

Statement of Material Fact
“On certain decisions made by the Emitent's Board of Directors”

Notice on insider information

1. General Information							
1.1. Full corporate name of the issuer	<i>Public Joint-Stock Company “Centre for cargo container traffic “TransContainer”</i>						
1.2. Short corporate name of the issuer	<i>PJSC TransContainer</i>						
1.3. Issuer’s registered address	<i>Oruzheyniy Pereulok 19 Moscow, Russian Federation 125047</i>						
1.4. Issuer’s Principal State Registration Number (OGRN)	<i>1067746341024</i>						
1.5. Issuer’s Taxpayer Identification Number (INN)	<i>7708591995</i>						
1.6. Issuer’s unique code assigned by the registration agency	<i>55194-E</i>						
1.7. Webpage used by the issuer for disclosure of information	http://www.trcont.ru http://www.e-disclosure.ru/portal/company.aspx?id=11194						
2. Contents of the Statement							
On other decisions relating to the preparation, convening and holding of the general meeting of members (shareholders) of the issuer							
2.1. The quorum of the meeting of the Issuer’s Board of Directors: <i>10 of 11 members of the Board of Directors of PJSC TransContainer participated in the meeting of the Board of Directors. The quorum is reached.</i>							
2.2. The results of voting on the issues relating to making decisions:							
<i>Issue 5: About preliminary approval of the annual report of PJSC TransContainer for 2015.</i>							
<i>Results of voting:</i>	<table style="margin-left: 40px;"> <tr> <td style="padding-right: 20px;"><i>"for"</i></td> <td><i>10 (Bessonov G.I., Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Panchenko A.A., Tyurkner A., Shaydaev M.M., Shitkina I.S.)</i></td> </tr> <tr> <td><i>"against"</i></td> <td><i>none</i></td> </tr> <tr> <td><i>"abstained"</i></td> <td><i>none</i></td> </tr> </table>	<i>"for"</i>	<i>10 (Bessonov G.I., Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Panchenko A.A., Tyurkner A., Shaydaev M.M., Shitkina I.S.)</i>	<i>"against"</i>	<i>none</i>	<i>"abstained"</i>	<i>none</i>
<i>"for"</i>	<i>10 (Bessonov G.I., Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Panchenko A.A., Tyurkner A., Shaydaev M.M., Shitkina I.S.)</i>						
<i>"against"</i>	<i>none</i>						
<i>"abstained"</i>	<i>none</i>						
<i>Issue 6: Consideration of the annual financial reporting of PJSC TransContainer for 2015.</i>							
<i>Results of voting:</i>	<table style="margin-left: 40px;"> <tr> <td style="padding-right: 20px;"><i>"for"</i></td> <td><i>10 (Bessonov G.I., Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Panchenko A.A., Tyurkner A., Shaydaev M.M., Shitkina I.S.)</i></td> </tr> <tr> <td><i>"against"</i></td> <td><i>none</i></td> </tr> <tr> <td><i>"abstained"</i></td> <td><i>none</i></td> </tr> </table>	<i>"for"</i>	<i>10 (Bessonov G.I., Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Panchenko A.A., Tyurkner A., Shaydaev M.M., Shitkina I.S.)</i>	<i>"against"</i>	<i>none</i>	<i>"abstained"</i>	<i>none</i>
<i>"for"</i>	<i>10 (Bessonov G.I., Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Panchenko A.A., Tyurkner A., Shaydaev M.M., Shitkina I.S.)</i>						
<i>"against"</i>	<i>none</i>						
<i>"abstained"</i>	<i>none</i>						
<i>Issue 7: About distribution of PJSC TransContainer profit following the results of 2015.</i>							

Results of voting:	"for"	4 (Bessonov G.I., Panchenko A.A., Tyurkner A., Shaydaev M.M.)
	"against"	6 (Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Shitkina I.S.)
	"abstained"	none

Issue 8:**About payment on dividends following the results of 2015.**

Results of voting:	"for"	4 (Bessonov G.I., Panchenko A.A., Tyurkner A., Shaydaev M.M.)
	"against"	6 (Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Shitkina I.S.)
	"abstained"	none

Issue 10:**About remuneration of members of Audit Committee of PJSC TransContainer.**

Results of voting:	"for"	10 (Bessonov G.I., Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Panchenko A.A., Tyurkner A., Shaydaev M.M., Shitkina I.S.)
	"against"	none
	"abstained"	none

Issue 11:**About the Company's Auditor.**

Results of voting:	"for"	10 (Bessonov G.I., Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Panchenko A.A., Tyurkner A., Shaydaev M.M., Shitkina I.S.)
	"against"	none
	"abstained"	none

Issue 17:**About approval of form and text of the voting bulletins at the Annual General Shareholders Meeting.**

Results of voting:	"for"	8 (Bessonov G.I., Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Panchenko A.A., Tyurkner A., Shaydaev M.M.)
	"against"	none
	"abstained"	none

The member of Board of Directors Shitkina I.S. didn't vote concerning this draft decision.

