

This form (filled in and signed by the shareholder natural person and accompanied by the copy of his ID/filled in and signed by the legal representative of the shareholder legal person accompanied by the official document attesting his quality of legal representative for example: articles of incorporation, excerpt/certificate issued by the Commerce Registrar and by the copy of the registering certificate) the original copies must be sent until the 24th of April 2012, 09:00 hours, at the headquarters of the company located in Medias, 1, C.I. Motas Square.

FORM OF VOTE BY CORRESPONDENCE
For the Ordinary General Assembly of the Shareholders of
The National Natural Gas Transmission Company "Transgaz" S.A.
Convened for 25/26 April 2012

I, the undersigned _____, residing at _____
_____, ID card _____ series _____ no.
_____, issued by _____, on _____, personal identification number
_____, holder of _____ no of shares in SNTGN "Transgaz"SA,
registered at ORC Sibiu no. J32/301/2000, CIF RO13068733, representing _____ % of the
total number of 11.773.844 shares in SNTGN „Transgaz” SA granting a _____ number of
voting rights within the General Assembly of the Shareholders i.e. _____% of the total shares issued by
SNTGN "TRANSGAZ" SA Medias

or

Subscribed _____, headquarte
red in _____, identified by the
registration code at the Commerce Registrar _____, _____ Registration
Code, holder of _____ no. of shares issued by SNTGN "Transgaz" SA, registered at
ORC Sibiu under no. J32/301/2000, CIF RO13068733, representing _____ % of the total
number of shares issued by SNTGN „Transgaz” SA. Granting me a number of _____ voting
rights within the general assembly of the Shareholders representing _____% of the total number of
11.773.844 shares in SNTGN „Transgaz” SA, legally represented by
_____, as _____, ID series _____ no _____,
according to art. 18, par. 2 of the Regulation CNVM no. 6/2009,

I exercise my voting rights by correspondence for the aspects in the agenda of the Ordinary General Assembly of the Shareholders of SNTGN „Transgaz” SA held on the 25th of April 2012, 10⁰⁰’o’clock at the headquarters of the company situated in Medias, 1, C.I. Motas Square, or on the second assembly, if the first on is not held, as follows:

ORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS

Item on the agenda	Vote (to be filled, as appropriate, with, for, against or abstain)		
	FOR	AGAINST	ABSTAIN
<i>1. Approval of SNTGN TRANSGAZ' annual statements (balance sheet, profit and loss account, statement of changes in equity, treasury flowchart, notes to the annual financial statements profit sharing) for the accounting year 2011 issued according to the OMF.P. 3055/2009.</i>			
<i>2. Approval of SNTGN TRANSGAZ' Administrators' Report on the activity performed in 2011.</i>			
<i>3. Approval of the Financial Audit Report on the annual financial statements issued by SNTGN TRANSGAZ on December 31st, 2011.</i>			
<i>4. Approval of allocation of net profits related to the accounting year 2011.</i>			
<i>5. Approval of gross dividend per share related to the financial year 2011, approval of dividend payment deadline and approval of the payment agent continuity.</i>			
<i>6. Report on the compliance, as on December 31st, 2011, with the performance criteria and objectives set out in Annex 1 under the Contract of Mandate of S.N.T.G.N. "TRANSGAZ" S.A. Medias Director General.</i>			
<i>7. Approve the results of the reevaluation of the fields and buildings owned by S.N.T.G.N. "TRANSGAZ" S.A. on December 31st, 2011.</i>			
<i>7. Setting the date of May 14th, 2012 as registration date for the shareholders subject to effects of the Ordinary General Assembly of the Shareholders.</i>			
<i>8. Empowerment of Mr. Schmidt Victor Alexandru, in his capacity of a Chairman of the Board of Administration, to sign the Decision of the Ordinary General Assembly of the Shareholders and of Mr. Florin Emil Cosma, as a Director General of S.N.T.G.N. "TRANSGAZ" S.A, to sign the necessary documents for registration and publication thereof at the Office of Trade Register under the Law Court Sibiu.</i>			

The shareholder is completely responsible for the correct filling in and safe delivery of the form of vote by correspondence hereby.

Date _____

Name of shareholder natural person or legal representative of the shareholder, legal person
(clearly, in capital letters)

* _____

** _____
(signature)

* if the shareholder is a legal person, also mention the position of the legal representative

**if the shareholder is a legal person apply the valid stamp

