

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 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. On the approval of the conclusion of the metal structure purchase and sale agreement between the "RZD" JSC (Far Eastern territorial centre of premium transportation services – structural subdivision of the Centre of premium transportation services of the "RZD"JSC branch) and the "TransContainer JSC" (Far Eastern branch).</i> For: 11. Against: none. Abstained: none.</p> <p><i>2.2.2. On the approval of the conclusion of the additional agreement to the agreement No TKd-11/05/19/04382.11 as of 23.05.2011 between the "TransContainer JSC" and the "TransTeleCom - Business" LLC.</i> For: 11. Against: none. Abstained: none.</p> <p><i>2.2.3. On the approval of the conclusion of the sublease agreement of the land plot portion (Moscow, Northern administrative district, Small ring of the Moscow belt-line railway (area No.6), Likhobory station) between the "RZD" JSC and the "TransContainer JSC " (Moscow branch).</i> For: 11. Against: none. Abstained: none.</p> <p><i>2.2.4. On the approval of the conclusion of the agreement on the assignment of rights (cession)</i></p>	

between the "TransContainer JSC" and the TransContainer Europe GmbH company.

For: 11.

Against: none.

Abstained: none.

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

2.3.1.

1. To determine, that the cost of one metal structure made of discarded 5-ton container amounts to 7,080.00 (seven thousand and eighty) rubles, including 18% VAT – 1080.00 (one thousand and eighty) rubles.

2. To approve the conclusion of the metal structure purchase and sale agreement between the "RZD" JSC (Far Eastern territorial centre of premium transportation services – structural subdivision of the Centre of premium transportation services of the branch of the Open joint-stock company "Russian Railways") and the "TransContainer JSC " (Far Eastern branch), that is an interested-party transaction, on the following conditions:

Parties to the Agreement: the "TransContainer JSC r" (Far Eastern branch) – the "Seller", the "RZD JSC " (Far Eastern territorial centre of premium transportation services – structural subdivision of the Centre of premium transportation services of the branch of the Open joint-stock company "Russian Railways") – the "Purchaser"

Subject of the Agreement: the purchase and sale of 18 (eighteen) units of metal structures made of discarded 5-ton container.

Price of the Agreement: 127,440.00 (one hundred seven thousand four hundred and forty) rubles, including 18% VAT – 19,440.00 (nineteen thousand four hundred and forty) rubles.

Term of the Agreement: The agreement shall come into force when signed and shall be valid till the complete fulfilment of their obligations by the Parties.

2.3.2.

1. To determine, that the cost of services as of the date of conclusion of the Additional agreement shall be established based on the tariffs of the "TransTeleCom - Business" LLC, specified in the Annexes to the Additional agreement. The cost of the monthly provision of access to the Portal amounts to 38 ,730 rubles (including 18% VAT).

2. To approve the conclusion of the Additional agreement to the agreement NoTKd-11/05/19/04382.11 as of 23.05.2011 between the "TransContainer JSC " and the "TransTeleCom - Business" LLC, that is an interested-party transaction, on the following conditions:

Parties to the agreement: the OJSC "TransContainer" – the User and the "TransTeleCom - Business" LLC – the Operator.

Subject of the agreement: the bringing of the terms and definitions of the Agreement to conformity with the requirements of the Law, the change of the cost of services in terms of the change of the User's Representative and the addition of the new User, the change of the procedure for the provision of services under the Agreement, the implementation of the Specification No3 to the Agreement, with specifying the cost of the monthly provision of access to the Portal.

Price of the agreement: the cost of services as of the date of conclusion of the Additional agreement shall be established based on the tariffs of the "TransTeleCom - Business" LLC, specified in the Annexes to the Additional agreement. The cost of the monthly provision of access to the Portal amounts to 38, 730 rubles (including 18% VAT).

Term of the agreement: The Additional agreement shall come into force when signed by the Parties and shall be an integral part of the Agreement.

2.3.3.

1. To determine the amount of annual rent for the usage of the land plot portion with the area of 13 158 sq.m., with the following address: Moscow, Northern administrative district, Small ring of the

Moscow belt-line railway (area No6), Likhobory station, in the amount of 248 rub. 43 kop. per annum, including VAT.

2. To approve the conclusion of the sublease agreement of the land plot portion (Moscow, Northern administrative district, Small ring of the Moscow belt-line railway (area No6), Likhobory station) between the OJSC "RZD" and the OJSC "TransContainer" (Moscow branch), that is an interested-party transaction, on the following conditions:

Agreement Parties:

the "RZD" JSC (Moscow railway – branch of the "RZD" JSC) – the Lessee and the "TransContainer JSC" (Moscow branch) – the Sublessee.

Subject of the Agreement:

Lease of the land plot portion with the total area of 13 158 sq.m. (with the No.1), which location is the following: Moscow, Northern administrative district, Small ring of the Moscow belt-line railway (area No.6), Likhobory station (hereinafter referred to as – the Area). The area is located within the boundaries of the area with the total area of 8 172 653 sq.m. with the cadastral No.77:09:0001031:49, of the residential area, with the permitted use: exploitation and development of railroad.

Amount of rent under the Agreement:

The payment under the Agreement amounts to 248,43 (two hundred and forty eight) rub. 43 kop. per annum, including VAT (18%) – 37, 90 (thirty seven) rub. 90 kop.

Term of the Agreement:

The Agreement is concluded for 11 months and shall come into force when signed.

The terms of this Agreement shall apply to the relations of the Parties, which arose from 01 January 2013.

Other material terms of the agreement:

If no Party notifies the other Party of the termination of this Agreement prior to the expiry of the term of this Agreement, this Agreement shall be deemed to be extended for an unlimited term.

2.3.4.

1. To determine, that the amount of assigned claim under the agreement is 1, 171.39 Euro.

2. To approve the conclusion of the agreement on the assignment of rights (cession) between the OJSC "TransContainer" and the TransContainer Europe GmbH company, that is an interested-party transaction, on the following conditions:

Parties to the agreement: the OJSC "TransContainer" – the Assignor, the TransContainer Europe GmbH company – the Assignee;

Subject of the agreement: The Assignor shall assign and the Assignee shall accept the rights (of claim) to the full extent under the agreement as of 12 May 2009 No TsKP-231910, concluded between the Assignor and the International Container Transport GmbH company (hereinafter referred to as – the Debtor).

The amount of the claim, assigned in accordance with the paragraph 1.1 of this Agreement, shall be 1,171.39 Euro (one thousand one hundred and seventy one Euro, thirty nine cents), according to the reconciliation protocol as of 30.06.2013.

In accordance with the terms of the agreement, specified in the paragraph 1.1 of this Agreement, the Debtor's consent to the transfer of the creditor's rights to another person shall not be required.

Price of the agreement: The Assignee shall pay the Assignor the sum in the amount of 1,171.39 Euro (one thousand one hundred and seventy one Euro, thirty nine cents) for the assigned rights (of claim) under the agreement No TsKP-231910 as of 12 May 2009;

Term of the agreement: the agreement shall come into force when signed by the Parties and shall be valid till the complete fulfilment of their obligations.

2.4. Date of holding the meeting of the Issuer's Board of Directors, during which the above mentioned decisions were made: **October 16, 2013.**

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. 4 of October 18, 2013.*

3. Signatures

3.1. Director General
of JSC TransContainer

P. V. Baskakov

(signature)

3.2. Date: 18 October 20 13

Seal