

APPROVED

by the Decision of Board of Directors
of PJSC TransContainer hold
on _____, 2015 (Minutes No.)

The Chairman of the Board of Directors

_____ I.S. Besedin

**The Provision
on the assessment of activity of the Board of Directors and committees of the
Board of Directors of the public joint-stock company TransContainer**

1. General provisions

1.1. The provision is developed according to the legislation of the Russian Federation, the Charter of Public joint-stock company the Centre for Cargo Container Traffic TransContainer (hereinafter – the Company), the Provision on the Board of Directors of the Company, the Code of corporate governance approved by the Government of the Russian Federation on February 13, 2014, the Code of corporate governance of the Company, and the UK Corporate Governance Code.

1.2. The present Provision defines the purposes and regulates the order and the procedure of carrying out of the assessment of activity of the Board of Directors of the Company and its committees.

2. The purposes of carrying out of the assessment

2.1. The assessment of the activity of the Board of Directors and its committees is carried out for the purpose of definition of degree of overall performance of the Board of Directors and its committees, compliance of their work to requirements of development of the Company, activization of work of the Board of Directors and identification of areas in which its activity can be improved.

2.2. Carrying out of the assessment of activity allows the Board of Directors:

- to raise the role of the Board of Directors in achievement of the purpose of successful development of the Company;
- to define optimality and balance of the structure of the Board of Directors and its committees for the solution of strategic objectives and tasks of the Company;
- to define the extent of participation of the members of the Board of Directors in realization of the strategy of the Company and achievement of its main objectives;
- to define the efficiency of work of the members of the Board of Directors (independence, coordination of work, personal participation);
- to reveal the factors reducing the efficiency of work of the Board of Directors and its committees;
- to develop the proposals for improvement of work of the Board of Directors and committees;
- to define the need for advanced training of the members of the Board of Directors and its committees and formation of individual programs of training (trainings).

3. The order of carrying out of the assessment of activity of the Board of Directors and its committees

3.1. The assessment of activity of the Board of Directors and committees is carried out on a regular basis within the formalized procedure.

3.2. The responsibility for the carrying out of the assessment of activity of the Board of Directors and discussion of its results is born by the Chairperson of the Board of Directors.

The responsibility for the carrying out of the assessment of activity of committees of the Board of Directors and discussion of its results is born by the Chairperson of such committee of the Board of Directors.

3.3. The assessment of activity of the Board of Directors and its committees is carried out annually, following the results of the work for corporate year, in the form of the self-assessment.

3.4. For carrying out of an independent assessment of quality of work of the Board of Directors the external organization (consultant) selected on competition basis is attracted, at least once in three years.

4. The procedure of carrying out of self-assessment of activity of the Board of Directors and its committees

4.1. The self-assessment of activity of the Board of Directors following the results of work for corporate year is carried out by filling by each board member of the questionnaire according to the annex 1 to the present Provision.

4.2. The self-assessment of activity of each committee of the Board of Directors following the results of work for corporate year is carried out by filling

by each committee member of the relevant questionnaire according to the annexes 2 and 4 to the present Provision.

4.3. Questioning of the members of the Board of Directors and members of committees is carried out on an anonymous basis.

4.4. The questionnaire for the self-assessment of work of the Board of Directors is sent by the Corporate secretary of the Company to each member of the Board of Directors not later than 30 calendar days before the date of the last at the meeting of the Board of Directors in attendance in the corporate year.

4.5. The questionnaire for the self-assessment of work of committees of the Board of Directors is sent by the secretary of the relevant committee to each member of the committee along with the direction by the Corporate secretary of questionnaires to the members of the Board of Directors.

4.6. The questionnaire for the members of the Board of Directors contains the questions allowing to express the opinion concerning:

- the structure and functions of the Board of Directors;
- the role of the Board of Directors in strategic planning, control and risk management;
- the contribution of committees and independent directors to the work of the Board of Directors;
- the role of the Chairman of the Board of Directors;
- effectiveness of the members of Board of Directors;
- the procedure of holding the meetings of the Board of Directors;
- the information support of activity of the Board of Directors.

