

**Statement of Material Fact**  
**Specific decisions passed 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>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	
<i>Approval of interested-party transactions</i>	
<p>2.1. Quorum of the meeting of the issuer's Board of Directors: <i>10 of 11 members of the Directors Board of JSC "TransContainer" took part in the meeting. Pursuant to Articles 68 and 83 of the Federal Law of Joint-Stock Companies, there was a quorum and the meeting of the issuer's Board of Directors was legally qualified.</i></p> <p>2.2. Issues put to a vote and voting results:</p> <p>2.2.1. <i>On approval of conclusion of the Contract for Service Rendering by and between JSCo "RZD" (Kuibyshev Railway — a branch of JSCo "RZD") and JSC «TransContainer» (Kuibyshev Branch).</i>  <i>Voting results:</i>  <i>For:10;</i>  <i>Against: none;</i>  <i>Abstained: none.</i></p> <p>2.2.2. <i>On approval of conclusion of the Contract for Internal Port Forwarding by and between FESCO Integrated Transport, Ltd. and JSC «TransContainer» (Far East Branch).</i>  <i>Voting results:</i>  <i>For:9;</i>  <i>Against: none;</i>  <i>Abstained: none.</i>  <i>When counting the votes on this issue has not been considered a voice of Deputy Chairman of the Board of Directors Giltsa JB, as he is the person interested in the conclusion of the transaction (Gilts YB comes with "FESCO Integrated Transport" in the same group).</i></p> <p>2.2.3. <i>On approval of conclusion of the Cooperation Contract when performing operations of payment for the goods/services through Internet using payment cards between JSC "TransCreditBank" and JSC «TransContainer».</i>  <i>Voting results:</i>  <i>For:9;</i>  <i>Against: none;</i>  <i>Abstained: none.</i>  <i>When counting the votes on this issue has not been considered vote of the Chairman of the</i></p>	

***Board of Directors Ilicheva PD, as it is the person interested in the conclusion of the transaction (Ilyichev PD is a member of the Board of Directors of OJSC "TransCreditBank").***

2.3. Contents of the decisions passed by the issuer's board of directors:

***2.3.1.***

***1. To determine that the cost of service and issue of technical specification for crossing the groundwork with gas pipeline at 1,632 km ПК8+17 m at Chernikovka station shall amount to twenty thousand four hundred sixty-eight (20,468) rubles 07 kopecks including 18% VAT in the amount of three thousand one hundred twenty two (3,122) rubles 25 kopecks.***

***2. To approve the conclusion of the contract for service rendering by and between JSCo "RZD" (Kuibyshev Railway — a branch of JSCo "RZD") and JSC «TransContainer» (Kuibyshev Branch), being the interested party transaction, on the following conditions:***

***Parties to the Contract: JSC «TransContainer» (Kuibyshev Branch) — the Customer, JSCo "RZD" (Kuibyshev Railway — a branch of JSCo "RZD") — the Provider.***

***Subject of the Contract: rendering services of preparation and issuance of technical specifications for crossing the groundwork with gas pipeline at 1,632 km ПК8+17 m at Chernikovka station of Kuibyshev Railway — a branch of JSCo "RZD".***

***Contract Price: twenty thousand four hundred sixty-eight (20,468) rubles 07 kopecks including 18% VAT in the amount of three thousand one hundred twenty two (3,122) rubles.***

***Validity Period of the Contract: The Contract shall become effective from the date of signing thereof by both Parties and remain in force till complete fulfilment by the Parties of their obligations.***

***2.3.2.***

***1. To determine that the cost of the services rendered by FESCO Integrated Transport, Ltd. shall be calculated on the basis of Appendix No. 1 to the Contract. The price of the services rendered under the Contract shall not exceed two million four hundred thousand (2,400,000) rubles 00 kopecks including VAT, per annum.***

***2. To approve the conclusion of the Contract for Internal Port Forwarding and transportation of cargo by and between FESCO Integrated Transport, Ltd. and JSC «TransContainer» (Far East Branch) on the following conditions:***

***Parties to the Contract: JSC «TransContainer» (Far East Branch) — the "Customer", FESCO Integrated Transport, Ltd. — the "Forwarder".***

***Subject of the Contract: The Forwarder shall by the Customer's Order and at the expense thereof to perform and organize rendering of the services related to the internal port forwarding of empty containers of the Customer for sending them from Vladivostok port by marine transport in the export direction and the Customer shall pay to the Forwarder remuneration and compensate the expenses related to the Contract performance.***

***Contract Price: The cost of the services rendered by FESCO Integrated Transport, Ltd. shall be calculated on the basis of Appendix No. 1 to the Contract. The price of the services rendered under the Contract shall not exceed two million four hundred thousand (2,400,000) rubles 00 kopecks including VAT, per annum.***

***Validity Period of the Contract: The Contract shall become effective from the date of signing thereof and remain in force till December 31, 2012. In case in 30 days prior to the Contract expiry neither Party informs the other Party in writing on refusal of performance thereof, the Contract shall be automatically prolonged for every next calendar year.***

***2.3.3.***

***1. To determine that the bank's commission for settlements under transactions of payment for the services through Internet Acquiring shall amount to 2.2% of the amounts subject to compensation to JSC «TransContainer».***

***2. To approve conclusion of Cooperation Contract when performing operations of payment for***

*the goods/services through Internet using payment cards between JSC "TransCreditBank" and JSC «TransContainer» being the interested party transaction, on the following conditions.*

*Parties to the Contract: JSC «TransContainer» (Organization), JSC "TransCreditBank" (TransCreditBank).*

*Subject of the Contract:*

*The Contract shall determine the procedure for interaction between TransCreditBank and the Organization when performing operations of payment for the goods/services through Internet using payment cards, as well as the procedure for settlements between the Parties under the mentioned operations.*

*Contract Price: 2.2% of the amounts subject to compensation to JSC «TransContainer» under the Contract.*

*Validity Period of the Contract: The Contract shall be concluded for an indefinite period and become effective on the date of signing thereof by both Parties.*

2.4. Date of meeting of the issuer's board of directors that passed the relevant decisions:

**17 October 2012.**

2.5. Date and number of minutes of the meeting of the issuer's board of directors that passed the relevant decisions: **Minutes No. 4 of 19 October 2012.**

3. Signature

3.1. Director-General JSC "TransContainer"

P.V. Baskakov

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(signature)

3.2. Date 19 October 20 12

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