

**Statement of Material Fact**  
**"Concerning certain decisions made by the Emitent's Board of Directors"**

1. General Information	
1.1. Full Emitent's Company name	<i>Public Joint-Stock Company "Centre for cargo container traffic "TransContainer"</i>
1.2. Abbreviated Emitent's Company name	<i>PJSC TransContainer</i>
1.3. Registered address of the Emitent:	<i>Oruzheyniy Pereulok 19 Moscow, Russian Federation 125047</i>
1.4. Emitent's MSRN	<i>1067746341024</i>
1.5. Emitent's TIN	<i>7708591995</i>
1.6. Emitent's unique code assigned by the registering authority	<i>55194-E</i>
1.7. URL used by the Emitent to disclose information	<a href="http://www.trcont.ru">http://www.trcont.ru</a> <a href="http://www.e-disclosure.ru/portal/company.aspx?id=11194">http://www.e-disclosure.ru/portal/company.aspx?id=11194</a>
<i>On approval of transactions recognized by the law of the Russian Federation as interested party transactions</i>	
<p>2.1. The quorum of the Emitent's Board of Directors: <i>the meeting of the Board of Directors of PJSC TransContainer was attended by 11 of 11 members of the Board of Directors. According to the Articles 68 and 83 of the Federal Law "About Joint Stock Companies" the quorum is reached and the meeting of the Board of Directors of PJSC TransContainer is legally competent.</i></p> <p>2.2. The results of voting concerning the issues of decisions making:</p> <p style="padding-left: 40px;"><i>6.1. About approval of conclusion the agreements concerning protection of information being a commercial secret between JSC RZD and PJSC TransContainer.</i>  <i>For: 11</i>  <i>Against: none.</i>  <i>Abstained: none.</i></p> <p style="padding-left: 40px;"><i>6.2. About approval of signing the Supplementary Agreement No. 6 to the Commercial Property Lease Agreement being property of JSC RZD, dd. 27.12.2007 No. UPHA/4/A/0711010000/07/003225 (6d, Otlichnikov per., Voronezh, Voronezh region) to be signed by JSC Russian Railways (South-Eastern direction acting in operating of terminal warehouse complex - structural subdivision of the Central direction managing the terminal warehouse complex - branch of JSC Russian Railways) and PJSC TransContainer (South-Eastern branch).</i>  <i>For: 10</i>  <i>Against: none.</i>  <i>Abstained: 1.</i></p> <p>2.3. The content of the decisions made by the Emitent's Board of Directors:</p> <p><i>6.1.</i></p> <p style="padding-left: 40px;"><i>1. To define that the Subject of the Agreement for protection of the information being a commercial secret does not assume payments between the parties.</i></p> <p style="padding-left: 40px;"><i>2. To approve of signing the Agreement for protection of the information being a commercial secret between JSC RZD and PJSC TransContainer being an interested party transaction on the following terms:</i></p> <p style="padding-left: 80px;"><i>The Parties to the Agreement: JSC Russian Railways and PJSC TransContainer</i></p> <p style="padding-left: 80px;"><i>The Subject of the Agreement: The Agreement is concluded in order to ensure the</i></p>	

*confidentiality of the information received being a commercial secret between the Parties. The liabilities concerning the Agreement also apply to the information being a commercial secret received by the Parties from each other in process of their co-operation before conclusion of the present Agreement.*

*Contract validity terms: The Agreement starts to be effective from the date of its signing by the Parties and is valid during 5 (five) years.*

*In case none of the Parties notifies another Party of termination of the Agreement at least 30 (thirty) calendar days before the date of its expiration the Agreement is deemed to be prolonged to the next calendar year.*

## 6.2.

*The draft decision:*

*1. To establish that the cost for lease of the immovable property - premises No.7, 8, 9, 17, 20, 21 located on the ground floor of the maintenance complex placed at: Voronezh region, Voronezh, per. Otlichnikov, 6d, is*

- from February 1, 2015 - 44,073. 70 RUR per month including VAT 18%;*
- from March 1, 2015 - 50,975. 64 RUR per month including VAT 18% or 611,707. 70 RUR per year including VAT 18%.*

*2. To approve of signing the Supplementary Agreement No. 6 to the Commercial Property Lease Agreement being property of JSC RZD, dd. 27.12.2007 No. ЦРПА/4/А/0711010000/07/003225 (6d, Otlichnikov per., Voronezh, Voronezh region) to be signed by JSC Russian Railways (South-Eastern direction acting in operating of terminal warehouse complex - structural subdivision of the Central direction managing the terminal warehouse complex - branch of JSC Russian Railways) and PJSC TransContainer (South-Eastern branch) as an interested party transaction on the following terms:*

*The Parties to the Supplementary Agreement:*

*JSC Russian Railways (South-Eastern direction acting in operating of terminal warehouse complex - structural subdivision of the Central direction managing the terminal warehouse complex - branch of JSC Russian Railways) - Leaseholder and PJSC TransContainer (South-Eastern branch) - Tenant.*

*The Subject of the Supplementary Agreement:*

*1. To make the following amendments in the Contract of immovable property lease of JSC RZD No.ЦРПА/4/А/0711010000/07/003225 dd. 27.12.2007 (hereinafter - the Contract):*

*1.1. The clause 1.1. of the Contract to be read in the following edition:*

*"1.1. The Leaseholder transfers and the Tenant accepts for rent, for payment, for temporary owning and use commercial immovable property with the general characteristics mentioned in the Annex No.1 to the present Contract being its integral part, situated at: Voronezh region, Voronezh, per. Otlichnikov, 6d with the common area of 113.3 m<sup>2</sup> consisting of: non-residential premises No. 7, 8, 9, 17, 20, 21 located on the ground floor of the maintenance complex (hereinafter - Immovable property).*

*1.2. The paragraph 2 of the Clause of the Contract to be read in the following edition:*

*"According to the Parties Agreement about the amount of rent for temporary use of immovable property (Annex No.2 to the present Agreement) the rent is deemed to be equal to:*

- from February 1, 2015 - 44,073 (forty four thousand seventy three) 70 RUR per month including VAT 18%;*
- from March 1, 2015 - 50,975 (fifty thousand nine hundred seventy five 64 RUR per month including VAT 18% or 611,707 (six hundred eleven thousand seven hundred seven) 70 RUR per year including VAT 18%.*

*The Supplementary Agreement validity terms:*

*The Supplementary Agreement enters into force from the date of its signing by the Parties, is valid during the Agreement validity terms and covers the relations between the Parties arising from 01.02.2015.*

2.4. The date of the meeting of the Emitent's Board of Directors when the relevant decisions were made: **June 17, 2015.**

2.5. The date and the number of the Minutes of the meeting of the Emitent's Board of Directors when the relevant decisions were made: **the Minutes No.15 dd. June 19, 2015.**

3. Signature

3.1. Acting General Director  
PJSC "TransContainer" by order of  
16.06.2015 №222 /ok.

V.V. Chisnakov

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(signature)

3.2. Date " 19 " June 20 15 -

Stamp