4.7. The questionnaire for the members of the committees of the Board of Directors contains the questions allowing to express the opinion concerning:

- the structure and functions of the committee;
- the role of the Chairman of the Committee;
- the effectiveness of the members of the Committee;
- the procedure of holding of meetings of the committee;
- information support of the Committee's Activity.

4.8. The Members of the Board of Directors fill in questionnaires and send them to the Corporate secretary for generalization of results.

4.9. The members of committees fill in questionnaires and send them to the secretary of committee for generalization of results.

4.10. The Corporate secretary on the basis of the received questionnaires prepares results of the self-assessment of work of the Board of Directors and brings them to the attention of the members of the Board of Directors.

4.11. The secretary of committee on the basis of the received questionnaires prepares results of the self-assessment of work of the relevant committee and brings them to the attention of the members of the relevant committee and the members of the Board of Directors.

5. Consideration of the results of the assessment of the Board of Directors

5.1. The results of the assessment of each committee of the Board of Directors are preliminarily considered at the internal meeting of the relevant committee.

5.2. The Board of Directors considers the report on results of the assessment of activity of the Board of Directors and its committees at the meeting in attendance.

5.3. The self-assessment of the Board of Directors has comparative character: at consideration of the results of the assessment of financial corporate year the comparison with the results of the assessment for the previous period is made.

5.4. The Chairman of the Board of Directors announces the results of the carried-out self-assessment of the Board of Directors and committees, focuses the attention of the members of the Board of Directors on the strong points of the work of the Board of Directors and the directions demanding improvement.

5.5. The members of the Board of Directors carefully and structurally discuss the results of the carried-out self-assessment of work of the Board of Directors, reveal the factors reducing efficiency of their activity and propose the actions directed on improvement of practice of work of the Board of Directors and its committees.

5.6. Following the results of discussion of evaluation of the work of the Board of Directors the Chairman of the Board of Directors organizes the development of the plan of measures directed on the increase of the efficiency of work of the Board of Directors which is approved by the Board of Directors.

6. The procedure of carrying out of the assessment by the independent consultant

6.1. Not less than once in three years the Company involves the external consultant for carrying out of the independent assessment of activity of the Board of Directors and its committees.

6.2. The choice of the consultant is carried out according to the provisions of the Federal law from July 18, 2011 No. 223-FZ "About purchases of goods, works, services by separate types of legal entities" and the Provision on the order of placement of orders for purchase of goods, performance of works, rendering of services for the needs of JSC TransContainer.

6.3. The consultant carries out the assessment of activity of the Board of Directors and its committees including following:

- questioning and individual interviews with the members of the Board of Directors, including the Chairman of the Board of Directors, Chairmen of committees, independent directors;
- the analysis of the information about the activity of the Board of Directors and its Committees.

6.4. Following the results of the work the external consultant makes the report on the assessment of the work of the Board of Directors with recommendations about the improvement of the work of the Board of Directors of the Company and presents it to the Chairman of the the Board of Directors (hereinafter – the Report).

6.5. The Committee on Nominations and Remunerations of the Company preliminarily considers the Report and prepares recommendations to the Board of Directors concerning the actions directed on the improvement of the work of the Board of Directors.

6.6. The Board of Directors considers the Report at the meeting in attendance and approves the plan of measures, directed on the improvement of practice of the work of the Board of Directors.

7. Disclosure of the information on the assessment

7.1. The information on the assessment of the Board of Directors and its committees is revealed in the annual report of the Company submitted to shareholders.

