

Statement of Material Fact
"Concerning certain decisions made by the Emitent's Board of Directors"
Notification on insider information

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	http://www.trcont.ru http://www.e-disclosure.ru/portal/company.aspx?id=11194
2. Content of statement	
<i>On approval of transactions recognized by the law of the Russian Federation as interested party transactions</i>	
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. The quorum is reached.</i>	
2.2. The results of voting concerning the issues of decisions making:	
<p><i>4.1. About approval of signing the Agreement for termination of the Contract of lease of real estate of JSC Russian Railways No. ЦПНА/4/А/1511010000/08/001538/129 dd. 24.07.2008 (Amur Region, Blagoveshchensk, Stantsionnaya str., 70), between by JSC RZD (Zabaikalsk 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 (Zabaikalsk branch).</i></p> <p><i>Voting results:</i> <i>For: 11 (Besedin I.S., Bessonov G.I., Werner R.A. Davydov A.Yu., Iskaliev E.S., Kostenec I.A., Novozhilov Yu.V., Panchenko A.A., Tuerkner A., Shaidaev M.M., Shitkina I.S.).</i> <i>Against: none.</i> <i>Abstained: none.</i></p>	
<p><i>4.2. About approval of the conclusion of the Contract of Lease of the Real estate being the property of PJSC TransContainer (Moscow, station Lyublino, Maryino park) between JSC RZD Logistics and PJSC TransContainer (Moscow branch).</i></p> <p><i>Voting results:</i> <i>For: 7 (Werner R.A. Davydov A.Yu., Iskaliev E.S., Kostenec I.A., Novozhilov Yu.V., Shaidaev M.M., Shitkina I.S.).</i> <i>Against: none.</i> <i>Abstained: 2 (Panchenko A.A., Tuerkner A.).</i> <i>When counting the votes, the votes of chairperson of the Board of Directors Besedin I.S. and member of the Board of Directors Bessonov G.I. were not taking into account because they are the persons with an interest in the conclusion of the transaction (Besedin I.S. and Bessonov G.I. are the members of the Board of Directors of JSC "Russian Railways Logistics").</i></p>	
<p><i>4.3. About approval of the conclusion of the Contract of Lease of the Real estate being the property of PJSC TransContainer (Oruzheynny pereulok, 19, Moscow) between JSC UTLC and PJSC TransContainer.</i></p>	

Voting results:

For: 8 (Besedin I.S., Bessonov G.I., Werner R.A. Davydov A.Yu., Iskaliev E.S., Kostenec I.A., Novozhilov Yu.V., Shaidaev M.M.).

Against: none.

Abstained: 2 (Panchenko A.A., Tuerkner A.).

When counting the votes, the vote of member of the Board of Directors Shitkina I.S. was not taking into account because she is the persons with an interest in the conclusion of the transaction (Shitkina I.S. is the members of the Board of Directors of JSC "UTLC").

4.4. About the approval of conclusion of the Contract of Purchase and Sale of land parcels being the property of JSC RZD (Irkutsk Region, Irkutsk) between PJSC TransContainer (East-Siberian Branch) and JSC RZD (East-Siberian Railway - the branch of JSC RZD).

Voting results:

For: 11 (Besedin I.S., Bessonov G.I., Werner R.A. Davydov A.Yu., Iskaliev E.S., Kostenec I.A., Novozhilov Yu.V., Panchenko A.A., Tuerkner A., Shaidaev M.M., Shitkina I.S.).

Against: none.

Abstained: none.

2.3. The content of the decisions made by the Emitent's Board of Directors:

4.1.

1. To determine that the Agreement for termination of the Contract of Lease of the Real estate of JSC Russian Railways dd. 24.07.2008 No. ЦРПА/4/А/1511010000/08/001538/129 does not change the rent under the Contract.

2. To approve signing of the Agreement for termination of the Contract of Lease of the Real estate of JSC Russian Railways dd. 24.07.2008 No. ЦРПА/4/А/1511010000/08/001538/129 between JSC Russian Railways (Zabaikalsk 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 (Zabaikalsk branch), as an deal of special interest, on the following conditions:

The Parties to the Agreement: JSC Russian Railways (Zabaikalsk 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 (Zabaikalsk branch) - Tenant.

