

Statement of Material Fact
“Individual decisions made by the Issuer’s Board of Directors”

1. General Information	
1.1. Full corporate name of the issuer	<i>Joint-Stock Company Centre for the Transport of Goods in Containers (TransContainer)</i>
1.2. Short corporate name of the issuer	<i>JSC TransContainer</i>
1.3. Issuer’s registered address	<i>Oruzheyniy Pereulok 19 Moscow, Russian Federation 12504</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	
<i>Concerning approval of transactions that are classified as related party transactions in accordance with the laws of the Russian Federation</i>	
<p>2.1. The quorum of the meeting of the Issuer’s Board of Directors: <i>11 of 11 members of the Board of Directors of JSC TransContainer participated in the meeting of the Board of Directors. In accordance with Article 68 and 83 of the Federal Law “On Joint-Stock Companies”, the quorum is present and the meeting of the Board of Directors of JSC TransContainer can proceed to business.</i></p> <p>2.2. The results of voting on the issues relating to making decisions:</p> <p><i>2.2.1. About the approval of the lease agreement on the large-capacity containers between the JSC "TransContainer" and "TransContainer Europe GmbH".</i> For: 7. Against: none. Abstained: none. <i>When summarizing the results of voting on the issues, the votes of a Board member P.V. Baskakov, as it is the person who is interested in the transaction (P.V. Baskakov included with «TransContainer Europe GmbH» in a group of persons).</i> <i>Members of the Board of Directors of A.Y. Davydov, P.D. Il'ichev and Y.V. Novozhylov not vote in favor of the draft decision.</i></p> <p><i>2.2.2. About the approval of the Agreement to terminate the lease of immovable property owned by the JSC "Russian Railways" from 15.03.2010 № 364 NU (Vladivostok, per. Trudovoy, 13a) concluded between the JSC "TransContainer" (Far East Branch) and the JSC "Russian Railways" (the Far Eastern Railway - the branch of the JSC" RZD ").</i> For: 11. Against: none. Abstained: none.</p> <p><i>2.2.3. About the Approval of the sublease agreement on the land (part of the land) (Saint-Petersburg, section of railway "Mineralnaya ul. – Lesnoy pr.", 1st km (from 1 km 130 m to 2 km 603 m) between the JSC" Russian Railways "(the October Railway - the branch of the JSC "RZD") and the JSC "TransContainer" (the October Branch).</i></p>	

For: 11.

Against: none.

Abstained: none.

2.2.4. About the approval of the supplementary agreement № 3 to the sublease agreement on the part of the land from 06.04.2007 № TSRIZ/4/A/0411010000/07/000944 (registration number 2251/NODYU-2) (Nizhny Novgorod, Kanavinskiy district, ul. Aktyubinskaya, 17) between the JSC "TransContainer" (the Gorky Branch) and the JSC "Russian Railways" (the Gorky Railway - the branch of the JSC "RZD").

For: 11.

Against: none.

Abstained: none.

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

2.3.1.

1. To define that the amount of rent paid for one container is 0.75 U.S. dollar per day, excluding VAT.

2. To define that the amount of rent paid to the Lessor under the Agreement (the limit of payments) can not exceed 2 000 000 (two million) roubles for a calendar year (the equivalent of this sum in U.S. dollars).

To approve the the lease agreement on the large-capacity containers between the JSC "TransContainer" and "TransContainer Europe GmbH", being a interested party transaction on the following terms:

The Parties to the Contract: The JSC "TransContainer" is the Lessee, "TransContainer Europe GmbH" is the Lessor.

Subject of the Contract: The Lessor shall provide the Lessee in lease with large 40-foot containers of 45G1 size, with gross weight of 30.48 tons belonging to it by the right of ownership or other legal right.