7.2. The information on the assessment of activity of the Board of Directors and its committees disclosed in the annual report and includes the following data:

- about the terms and form of carrying out of the assessment;
- about the procedure of carrying out of the assessment;
- about the consideration of results of the assessment at the meeting of the Board of Directors;
- about procedure of selection of the external organization, and also the declaration about the relations with the external organization (in case of carrying out the independent assessment) .

8. Final provisions

8.1. The present Provision is approved by the Board of Directors of the Company.

8.2. The changes are made to the present Provision according to the decision of the Board of Directors of the Company.

Annex No. 1
to the Provision on the assessment of
activity of the Board of Directors and
committees of the Board of Directors
of PJSC TransContainer

**The questionnaire for the self-assessment of the work of the Board of
Directors in corporate year**

1. Regarding performance of functions of the Board of Directors

1) What main objectives were set by the Board of Directors for _____ year¹:

- ☐ development of the strategy
- ☐ development of anti-recessionary measures
- ☐ risk management
- ☐ development of corporate management
- ☐ control of management
- ☐ _____

2) How did the Board of Directors cope with the tasks set for the year?

1	-	did not cope at all
2	-	did not cope
3	-	coped not in full
4	-	coped
5	-	coped in full

3) In your opinion, are all members of the Board of Directors in a due measure involved in the work of the Board of Directors (discuss questions, submit proposals, etc.)?

1	-	none of the members of the Board of Directors is in a due measure involved in work of the Board of Directors
2	-	most of the members of the Board of Directors are not involved in a due measure in work of the Board of Directors
3	-	some members of the Board of Directors are not in a due measure involved in work of the Board of Directors
4	-	most of the members of the Board of Directors are involved in work of the Board of Directors in a due measure
5	-	all members of the Board of Directors are involved in work in a due measure

*Comment*²: _____

¹ hereinafter in the text note your version of the answer.

² In case you want to comment your version of the answer, you can reflect your position in the line "comment".

-
- 4) How do you estimate the influence of independent directors on the work of the Board of Directors?

1	-	negatively
2	-	rather negatively
3	-	neutrally
4	-	rather positively
5	-	positively

Comment: _____

- 5) Whether independent directors are capable to submit independent judgements concerning the agenda?

1	-	no
2	-	rather no
3	-	rather yes
4	-	yes
5	-	independent directors always submit independent judgements concerning the agenda of a meeting

Comment: _____

- 6) How you estimate the work of the committees of the Board of Directors?

1	-	negatively
2	-	rather negatively
3	-	neutrally
4	-	rather positively
5	-	positively

Comment: _____

- 7) How significant for the Board of Directors are the recommendation, developed by the committees?

1	-	are not significant at all
2	-	are not significant
3	-	the recommendations of the committees are considered, but not in a due measure
4	-	are rather significant
5	-	are significant

Comment: _____

- 8) Does the Board of Directors exercise appropriate control of execution of the made decisions?

1	-	does not exercise control of execution of the made decisions
2	-	exercises control not in a due measure
3	-	controls execution of the made decisions properly on a constant basis

- 9) How actively do the members of the Board of Directors participate in formation of the plan of work for a year?

1	-	do not participate at all
2	-	insufficiently actively
3	-	not actively
4	-	actively
5	-	rather actively

Comment: _____

- 10) Do you think that the representatives of shareholders always vote in interests of the Company?

1	-	no
2	-	rather no
3	-	some representatives of shareholders vote not in interests of the Company
4	-	rather yes
5	-	yes

Comment: _____

- 11) Do you consider the relations between representatives of majority and minority shareholders in the Board of Directors to be constructive?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

12) Do you consider the existing relations between management and the Board of Directors to be constructive?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

13) How effectively does the Board of Directors resolve the arising conflicts of interests?

1	-	not effectively
2	-	not effectively enough
3	-	rather effectively
4	-	effectively, in most cases
5	-	effectively

Comment: _____

14) May you say, what the Board of Directors pays sufficient attention to the strategy of the Company?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

15) How you think, does the Board of Directors pay enough attention to risks which can have essential impact on activity of the Company?

