

*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 is certified based on the shareholders list on the registration/reference date, received from the Central Depository, shall be sent in original by 22 June 2016, 10<sup>00</sup> a.m., at the headquarters of the company located in Medias, 1 C.I. Motas Square, Sibiu County.*

**FORM OF VOTE BY CORRESPONDENCE**  
**for the General Ordinary Meeting of the Shareholders of**  
**the National Gas Transmission Company TRANSGAZ S.A.**  
**convened for 23/24 June 2016**

I, the undersigned \_\_\_\_\_, residing at \_\_\_\_\_  
\_\_\_\_\_, ID card \_\_\_\_\_ series \_\_\_\_\_ no. \_\_\_\_\_,  
issued by \_\_\_\_\_, on \_\_\_\_\_, personal identification number \_\_\_\_\_,  
holder of \_\_\_\_\_ shares issued by S.N.T.G.N. TRANSGAZ S.A., 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 S.N.T.G.N. TRANSGAZ S.A. granting a number of \_\_\_\_\_ voting rights within the General Meeting of the Shareholders representing \_\_\_\_\_ % of the total shares/voting rights issued by S.N.T.G.N. TRANSGAZ S.A. Medias

**or**

We, the undersigned \_\_\_\_\_, headquartered in \_\_\_\_\_, registered with the Trade Register Office under registration number \_\_\_\_\_, unique registration code \_\_\_\_\_ holder of \_\_\_\_\_ shares issued by S.N.T.G.N. TRANSGAZ S.A., 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 S.N.T.G.N. TRANSGAZ S.A. granting a number of \_\_\_\_\_ voting rights within the General Meeting of the Shareholders representing \_\_\_\_\_ % of the total number of 11,773,844 shares in S.N.T.G.N. TRANSGAZ S.A., legally represented<sup>1</sup> 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 Ordinary General Meeting of the Shareholders of S.N.T.G.N. TRANSGAZ S.A. to be held on **23 June 2016, 10<sup>00</sup> a.m.**, at the headquarters of the company located in Medias, 1 C.I. Motas Square, or at the date of the second assembly, if the first one is not held, as follows:

GENERAL ORDINARY MEETING OF THE SHAREHOLDERS			
Item on the agenda	Vote (to be filled in, as appropriate, by for, against or abstention)		
	FOR	AGAINST	ABSTENTION
GENERAL ORDINARY MEETING OF THE SHAREHOLDERS			
Item on the agenda	Vote (to be filled in, as appropriate, by for, against or abstention)		
	FOR	AGAINST	ABSTENTION
1. <b>Approval of changes to the Rules of Procedure and Organization of Transgaz' Board of Administration</b>	The version proposed by the Company's Board of Administration		
	The version proposed by the shareholder____(if appropriate)		
2. <b>Approval of the management policy for the conflicts of interest</b>	The version proposed by the Company's Board of Administration		
	The version proposed by the shareholder____(if appropriate)		
3. <b>Approval of the policy for the remuneration of Transgaz' Director - General and of the members of the Board of Administration</b>	The version proposed by the Company's Board of Administration		
	The version proposed by the shareholder____(if appropriate)		
4. <b>Approval of the procedure for the appointment of the members of the Board of Administration</b>	The version proposed by the Company's Board of Administration		
	The version proposed by the shareholder____(if appropriate)		
5. <b>Presentation of the Report on the procurement of assets, services and works with a value exceeding 500,000 Euro/procurement (for procurement of assets and works) and 100,000 Euro/procurement (for services) by Transgaz in Q1 2016</b>	The version proposed by the Company's Board of Administration		
	The version proposed by the shareholder____(if appropriate)		
6. <b>Setting the date of 11 July 2016 as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders, according to the applicable laws.</b>	The version proposed by the Company's Board of Administration		

GENERAL ORDINARY MEETING OF THE SHAREHOLDERS			
Item on the agenda	Vote (to be filled in, as appropriate, by for, against or abstention)		
	FOR	AGAINST	ABSTENTION
GENERAL ORDINARY MEETING OF THE SHAREHOLDERS			
Item on the agenda	Vote (to be filled in, as appropriate, by for, against or abstention)		
	FOR	AGAINST	ABSTENTION
	The version proposed by the shareholder____(if appropriate)		
<b>7. Empowerment of Mr. Ion Sterian, as Chairman of the Board of Administration, to sign the Resolution of the General Ordinary Meeting of the Shareholders, and of Mr. Petru Ion Văduva, as Director-General of Transgaz, to sign the necessary documents for the registration and publication of the Resolution of the General Ordinary Meeting of the Shareholders at the Trade Register Office attached to Sibiu Law Court.</b>	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)

<sup>2</sup> \_\_\_\_\_

<sup>3</sup> \_\_\_\_\_  
(signature)

Note:

<sup>1</sup> The status of legal representative shall be supported by the list of shareholders on the reference/registration date received from the Central Depository.

<sup>2</sup> if the shareholder is a legal person, please provide the position of the legal representative

<sup>3</sup> if the shareholder is a legal person, please apply the valid stamp