The Contract Duration: This Agreement enters into force on the date of its signing by the parties, in case of the approval of its signing by the Board of Directors of the Lessee and covers the relations between the Parties arising before its signing from July 1, 2014, and is valid through December 31, 2014 and in mutual settlements - until the Parties fulfil their obligations under this Agreement.

If the limit of payments under the Agreement in the amount of 2 000 000 (two million) roubles (the equivalent of this amount in U.S. dollars) is reached, the Agreement will be terminated automatically.

2.3.2.

To approve the conclusion of the Agreement to terminate the lease of immovable property owned by the JSC "Russian Railways" from 15.03.2010 № 364 NU (Vladivostok, per. Trudovoy, 13a) concluded between the JSC "TransContainer" (Far East Branch) and the JSC "Russian Railways" (the Far Eastern Railway - the branch of the JSC "RZD"), being the third party interest transaction, on the following terms:

The Contract parties: The JSC "TransContainer" (the Far East Branch) is the Lessee and the JSC "Russian Railways" (the Far Eastern Railway - the branch of the JSC "RZD") is the Lessor.

The Subject of the Contract: the termination of the lease agreement of immovable property owned by the JSC "Russian Railways" from 15.03.2010 № 364 NU.

The immovable property is the residential police building with the total area of 192.8 sq.m, located at the address: Vladivostok, per. Trudovoy 13a.

Contract validity terms:

This Agreement enters into force on the date it is signed by all Parties. This Agreement shall apply to the relations of the Parties that started since 31.05.2014.

2.3.3.

1. To determine the amount of the rent for the use of part of the land area of 12 142.84 sq.m, located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", 1st km (from 1 km 130 m to 2 km 603 m), in the amount of 8.41 rubles. per month, including VAT.

2. To approve the sublease agreement on the land (part of the land) (Saint-Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", 1st km (from 1 km 130 m to 2 km 603 m) between the JSC "Russian Railways" (the October Railway - the branch of the JSC "RZD") and the JSC "TransContainer" (the October Branch), being the interested party transaction on the following terms:

The Parties of the Contract: JSC Russian Railways (Oktyabrskaya railways - branch of JSC Russian Railways) - Leaseholder and OJSC TransContainer (Oktyabrsky branch) - Subtenant.

The Subject of the Contract:

1.1. The sublease of the part of the land with the total area of 12 142.84 sq. m from the land of settlements with the cadastral number 78:10:0511202:1 (previous numbers 78:10:5112B:1, 78:5112B:1), located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", 1st km (from 1 km 130 m to 2 km 603 m), near the railway station Saint Petersburg-Finlandskiy (hereinafter - the Site).

The land is used by the Lessee on loan on the basis of the land lease contract number 04/ZD-0202 from 26.02.2013.

1.2. The Sublessee uses the land from the date of signing the acceptance and transfer certificate on the land under this Agreement.

1.3. The land with the are of 12 142.84 m. m is provided to the Sublessee for placement and operation of facilities, owned by the property right by the JSC "Centre for cargo transportation is containers "TransContainer", as well as the territory for their service.

1.4. The site:

a) contains the immovable property:

1) the floodlight tower of the freight yard, the purpose: empty, overground floors with the area of 4.0 sq. m, cadastral number 78:10:5112 B: 1:51, is located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", lit. G14 (the certificate of state registration of the right 78 AG № 845188, registered by the Federal Registration Service for St. Petersburg and Leningrad region, the registration number 78-78-01/0355/2008-456 from 18.12.2008);

2) the building of the site G-4, the purpose: empty, 1 floor with the area of 76,7 sq. m, cadastral number 78:10:5112 B: 01:39, is located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", lit. Z (the certificate of state registration of the right 78 AG № 845192, registered by the Federal Registration Service for St. Petersburg and Leningrad region, the registration number 78-78-01/0356/2008-549 from 18.12.2008);