1	-	does not pay at all
2	-	rather not enough
3	-	not enough
4	-	enough
5	-	pays much attention

Comment: _____

16) How you think, does the Audit committee work independently enough from the management of the Company?

1	-	absolutely dependent
2	-	rather dependent
3	-	not independent enough
4	-	in most cases yes
5	-	always works independently

Comment: _____

17) How you think, does the Audit committee on work independently enough from the controlling shareholder of the Company?

1	-	absolutely dependent
2	-	rather dependent
3	-	not independent enough
4	-	in most cases yes
5	-	always works independently

Comment: _____

18) How you think, do members of the Board of Directors have sufficient knowledge and experience for effective implementation of the functions assigned to the Board of Directors?

1	-	none of the members of the Board of Directors has sufficient knowledge and experience
2	-	most of the members of the Board of Directors have no sufficient knowledge and experience
3	-	some members of the Board of Directors have sufficient knowledge and experience
4	-	most of the members of the Board of Directors have sufficient knowledge and experience
5	-	all members of the Board of Directors have sufficient knowledge and experience

Comment: _____

II. Regarding the procedure of holding the meetings of the Board of Directors

- 1) Is, in your opinion, the Board of Directors a "platform" for development of effective administrative decisions?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 2) How you estimate the level of attendance of meetings by the members of the Board of Directors?

1	-	low
2	-	rather low
3	-	average
4	-	rather high
5	-	high

Comment: _____

- 3) In your opinion, does the order of holding meetings allow all members of the Board of Directors to express their opinions and comments?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 4) In your opinion, is the discussion of issues of the agenda constructive, does it lead to making the most effective decision?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 5) Do you consider the atmosphere of holding the meetings of the Board of Directors to be favourable for adoption of effective administrative decisions?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 6) Is the chairman of the Board of Directors the moderator directing the discussion course?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 7) Are you satisfied with quantity and regularity of the meetings of the Board of Directors?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 8) Do you consider the ratio of the meetings held in attendance and in absence to be acceptable?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

III. Regarding the information support of the Board of Directors

- 1) Whether the terms of provision of information/materials concerning the agenda allow to prepare properly for a meeting of the Board of Directors?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 2) Are you satisfied by the quality of the provided materials concerning the agenda, on format and volume?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 3) Are you satisfied with the quality of reports on the agenda?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 4) Are you satisfied with the quality and terms of provision of the additional materials requested by the members of the Board of Directors?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

IV. Proposals on increase of the efficiency of work of the Board of Directors

Annex No. 2

to the Provision on the assessment of activity of the Board of Directors and committees of the Board of Directors of PJSC TransContainer

**The questionnaire for the self-assessment of the work of the
Audit committee in corporate year**

I. Regarding performance of functions of the Audit committee

- 1) What main objectives were set by the Audit committee for _____ year³:
- ☐ the organization of effective interaction with the external auditor of the Company
 - ☐ the organization of effective interaction with the Internal audit service of the Company
 - ☐ the monitoring over the veracity and completeness of the financial statements of the Company
 - ☐ the improvement of the Internal audit system
 - ☐ the development of risk management system
 - ☐ control of transactions
 - ☐ _____
 - _____

- 2) How did the Audit committee cope with the tasks set for the year?

1	-	did not cope at all
2	-	did not cope
3	-	coped not in full
4	-	coped
5	-	coped in full

*Comment*⁴: _____

³ hereinafter in the text note your version of the answer.

⁴ In case you want to comment your version of the answer, you can reflect your position in the line "comment".

- 3) In your opinion, are all Audit committee members in a due measure involved in the work of the Committee (discuss questions, submit proposals, etc.)?