The Subject of the Agreement: termination of the Lease of the Real estate of JSC Russian Railways dd. 24.07.2008 No. ЦРПА/4/А/1511010000/08/001538/129.

The real estate is two compartments with total area of 126.3 sq.m.: No.4 with area of 62.5 sq.m. and No.5 with area of 63.8 sq.m. located in the Garage building comprised of 6 compartments, at the address: Amur Region, Blagoveshchensk, Stantsionnaya, 70.

Agreement validity terms: The Agreement comes into effect from the date of its signing by the Parties and is an integral part of the Contract. This Agreement shall apply to the relations of the Parties that started before its effective date since July 1, 2015.

4.2.

1. To determine that the rent for use of the Real estate - a part of production site with paving (inventory No. 002/01/00000069), with area of 800.0 sq.m. located at the address: Moscow, station Lyublino, Maryino park, amounts to 83,200 roubles per month (VAT included);

2. To approve the conclusion of the Contract of Lease of the Real being the property of PJSC TransContainer (Moscow, station Lyublino, Maryino park) between PJSC TransContainer (Moscow branch) and JSC Russian Railways Logistics as the deal of special interest, on the following conditions:

The Parties of the Agreement: PJSC TransContainer (Moscow branch) - the Leaseholder,

and JSC Russian Railways Logistics - the Tenant.

The Subject of the Agreement: Lease of the Real estate - a part of production site with paving (inventory No. 002/01/00000069, with total area of 14,015.0 sq.m.), with area of 800.0 sq.m. located at the address: Moscow, station Lyublino, Maryino park (hereinafter - the Facility).

The Facility is located on a part of land parcel with total area of 14,015.0 sq.m. owned by the Leaseholder on the right of sublease under the Contract dd. 23.12.2014 No. ЦПН/04/СА/5131/14/002351, within the boundaries of the land parcel with area of 1,574,263.4 sq.m. and cadastral number 77:04:0003018:152 located in Moscow, South-Eastern Administrative District, Kursk direction of the Moscow Railway, parcel No.7.

The Facility is transferred for mounting the block containers where the agency for handling small and consolidates cargo batches and storage of such cargo will be placed.

The Contract Price: the monthly rent for the use of Facility, including the property tax, depreciation charges and payments for land, will amount to Eighty three thousand two hundred (83,200) roubles 00 kopecks (VAT included).

Contract validity terms: The Contract comes into effect from the date of its signing by the Parties and is valid during 11 months.

4.3.

1. To determine that the rent for use of the Real estate - a part of non-residential premises with area not more than One thousand three hundred sixty six and 9/10 (1,366.9) sq.m. located on the 4th floor of the office building situated at: Oruzheyny pereulok, 19, Moscow, 125047, consists of fixed and variable components.

1.1. The fixed component of the rent for use of the Real estate with area not more than One thousand three hundred sixty six and 9/10 (1,366.9) sq.m. is set as equal not less than 3,811,258.93 roubles (VAT included) and amounts to 2,788 roubles 25 kopecks (VAT included) per one (1) sq.m. per month.

The fixed component of the rent includes depreciation charges, property tax, payments for the lease of land parcel, the security costs of the Building (including guarding of security desks, the monthly alarm button fee, the operation and maintenance of the video surveillance systems (VSS) and the access monitoring and control systems (AMCS), the current repair of VSS and AMCS, pass making), the administrative and economic costs (including the operating and maintenance of Engineering equipment and engineering systems, the current repair of Engineering equipment and engineering systems (hardware, service lines), the administering of premises, sanitary servicing of premises and territories (cleaning of premises, removal of solid waste, sanitary treatment), the external improvement of the Building and the surrounding area, providing three parking lots in the underground garage for passenger vehicles, using furniture, the overhead costs (supply of portable water, supply of sanitary and household facilities, toilets, care of the plant exposures).

1.2. The variable component of the rent includes the compensation of the Leaseholder's expenses by the Tenant:

- for the electricity consumed in the Leased Premises determined on the basis of readings of meters installed in the Building and applicable rates of the power supply organizations, in proportion to the occupied area;

- for the heat consumed in the Leased Premises, a part of the costs for the Building, where the Leased Premises is located, is compensated in proportion to the occupied area;

- for the cold and hot water consumed in the Leased Premises, a part of the costs for the Building, where the Leased Premises is located, is compensated in proportion to the occupied area;

- for the sewage handling in the Leased Premises, a part of the costs for the Building, where the Leased Premises is located, is compensated in proportion to the occupied area.