Decision made:

To approve the form and the text of voting bulletins at annual General shareholder meeting (the Annexes No. No. 3 - 6 to the minutes of the Board of directors).

Issue 18:

About definition of the postal address where filled in bulletins may be forwarded.

<i>Results of voting:</i>	<i>"for"</i>	<i>8 (Bessonov G.I., Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Panchenko A.A., Tyurkner A., Shaydaev M.M.)</i>
	<i>"against"</i>	<i>none</i>
	<i>"abstained"</i>	<i>none</i>

The member of Board of Directors Shitkina I.S. didn't vote concerning this draft decision.

Decision made:

About definition of the postal address where filled in bulletins may be forwarded. 125047, Moscow, ul. Oruzheiniy lane, 19, the reception.

Issue 19:

About the assessment of candidates for the Board of directors of the Company.

<i>Results of voting:</i>	<i>"for"</i>	<i>8 (Werner R., Davydov A.Yu., Iskaliev E.S., Kostenets I.A., Novozhilov Yu.V., Tyurkner A., Shaydaev M.M., Shitkina I.S.)</i>
	<i>"against"</i>	<i>1(Panchenko A.A.)</i>
	<i>"abstained"</i>	<i>1 (Bessonov G.I.)</i>

2.3. Contents of the decisions made by the Issuers' Board of Directors:

5. Decision made:

1.1. To approve preliminarily the annual report of the PJSC TransContainer for 2015 year (Annex No.2 to the Minutes of the Board of Directors).

1.2. To recommend to the annual General shareholder meeting to approve the annual report of PJSC TransContainer for 2015.

6. Decision made:

To recommend the annual General Shareholders Meeting approving of the annual financial statement of PJSC TransContainer for 2015, including the report about profit and losses (Annex No.3 to the Minutes of the Board of Directors).

7. Undecided.

8. Undecided.

10. Decision made:

To recommend the annual General Shareholders Meeting to approve The draft decision put to a vote about annual remuneration of the members of the Revision Committee according to the Provision about remuneration of Company's Revision Committee members in the following amount:

to Chamortseva E.I. - 225, 000 roubles (including 50% extra charge to the Chairman of the Audit Committee);

to Davydov S.V. - 150, 000 roubles;

to Lem N.A. - 150, 000 roubles;

to Chernyavskaya A.N. - 150, 000 roubles.

11. Decision made:

To recommend the General Shareholders Meeting of PJSC TransContainer appointing CJSC PricewaterhouseCoopers Audit as the auditor of PJSC TransContainer aimed at financial audit of the Company's finance statement for 2016 according to the national accounting standards and international financial reporting standards.

17. Decision made:

To approve the form and the text of voting bulletins at annual General shareholder meeting (the Annexes No. No. 3 - 6 to the minutes of the Board of directors).

18. Decision made:

About definition of the postal address where filled in bulletins may be forwarded. 125047, Moscow, ul. Oruzheiniy lane, 19, the reception.

19. Decision made:

The Board of directors, having estimated the experience, knowledge, business reputation, absence of the conflict of interests, and also compliance to criteria of independence of candidates for Board of directors, made the following conclusions:

1. The knowledge, experience in various areas, and also business reputation of the candidates proposed in the structure of the Board of directors will allow them to carry out the duties of the board members, and also will promote formation of the balanced structure of the Board of directors for performance of the functions and tasks assigned to it;

2. By the results of the analysis of information provided by candidates the existence of the conflict of interests was not found.

3. From among the candidates proposed in the Board of directors:

– 2 candidates meet the criteria of independence according to the recommendations of the Code of the corporate management recommended for application by the Bank of Russia (Verner Richard Andreas and Turkner Arvid);

– 3 candidates meet the criteria of independence according to the requirements of the rules of listing (Verner Richard Andreas, Turkner Arvid and Shitkina Irina Sergeyevna).

4. Despite the existence of the criterion of connectedness with the Company of the candidate for the Board of directors Ikonnikov Alexander Vyacheslavovich, the Board of directors believes that such connectedness can not have significant effect on the ability Ikonnikov A.V. to make independent, objective and conscientious decisions.

2.4. Date of holding the meeting of the Issuer's Board of Directors, during which the above mentioned decisions were made: **17th May 2016.**

2.5. Date of making and number of the Minutes of the meeting of the Issuer's Board of Directors during which the above mentioned decisions were made: **Minutes No. 12 of 20th May 2016.**

2.6. In case the agenda of the meeting of the Issuer's Board of Directors includes issues related to

the implementation of the rights of certain securities of the issuer, indicate identification characteristics of securities: *Ordinary registered shares of PJSC TransContainer (uncertified securities)*, state registration number of the issue: *1-01 -55 194-E*, the date of state registration: *May 11, 2006*.

3. Signatures

3.1. Director General
Of PJSC TransContainer

P. V. Baskakov

(signature)

3.2. 20 May 20 16

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