1	-	none of the Audit committee members is in a due measure involved in work of the committee
2	-	most of the Audit committee members are not involved in a due measure in work of the committee
3	-	most of the Audit committee members are not in a due measure involved in work of the committee
4	-	most of the Audit committee members are involved in a due measure in work of the committee
5	-	all Audit committee members are involved in a due measure in work of the committee

Comment: _____

- 4) How you think, how significant at decision-making by the Board of Directors are the recommendations developed by the Audit committee?

1	-	are not significant at all
2	-	are not significant
3	-	the recommendations of the committees are considered, but not in a due measure
4	-	are rather significant
5	-	are significant

Comment: _____

- 5) How actively do the Audit committee members participate in formation of the plan of work of the Committee for a year?

1	-	do not participate at all
2	-	insufficiently actively
3	-	not actively
4	-	actively
5	-	rather actively

Comment: _____

- 6) Do you consider the existing relations between management and the Audit committee to be constructive?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 7) How you think, does the Audit committee pay enough attention to risks which can have essential impact on activity of the Company?

1	-	does not pay at all
2	-	rather not enough
3	-	not enough
4	-	enough
5	-	pays much attention

Comment: _____

- 8) How you think, does the Audit committee work independently enough from the management of the Company?

1	-	absolutely dependent
2	-	rather dependent
3	-	not enough
4	-	in most cases yes
5	-	always works independently

Comment: _____

- 9) How you think, do the Audit committee members have sufficient knowledge and experience for effective implementation of the functions assigned to the Audit committee?

1	-	none of the Audit committee members has sufficient knowledge and experience
2	-	most of the Audit committee members do not have sufficient knowledge and experience

3	-	some Audit committee members have sufficient knowledge and experience
4	-	most of the Audit committee members have sufficient knowledge and experience
5	-	all Audit committee members have sufficient knowledge and experience

Comment: _____

II. Regarding the order of holding of meetings of the Audit committee

- 1) How you estimate the level of attendance of meetings by the Audit committee members?

1	-	low
2	-	rather low
3	-	average
4	-	rather high
5	-	high

Comment: _____

- 2) In your opinion, does the order of holding meetings allow all Audit committee members to express their opinions and comments?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 3) In your opinion, is the discussion of issues of the agenda of meetings of the Audit committee constructive?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 4) Do you consider the atmosphere of holding meetings of the Audit committee to be favourable for development of the most useful/productive recommendations to the Board of Directors?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 5) Is the Chairman of the Audit committee the moderator directing the discussion course?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 6) Are you satisfied with quantity and regularity of the meetings of the Audit committee?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

III. Regarding the information support of the Audit committee

- 1) Whether the terms of provision of information/materials concerning the agenda allow to prepare properly for a meeting of the Audit committee?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 2) Are you satisfied by the quality of the provided materials concerning the agenda, on format and volume?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 3) Are you satisfied with the quality of reports on the agenda?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

Annex No. 3
to the Provision on the assessment of
activity of the Board of Directors and
committees of the Board of Directors
of PJSC TransContainer

**The questionnaire for the self-assessment of the work of the Committee on
Nominations and Remunerations in corporate year**

***I. Regarding performance of functions of the Committee on Nominations
and Remunerations***

- 1) What main objectives were set by the Committee on Committee on Nominations and Remunerations for _____ year⁵:
- ☐ preparation of proposals under the terms of the employment contract with the Director General of the Company
 - ☐ development of recommendations about system of motivation of management of the Company
 - ☐ monitoring of system the of remuneration of the members of the Board of Directors, members of committees of the Board of Directors, the director general and management of the Company
 - ☐ development of corporate management
 - ☐ development of recommendations to the Board of Directors concerning the personnel policy of the Company
 - ☐ development of recommendations to the Board of Directors under the terms of long-term programs of stimulation of the members of the Board of directors, the Director general and management of the Company
 - ☐ the assessment of compliance of the Board of the Company with the independence criteria.
 - ☐ _____
 - ☐ _____

- 2) How did the Committee on Nominations and Remunerations cope with the task set for the year?