2. To approve the conclusion of the the Contract of Lease of the Real estate being the property PJSC TransContainer (Oruzheyny pereulok, 19, Moscow) between JSC UTLC and

PJSC TransContainer as the deal of special interest, on the following conditions:

The parties to the transaction: PJSC TransContainer - the Leaseholder, JSC UTLC - the Tenant.

The subject of the transaction: The Real estate - a part of non-residential premises with area not more than One thousand three hundred sixty six and 9/10 (1,366.9) sq.m. located on the 4th floor of the office building situated at: Oruzheynny pereulok, 19, Moscow, 125047, is transferred into lease for the purpose of placing the office.

The price of the deal:

1.1. The fixed component of the rent for use of the Real estate with area not more than One thousand three hundred sixty six and 9/10 (1,366.9) sq.m. is set as equal not less than 3,811,258.93 roubles (VAT included) and amounts to 2,788 roubles 25 kopecks (VAT included) per one (1) sq.m. per month.

The fixed component of the rent includes depreciation charges, property tax, payments for the lease of land parcel, the security costs of the Building (including guarding of security desks, the monthly alarm button fee, the operation and maintenance of the video surveillance systems (VSS) and the access monitoring and control systems (AMCS), the current repair of VSS and AMCS, pass making), the administrative and economic costs (including the operating and maintenance of Engineering equipment and engineering systems, the current repair of Engineering equipment and engineering systems (hardware, service lines), the administering of premises, sanitary servicing of premises and territories (cleaning of premises, removal of solid waste, sanitary treatment), the external improvement of the Building and the surrounding area, providing three parking lots in the underground garage for passenger vehicles, using furniture, the overhead costs (supply of portable water, supply of sanitary and household facilities, toilets, care of the plant exposures).

The variable component of the rent includes the compensation of the Leaseholder's expenses by the Tenant:

- for the electricity consumed in the Leased Premises determined on the basis of readings of meters installed in the Building and applicable rates of the power supply organizations, in proportion to the occupied area;

- for the heat consumed in the Leased Premises, a part of the costs for the Building, where the Leased Premises is located, is compensated in proportion to the occupied area;

- for the cold and hot water consumed in the Leased Premises, a part of the costs for the Building, where the Leased Premises is located, is compensated in proportion to the occupied area;

- for the sewage handling in the Leased Premises, a part of the costs for the Building, where the Leased Premises is located, is compensated in proportion to the occupied area.

Validity terms: The Contract comes into effect from the date of its signing by the Parties and extends to the relations arising from 12 January 2015.

Other terms and conditions: In case the Tenant continues using the Real estate after the expiration of the present Contract, if there are no Leaseholder's objections, the lease contract is deemed to be recommenced on the same terms sine die.

4.4.

1. To determine that the price of the contract of purchase and sale of land parcels owned by JSC Russian Railways - six Sites, with total area of 5,244 sq.m. located at: Irkutsk Region, Irkutsk, with the following cadastral numbers: 38:36:000006:1452, 38:36:000006:1453, 38:36:000006:1454, 38:36:000006:1456, 38:36:000006:1457, 38:36:000006:1458, is set in the amount of 2,511,876 roubles (VAT exempt).

2. To approve the conclusion of the contract of purchase and sale of land parcels owned by JSC Russian Railways (Irkutsk Region, Irkutsk) between JSC Russian Railways (East-Siberian Railway - branch of JSC Russian Railways) and PJSC TransContainer (East-Siberian Branch), as the deal of special interest, on the following conditions:

The Parties of the Contract: JSC Russian Railways (East-Siberian Railway - the branch of JSC Russian Railways) - the Seller, and PJSC TransContainer (East-Siberian Branch) - the Buyer.

