

*This form (filled in and signed by the shareholder natural person and accompanied by the certified copy of the identity card signed by the holder of the identity card/filled in and signed by the legal representative of the shareholder legal person accompanied by the official document attesting his/her status of legal representative; the status of legal representative shall be supported by the documents foreseen in the National Securities Commission Order of Measures no. 26/20.12.2012, the company details issued by the Trade Register Office, in original or as a certified copy, or any other document, in original or as a certified copy, issued by the competent authority of the state in which the shareholder is duly registered, attesting its status of legal representative. The documents attesting the status of legal representative shall be issued no more than 3 months before the date of the publishing of the convening of the General Meeting of the Shareholders) shall be sent in original by **24 April 2015, 15:00 p.m.**, at the headquarters of the company located in Medias, 1 C.I. Motas Square, Sibiu County.*

NOTE: *The credit institutions providing custody services, empowered by the shareholder to participate and to vote in the General Meeting of the Shareholders of TRANSGAZ, must hold a special power of attorney according to the National Securities Commission Regulation no. 6/2009, as further amended and supplemented, and Order of Measures no. 26/20.12.2012, signed by such shareholder, accompanied by a statement of the credit institution empowered by the special power of attorney to vote in the name of such shareholder, stating that it provides custody services for such shareholder and that the power of attorney instructions are identical with the instructions contained by the SWIFT message received by the credit institution. The special power of attorney and the statement, signed and stamped, as appropriate, must be submitted at TRANSGAZ in original.*

FORM OF VOTE BY CORRESPONDENCE
for the Extraordinary General Meeting of the Shareholders of
the National Gas Transmission Company TRANSGAZ S.A.
convened for 27/28 April 2014

I, the undersigned _____, residing at _____
_____, ID card _____ series _____ no.
_____, issued by _____, on _____, personal identification number
_____, holder of _____ shares issued by TRANSGAZ,
registered with the Trade Register Office of Sibiu under no. J32/301/2000, tax identification number
RO13068733, representing _____ % of the total number of 11,773,844 shares in
TRANSGAZ granting a number of _____ voting rights within the General Meeting of the
Shareholders representing _____ % of the total shares/voting rights issued by TRANSGAZ

or

We, the undersigned _____, headquartered in
_____, registered with the Trade
Register Office under registration number _____, _____ unique
registration code _____ holder of _____ shares issued by TRANSGAZ,
registered with the Trade Register Office of Sibiu under no. J32/301/2000, tax identification number
RO13068733, representing _____ % of the total number of shares issued by TRANSGAZ
granting a number of _____ voting rights within the General Meeting of the Shareholders
representing _____ % of the total number of 11,773,844 shares in TRANSGAZ, legally
represented¹ by _____, as _____, ID
series _____ no _____, according to art. 18, paragraph 2 of the National Securities
Commission Regulation no. 6/2009,

exercise my/our voting rights by correspondence for the items on the agenda of the Extraordinary General Meeting of the Shareholders of TRANSGAZ to be held on **27 April 2015, at 11:00 a.m.**, at the headquarters of the company located in Medias, 1 C.I. Motas Square, or at the date of the second meeting, if the first one is not held, as follows:

EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS

Item on the agenda	Vote (to be filled in, as appropriate, by for, against or abstention)		
	FOR	AGAINST	ABSTENTION
	<p>1. Approval of the amending of the Articles of Incorporation of SNTGN Transgaz SA according to Annex 1 of the Convening and the empowerment of the Director-General of SNTGN Transgaz SA to sign the updated Articles of Incorporation of the Company, for compliance with the requirements on formalities of notification under Companies` Law No. 31/1990, republished, as further amended and supplemented.</p>	The version proposed by the Company`s Board of Administration	
	The version proposed by the shareholder_____(if appropriate)		
<p>2. Approval of an unsecured corporate bond issue amounting to maximum RON 500 million, maturing at minimum 5 years, with a fixed interest rate, for the financing of the `2014-2023 National Gas Transmission System Development Plan`.</p>	The version proposed by the Company`s Board of Administration		
	The version proposed by the shareholder_____(if appropriate)		
<p>3. Approval of the proposal regarding the establishment of a secondary office within SNTGN TRANSGAZ S.A. according to Annex 2 of the Convening and empowerment of Mr. Petru Ion Văduva, Director - General of S.N.T.G.N. TRANSGAZ S.A., to fulfil the formalities of registration of the secondary office mentioned above at the Trade Register Office attached to the Sibiu Law Court.</p>	The version proposed by the Company`s Board of Administration		
	The version proposed by the shareholder_____(if appropriate)		
<p>4. Presentation of the notification on the additional reporting and publication obligations according to Order METT 278/09.03.2015, meaning presentation of quarterly information on asset, services and works procurement, having a value higher than EUR 500,000/procurement (for assets and works procurements), and EUR 100,000/procurement (for services), carried out by the company and the preparation by the management of the company of an annual Report on the sponsorship granted by the company.</p>	The version proposed by the Company`s Board of Administration		
	The version proposed by the shareholder_____(if appropriate)		
<p>5. Setting the date of 10 July 2015 as registration date for the shareholders subject to the Resolution of the Extraordinary General Meeting of the Shareholders.</p>	The version proposed by the Company`s Board of Administration		
	The version proposed by the shareholder_____(if appropriate)		
<p>6. Empowerment of Mr. Ion Sterian, as Chairman of the Board of Administration, to sign the Resolution of the Extraordinary General Meeting of the Shareholders and of Mr. Petru Ion Văduva, as Director-General of S.N.T.G.N. TRANSGAZ S.A, to sign the necessary documents for the registration and publication of the Resolution of the Extraordinary General Meeting of the Shareholders at the Trade Register Office attached to Sibiu Law Court.</p>	The version proposed by the Company`s Board of Administration		
	The version proposed by the shareholder_____(if appropriate)		

The shareholder is completely liable for the accuracy of the information provided herein and for the safe delivery of this form of vote.

Date _____

Surname and name of shareholder
natural person or legal
representative of the shareholder
legal person

(clearly, in capital letters)

² _____

³ _____
(signature)

Note:

¹ The status of legal representative shall be supported by the documents foreseen in the National Securities Commission Order of Measures no. 26/20.12.2012, the company details issued by the Trade Register Office, in original or as a certified copy, or any other document, in original or as a certified copy, issued by the competent authority of the state in which the shareholder is duly registered, attesting its status of legal representative. The documents attesting the status of legal representative shall be issued no more than 3 months before the date of the publishing of the convening of the General Meeting of the Shareholders.

² if the shareholder is a legal person, please provide the position of the legal representative

³ if the shareholder is a legal person, please apply the valid stamp