3) the building of the freight car scales, the purpose: empty, 1 floor with the area of 8,5 sq. m, cadastral number 78:10:5112 B:1:42, is located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", lit. K (the certificate of state registration of the right 78 AG № 845186, registered by the Federal Registration Service for St. Petersburg and Leningrad region, the registration number 78-78-01/0355/2008-439 from 18.12.2008);

4) the storm collectors, the purpose: empty, underground floors with the length of 957,24 m, cadastral number 78:10:5112 B:0:49, is located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", -, lit. G18 (the certificate of state registration of the right 78 AG № 211697, registered by the Federal Registration Service for St. Petersburg and Leningrad region, the registration number 78-78-01/0305/2009-300 from 18.12.2008);

5) the container yard G-4, the crane runway of the container yard G-4, the purpose: empty, overground floors with the area of 3040,0 sq. m, cadastral number 78:10:5112B:1:46, is located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", -, lit. G1 (the certificate of state registration of the right 78 AG № 211699, registered by the Federal Registration Service for St. Petersburg and Leningrad region, the registration number 78-78-01/0305/2009-275 from 18.12.2008);

6) the floodlight tower outside the station territory, the purpose: empty, overground floors with the area of 4.0 sq. m, cadastral number 78:10:5112B:1:51, is located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", lit. G15 (the certificate of state registration of the right 78 AG № 845190, registered by the Federal Registration Service for St. Petersburg and Leningrad region, the registration number 78-78-01/0355/2008-480 from 18.12.2008);

7) the domestic production building with the repair mechanical and assembly workshops, the purpose: empty, floors (1-2) with the area of 2394,4 sq. m, cadastral number 78:10:5112B:1:44, is located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", lit. D (the certificate of state registration of the right 78 AG № 845194, registered by the Federal Registration Service for St. Petersburg and Leningrad region, the registration number 78-78-01/0355/2008-328 from 18.12.2008);

8) the crane runway of the Vyborg site, the purpose: empty, overground floors with the area of 560,0 sq. m, cadastral number 78:10:5112B:1:45, is located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", lit. G16 (the certificate of state registration of the right 78 AG № 845183, registered by the Federal Registration Service for St. Petersburg and Leningrad region, the registration number 78-78-01/0355/2008-499 from 18.12.2008);

9) the heat transport system, the purpose: empty, underground floors with the length of 551,1 m, cadastral number 78:10:5112B:0:52, is located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", -, lit. G19 (the certificate of state registration of the right 78 AG № 211330, registered by the Federal Registration Service for St. Petersburg and Leningrad region, the registration number 78-78-01/0305/2009-235 from 18.12.2008);

10) the woodshop building, the purpose: empty, 1 floor with the area of 395,4 sq. m, cadastral number 78:10:5112 B:01:43, is located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", lit. E (the certificate of state registration of the right 78 AG № 878031, registered by the Federal Registration Service for St. Petersburg and Leningrad region, the registration number 78-78-01/0355/2008-363 from 18.12.2008);

11) the heating plant building, the purpose: empty, 1 floor with the area of 170,5 sq. m, cadastral number 78:10:5112 B:01:41, is located at the address: St. Petersburg, section of railway "Mineralnaya ul. - Lesnoy pr.", lit. ZH (the certificate of state registration of the right 78 AG № 845181, registered by the Federal Registration Service for St. Petersburg and Leningrad region, the registration number 78-78-01/0607/2008-115 from 18.12.2008);

Lease rate according to the Contract:

The rent payment under the Agreement is 8 (eight) roubles 41 kopecks per month including VAT (18%).

Contract validity terms: The Contract starts to be effective from the date of its signing by the Parties and is valid during 11 months.

2.3.4. Remove the issue from consideration.

2.4. Date of holding the meeting of the Issuer's Board of Directors, during which the above mentioned decisions were made: **16 July 2014.**

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. 1 of 17 July 2014.**

3. Signatures

3.1. Director General
of JSC TransContainer

(signature)

P. V. Baskakov

3.2. Date: 17 July 20 14

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