

General Meeting of Shareholders

Equitable and fair treatment of the shareholders

is the Company's key corporate governance principle which ensures equal, fair and favourable conditions for all shareholders to exercise their rights in managing the Company and participating in its profit through dividends.

The General Meeting of Shareholders is the Company's supreme governance body. The functions of, and the procedure to convene, prepare and hold a general meeting of shareholders, along with the shareholder rights, are established by the Russian laws and the following by-laws of TransContainer:

- the TransContainer's Charter;
- the Corporate Governance Code;
- the Regulation on the Procedure of Preparation and Holding of the General Meeting of Shareholders;
- the Code of Business Ethics.

Shareholder Rights

The Company is committed to maintaining a constructive dialogue with its shareholders, including minority ones, and gives no preferential treatment to the interests of any shareholder(s) to the detriment of others. We rely on this approach to help us build confidence in the Company on the part of the investment community.

We have created equal and favourable conditions for all the shareholders to exercise their rights in managing the Company, including:

- a right to participate in the general meeting of shareholders;
- timely notification of the date, time and venue of the general meeting of shareholders, as well as the documents required for participant registration;
- unhindered access to the premises where the general meeting of shareholders is held;
- unrestricted and timely access to any relevant information and materials relating to the agenda of the general meeting of shareholders;
- access to the list of persons entitled to attend the general meeting of shareholders;
- a right to nominate candidates to the Company's governance bodies and propose items for the agenda of the general meeting of shareholders;
- a right to request the convening of a general meeting of shareholders;
- a right to vote on agenda items at general meetings of shareholders in a way that the shareholder finds fit and simplest;

- equal opportunity for all persons present at the general meeting of shareholders to express their opinions and ask questions to the members of the Company's governance and supervisory bodies;
- engagement of the Company's registrar in the capacity of the Counting Board to ensure the accuracy of voting results;
- announcement of voting results before the General Meeting of Shareholders is closed.

The Company has created equal and fair conditions for all its shareholders to participate in the Company's profit through dividends, including:

- a clear and transparent mechanism for determining the amount and payment of dividends;
- payment of dividends in cash only;
- measures to prevent shareholders from receiving any profit (income) from the Company other than dividends or liquidation value.

In addition, all shareholders, including the minority and foreign ones, enjoy equal conditions and relations with the Company, including through

- equitable treatment of all shareholders by the Company's governance bodies and controlling persons;
- prevention of minority shareholders from being prejudiced by the abuse of majority power;
- reliable and effective ways to record their rights to shares;
- a right to free and unhindered disposal of their shares.

To ensure respect of the shareholder right to participate in the Company's profit through dividends, we have approved the Dividend Policy Regulation, which outlines key dividend payout principles and the decision-making, calculation, accrual, and payment procedures. The decision to pay dividends contains full information for shareholders regarding the dividend amount, payment procedure and dates.