Yuryevich
8. Charkin Yevgeniy Igorevich

9. Starkov Andrey Krasnoslavovich
10. Tugarinov Sergey Lvovich
11. Orlova Tatyana Yevgenyevna

In accordance with article 66 of the Federal law "On joint stock companies" elections of the Board of Directors are held by cumulative voting.

The number of votes held by the persons included in the list of those entitled to participate in the annual General meeting of shareholders on this issue on the agenda was: 152 842 558.

The number of votes represented by voting shares of the Company on this issue put to the agenda of the annual General meeting, such number being determined subject to clause 4.20 of Provisions on additional requirements to the procedure of preparation, convocation and holding of General meeting of shareholders: 152 842 558.

The number of votes held by the persons who took part in the annual General meeting of shareholders on this issue on the agenda: 152 532 875.

In accordance with article 58 of the Federal law "On joint stock companies" the quorum on this issue of the agenda was available and amounted to 99,7974%

### **Voting results:**

**"for"**, distribution of votes by candidates:

Panchenko Alexander Alexandrovich	12 746 141
Garber Mark Rafailovich	12 746 257
Mammed Zade Leyla	12 746 150
Ludin Sergey Olegovich	18 727 159
Davidovich David Lvovich	18 727 183
Gaponko Vladimir Viktorovich	12 755 605
Koval Igor Yuryevich	12 736 894
Orlova Tatyana Yevgenyevna	12 736 894
Starkov Andrey Krasnoslavovich	12 736 995
Tugarinov Sergey Lvovich	12 737 224
Charkin Yevgeniy Igorevich	12 736 895

**"against"** all candidates 0

**"abstained"** regarding all candidates 0

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 399 478.

### **The decision on the issue № 10 of the agenda:**

To elect the Board of Directors of PJSC TransContainer as follows:

1. Panchenko Alexander Alexandrovich
2. Garber Mark Rafailovich
3. Mammed Zade Leyla
4. Ludin Sergey Olegovich
5. Davidovich David Lvovich
6. Gapon'ko Vladimir Viktorovich
7. Koval Igor Yuryevich
8. Charkin Yevgeniy Igorevich
9. Starkov Andrey Krasnoslavovich
10. Tugarinov Sergey Lvovich
11. Orlova Tatyana Yevgenyevna

**On issue No. 11 of the agenda**

Election of the members of the Audit Commission of the Company.

**Heard:**

Ms Galkina K.A., corporate Secretary of PJSC TransContainer

Galkina K.A. explained that in accordance with the current version of the Company's Charter, the number of members of the Company's audit commission is 5 (five) persons. The shareholders, who have the right to nominate candidates for the audit commission of the Company, have nominated 7 candidates.

The number of votes held by the persons included in the list of those entitled to participate in the annual General meeting of shareholders on this issue on the agenda was: 13 894 778.

The number of votes represented by voting shares of the Company on this issue put to the agenda of the annual General meeting, such number being determined subject to clause 4.20 of Provisions on additional requirements to the procedure of preparation, convocation and holding of General meeting of shareholders: 13 893 077.

The number of votes held by the persons who took part in the annual General meeting of shareholders on this issue on the agenda: 13 864 924.

In accordance with article 58 of the Federal law "On joint stock companies" the quorum on this issue of the agenda was available and amounted to 99,7974 %.

**The draft decision put to a vote:**

To elect to the Auditing commission of PJSC TransContainer as follows:

1. Davydov Sergey Vladimirovich

**Voting results:**

«for»	10 352 327 (74,6656%)
«against»	3 476 217 (25,072%)
«abstained»	13 (0,0001%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 367 (0,2623%).

## 2. Judina Elena Vasilevna

**Voting results:**

«for»	10 352 327 (74,6656%)
«against»	3 476 217 (25,072%)
«abstained»	13 (0,0001%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 367 (0,2623%).

## 3. Fedosov Yuriy Alexandrovich

**Voting results:**

«for»	10 352 336 (74,6656%)
«against»	3 476 217 (25,072%)
«abstained»	4 (0,00003%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 367 (0,2623%).

## 4. Tarynina Tatyana Alexyevna

**Voting results:**

«for»	10 352 337 (74,6656%)
«against»	3 476 217 (25,072%)
«abstained»	3 (0,00002%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 367 (0,2623%).

## 5. Zorina Olga Alexandrovna

**Voting results:**

«for»	10 352 335 (74,6656%)
«against»	3 476 219 (25,072%)
«abstained»	3 (0,00002%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 36 367 (0,2623%).

## 6. Popov Stanislav Vladimirovich

**Voting results:**

«for»	3 476 229 (25,072%)
«against»	3 404 934 (24,5579%)
«abstained»	3 (0,00002%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 6 983 758 (50,3699%).

7. Dyachkov Ivan Mikhailovich

**Voting results:**

«for»	3 476 227 (25,072%)
«against»	3 404 935 (24,5579%)
«abstained»	4 (0,00003%)

The number of votes that were not counted regarding recognition of the ballots as invalid or for other reasons stipulated by the Regulation on additional requirements to the procedure of preparation, convocation and holding the General meeting of shareholders is 6 983 758 (50,3699%).

**The decision on the issue № 11 of the agenda:**

To elect to the Auditing commission of PJSC TransContainer as follows:

1. Давыдова Сергея Владимировича;
2. Yudina Elena Vasilevna;
3. Tarynina Tatyana Alexyevna;
4. Zorina Olga Alexandrovna;
5. Fedosov Yuriy Alexandrovich

Presiding/ Chairman  
at the annual General meeting  
of the shareholders of the PJSC TransCont  
Tugarinov



С.Л. Тугаринов S. L.

The Secretary of the annual  
General meeting of shareholders  
PJSC TransContainer K. A. Galkina



К.А. Галкина