1	-	did not cope at all
2	-	did not cope
3	-	coped not in full
4	-	coped
5	-	coped in full

*Comment*⁶: _____

⁵ hereinafter in the text note your version of the answer.

⁶ In case you want to comment your version of the answer, you can reflect your position in the line "comment".

- 3) In your opinion are all members of the Committee on Nominations and Remunerations in a due measure involved in the work of the Committee (discuss questions, submit proposals, etc.)?

1	-	none of the members of the Committee on Nominations and Remunerations is in a due measure involved in work of the committee
2	-	most of the members of the Committee on Nominations and Remunerations are not involved in a due measure in work of the committee
3	-	some members of the Committee on Nominations and Remunerations are not in a due measure involved in work of the committee
4	-	most of the members of the Committee on Nominations and Remunerations are involved in a due measure in work of the committee
5	-	all members of the Committee on Nominations and Remunerations are involved in a due measure in work of the committee

Comment: _____

- 4) How you think, how significant at decision-making by the Board of Directors are the recommendations developed by the Committee on Nominations and Remunerations?

1	-	are not significant at all
2	-	are not significant
3	-	the recommendations of the committees are considered, but not in a due measure
4	-	are rather significant
5	-	are significant

Comment: _____

- 5) How actively do the members of the Committee on Nominations and Remunerations participate in formation of the plan of work of the Committee for a year?

1	-	do not participate at all
2	-	insufficiently actively
3	-	not actively
4	-	actively
5	-	rather actively

Comment: _____

- 6) Do you consider the existing relations between management the Committee on Nominations and Remunerations?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 7) How you think, does the Committee on Nominations and Remunerations work independently enough from the management of the Company?

1	-	absolutely dependent
2	-	rather dependent
3	-	not enough
4	-	in most cases yes
5	-	always works independently

Comment: _____

- 8) How you think, do the members of the Committee on Nominations and Remunerations have sufficient knowledge and experience for effective implementation of the functions assigned to the Committee on Nominations and Remunerations?

1	-	none of the members of the Committee on Nominations and Remunerations has sufficient knowledge and experience
2	-	most of the members of the Committee on Nominations and Remunerations have no sufficient knowledge and experience
3	-	some members of the Committee on Nominations and Remunerations have sufficient knowledge and experience
4	-	most of the members of the Committee on Nominations and Remunerations have sufficient knowledge and experience
5	-	all members of the Committee on Nominations and Remunerations have sufficient knowledge and experience

Comment: _____

II. Regarding holding meetings of the Committee on Nominations and Remunerations

- 1) How you estimate the level of attendance of meetings by the members of the Committee on Nominations and Remunerations?

1	-	low
2	-	rather low
3	-	average
4	-	rather high
5	-	high

Comment: _____

- 2) In your opinion, does the order of holding meetings allow all members of the Committee on Nominations and Remunerations to express their opinions and comments?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 3) In your opinion, is the discussion of issues of the agenda of meetings of the Committee on Nominations and Remunerations constructive?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 4) Do you consider the atmosphere of holding meetings of the Committee on Nominations and Remunerations to be favourable for development of the most useful/productive recommendations to the Board of Directors?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 5) Is the Chairman of the Committee on Nominations and Remunerations the moderator directing the discussion course?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 6) Are you satisfied with quantity and regularity of the meetings of the Committee on Nominations and Remunerations?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

III. Regarding the information support of the Committee on Nominations and Remunerations

- 1) Whether the terms of provision of information/materials concerning the agenda allow to prepare properly for a meeting of the Committee on human resources and remuneration?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 2) Are you satisfied by the quality of the provided materials concerning the agenda, on format and volume?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 3) Are you satisfied with the quality of reports on the agenda?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

Annex No. 4
to the Provision on the assessment of
activity of the Board of Directors and
committees of the Board of Directors
of PJSC TransContainer