The Subject of the Contract:

The Seller shall transfer, and the Buyer shall accept into the ownership and pay for the price and on the terms and conditions of this Contract, six land parcels with total area of 5,244 sq.m. within the land of settlements, with the permitted use: for the operation of the existing buildings and structures, located at the address: Irkutsk Region, Irkutsk (hereinafter - the Sites), including:

- the land parcel with cadastral number 38:36:000006:1452 and total area of 106.0 sq.m.;***
- the land parcel with cadastral number 38:36:000006:1453 and total area of 25.0 sq.m.;***
- the land parcel with cadastral number 38:36:000006:1454 and total area of 1,450.0 sq.m.;***
- the land parcel with cadastral number 38:36:000006:1456 and total area of 115.0 sq.m.;***
- the land parcel with cadastral number 38:36:000006:1457 and total area of 698.0 sq.m.;***
- the land parcel with cadastral number 38:36:000006:1458 and total area of 2,850.0 sq.m.;***

1.2. The Sites belong to the Seller on the right of ownership based on:

- the Consolidated act of transfer of the property and liabilities of organizations of the federal railway transport transferred as a contribution to the authorized capital of JSC Russian Railways dd. 30.09.2003, approved by the Decree of the Ministry of Property Relations of the Russian Federation, the FEC of Russia and the Ministry of Railways of the Russian Federation No. 4557-p/6-p/884p dd. 30.09.2003;***

- the Annex No. 803 to the Consolidated act of transfer of the property and liabilities of organizations of the federal railway transport transferred as a contribution to the authorized capital of JSC Russian Railways dd. 30.09.2003;***

- the Act of acceptance and transfer of land parcels as of 30.09.2003 No.1 (Annex to the Act of transfer of the property and liabilities of organizations of the federal railway transport transferred as a contribution to the authorized capital of JSC Russian Railways) that is confirmed by the Certificates of the state registration of right of the Department of the Federal Service for State Registration, Cadastral Records and Cartography in Irkutsk Region dd. 10.09.2014 г. No. 38 AE 516094, No. 38 AE 516093, No. 38 AE 516092, No. 38 AE 516090, No. 38 AE 516089, No. 38 AE 516088, whereof the record No. 38-38-01/057/2008-677 was made on 10.09.2014 in the Unified State Register of Rights to Real estate and Transactions Therewith.***

The Contract Price:

The Contract price is set by both Parties in the amount of Two million five hundred eleven thousand eight hundred and seventy six (2,511,876) roubles 00 kopecks. (VAT exempt), including:

1. The price of land parcel with total area of 106.0 sq.m. and cadastral number: 38:36:000006:1452 is set by both Parties in the amount of Fifty thousand seven hundred and seventy four (50,774) roubles 00 kopecks. (VAT exempt).

2. The price of land parcel with total area of 25.0 sq.m. and cadastral number: 38:36:000006:1453 is set by both Parties in the amount of Eleven thousand nine hundred and seventy five (11,975) roubles 00 kopecks. (VAT exempt).

3. The price of land parcel with total area of 1,450.0 sq.m. and cadastral number: 38:36:000006:1454 is set by both Parties in the amount of Six hundred ninety four thousand five hundred and fifty (694,550) roubles 00 kopecks. (VAT exempt).

4. The price of land parcel with total area of 115.0 sq.m. and cadastral number: 38:36:000006:1456 is set by both Parties in the amount of Fifty five thousand and eighty five (55,085) roubles 00 kopecks (VAT exempt).

5. The price of land parcel with total area of 698.0 sq.m. and cadastral number: 38:36:000006:1457 is set by both Parties in the amount of Three hundred thirty four thousand

three hundred and forty two (334,342) roubles 00 kopecks. (VAT exempt).

6. The price of land parcel with total area of 2,850.0 sq.m. and cadastral number: 38:36:000006:1458 is set by both Parties in the amount of One million three hundred sixty five thousand one hundred and fifty (1,365,150) roubles 00 kopecks. (VAT exempt).

Contract validity terms:

The Contract comes into effect from the date of its signing by the Parties and is valid until the full execution by the Parties of all the obligations.

The Buyer shall get the right to the Sites on the date of the state registration of right in the Unified State Register of Rights to Real estate and Transactions Therewith in the Federal Registration Service on the location of the Sites.

2.4. The date of the meeting of the Emitent's Board of Directors when the relevant decisions were made: **October 21, 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. 4 dd. October 23, 2015.**

3. Signature

3.1. Director General
PJSC "TransContainer"

P.V. Baskakov

(signature)

3.2. Date " 23 " October 20 15

Stamp