

**Statement of Material Fact**  
**‘Meeting of the Board of Directors of the Issuer and Its Agenda’**

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>Russian Federation, 107228, Moscow, Novoryazanskaya Street, 12</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	<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>
2. Contents of the Statement	
2.1. Date when the Chairperson of the Board of Directors of the Issuer adopted the decision to hold a meeting of the Issuer’s Board of Directors: <b>28 March, 2013.</b>	
2.2. Date of the meeting of the Issuer’s Board of Directors: <b>17 April, 2013.</b>	
2.3. Agenda of the meeting of the Issuer’s Board of Directors:	
<i>1. On assessment of the work of the Board of Directors and the Committees of the Board of Directors of JSC «TransContainer» for 2011—2012 corporate year.</i>	
<i>2. Report on diagnostics of the corporate risk management system of JSC «TransContainer» in 2012.</i>	
<i>3. On implementation of the plan of actions as to critical risks for the 4<sup>th</sup> quarter of 2012.</i>	
<i>4. Report of the General Director on the results of activities of JSC «TransContainer» for 2012 (on implementation of the business plan, fulfilment of contracts, human resources policy, credit policy, social programs, insurance coverage and fulfilment of the resolutions of the Board of Directors).</i>	
<i>5. On the forecast of the results of activities of JSC «TransContainer» in the 1<sup>st</sup> quarter of 2013.</i>	
<i>6. Report on implementation of the credit policy of JSC «TransContainer» as at December 31, 2012.</i>	
<i>7. On bonus payment to the General Director of JSC «TransContainer» following the results of work for the 4<sup>th</sup> quarter of 2012.</i>	
<i>8. On bonus payment to the General Director of JSC «TransContainer» following the results of work for 2012.</i>	
<i>9. On bonus payment to the management team of JSC «TransContainer» following the results of work for 2012.</i>	
<i>10. On provision of beneficent aid by JSC «TransContainer».</i>	
<i>11. On approval of entering into the agreement on amendments to Agreement on Cooperation Based on Joint Venture No. 80-AO of March 17, 2011 concluded between JSC «TransContainer» and JSC National Company Kazakh Temir Zholy.</i>	
<i>12. Report of the General Director on fulfilment of the recommendations of the Review Commission of JSC «TransContainer» following the examination of the Company’s activities for 2011.</i>	
<i>13. On approval of entering into interested party transactions.</i>	
<i>13.1. On approval of entering into the contract for lease of a vehicle with a crew between JSC «TransContainer» (Privolzhsky Branch) and JSCo "RZD" (Privolzhsky Direction for Terminal and Warehouse Complex Management — structural subdivision of the Central Direction for Terminal and Warehouse Complex Management — branch of JSCo "RZD").</i>	
<i>13.2. On approval of entering into the contract for inspection control over observance of the requirements confirmed at certification of JSC «TransContainer», signed between JSC «TransContainer» and «Freight Forwarders Association of Russian Federation».</i>	
<i>13.3. On approval of entering into the freight forwarding contract between JSC «TransContainer» (West Siberian Branch) and JSC «Roszheldorproject» (independent structural subdivision</i>	

**«Omskzheldorproject» of the independent structural subdivision of Giprottranssignalsvyaz — branch of JSC «Roszheldorproject»).**

**13.4. On approval of entering into the contract for organisation of professional education between JSC «TransContainer» (Far Eastern Branch) and JSCo "RZD" (Khabarovsk Educational Centre — educational structural subdivision of the Far Eastern Railway — branch of JSCo "RZD").**

**13.5. On approval of entering into the service contract between JSC «TransContainer» and JSCo "RZD" (Centre for Organisation of Tender Purchases — structural subdivision of JSCo "RZD").**

**14. On determination of the terms and conditions of the labour contract with the General Director of JSC «TransContainer».**

**15. On convocation of the annual General Shareholders' Meeting of JSC «TransContainer».**

**16. On the draft new version of the Articles of Association of JSC «TransContainer».**

**17. Recommendations of the Board of Directors of JSC «TransContainer» in respect of the agenda item of the annual General Shareholders' Meeting "On Approval of the Regulation on the Management Board of JSC «TransContainer»".**

**18. Recommendations of the Board of Directors of JSC «TransContainer» in respect of the agenda item of the annual General Shareholders' Meeting "On Approval of the new version of the Regulation on the General Director of JSC «TransContainer»".**

**19. On inclusion of the candidates nominated by shareholders of JSC «TransContainer» into the list of candidates for voting on the agenda item of the extraordinary General Shareholders' Meeting: On Election of the Company's Board of Directors.**

**20. On approval of the form and text of the bulletin for voting at the extraordinary General Shareholders' Meeting of JSC «TransContainer».**

**21. On determination of the postal address to be used for sending filled-in bulletins.**

3. Signature

3.1. Acting of General Director of JSC TransContainer

based on the order of 20.03.2013 №97/ок

V.N. Drachev

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(signature)

3.2. Date      28              March      20 13

Stamp