**The questionnaire for the self-assessment of the work of the Strategy
Committee in corporate year**

1. Regarding performance of functions of the Strategy committee

- 1) What main objectives were set by the Strategy committee for _____ year⁷:
- ☐ Consideration of the strategy of development of the Company
 - ☐ Consideration of the budget of the Company and report on results of implementation of the budget of the Company
 - ☐ Consideration of the investment program
 - ☐ Consideration of separate strategic initiatives
 - ☐ Consideration of reports on activity of subsidiaries and affiliates
 - ☐ Consideration of reasonability of participation of the Company in other organizations
 - ☐ _____
 - _____

- 2) How did the Strategy committee cope with the tasks set for the year?

1	-	did not cope at all
2	-	did not cope
3	-	coped not in full
4	-	coped
5	-	coped in full

*Comment*⁸: _____

⁷ hereinafter in the text note your version of the answer.

⁸ In case you want to comment your version of the answer, you can reflect your position in the line "comment".

- 3) In your opinion, are all Strategy committee members in a due measure involved in the work of the Committee (discuss questions, submit proposals, etc.)?

1	-	none of the Strategy committee members is in a due measure involved in work of the committee
2	-	most of the Strategy committee members are not involved in a due measure in work of the committee
3	-	most of the Strategy committee members are not in a due measure involved in work of the committee
4	-	most of the Strategy committee members are involved in a due measure in work of the committee
5	-	all Strategy committee members are involved in a due measure in work of the committee

Comment: _____

- 4) How you think, how significant at decision-making by the Board of Directors are the recommendations developed by the Strategy committee?

1	-	are not significant at all
2	-	are not significant
3	-	the recommendations of the committees are considered, but not in a due measure
4	-	are rather significant
5	-	are significant

Comment: _____

- 5) How actively do the Strategy committee members participate in formation of the plan of work of the Committee for a year?

1	-	do not participate at all
2	-	insufficiently actively
3	-	not actively
4	-	actively
5	-	rather actively

Comment: _____

- 6) Do you consider the existing relations between management and the Strategy committee to be constructive?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 7) How you think, does the Strategy committee on work independently enough from the management and majority shareholder of the Company?

1	-	absolutely dependent
2	-	rather dependent
3	-	not enough
4	-	in most cases yes
5	-	always works independently

Comment: _____

- 8) How you think, do the Strategy committee members have sufficient knowledge and experience for effective implementation of the functions assigned to the Strategy committee?

1	-	none of the Strategy committee members has sufficient knowledge and experience
2	-	most of the Strategy committee members do not have sufficient knowledge and experience
3	-	some Strategy committee members have sufficient knowledge and experience
4	-	most of the Strategy committee members have sufficient knowledge and experience
5	-	all Strategy committee members have sufficient knowledge and experience

Comment: _____

II. Regarding the order of holding of meetings of the Strategy committee

- 1) How you estimate the level of attendance of meetings by the Strategy committee members?

1	-	low
2	-	rather low
3	-	average
4	-	rather high
5	-	high

Comment: _____

- 2) In your opinion, does the order of holding meetings allow all Strategy committee members to express their opinions and comments?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 3) In your opinion, is the discussion of issues of the agenda of meetings of the Strategy committee constructive?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 4) Do you consider the atmosphere of holding meetings of the Strategy committee to be favourable for development of the most productive recommendations to the Board of Directors?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 5) Is the Chairman of the Strategy committee the moderator directing the discussion course?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 6) Are you satisfied with quantity and regularity of the meetings of the Strategy committee?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

III. Regarding the information support of the Strategy committee

- 1) Whether the terms of provision of information/materials concerning the agenda allow to prepare properly for a meeting of the Strategy committee?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 2) Are you satisfied by the quality of the provided materials concerning the agenda, on format and volume?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____

- 3) Are you satisfied with the quality of reports on the agenda?

1	-	no
2	-	rather no
3	-	not always
4	-	rather yes
5	-	yes

Comment: _____
