

*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 **27 April 2016, 10:00 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 Ordinary General Meeting of the Shareholders of
the National Gas Transmission Company TRANSGAZ S.A.
convened for 28/29 April 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 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 Ordinary General Meeting of the Shareholders of S.N.T.G.N. TRANSGAZ S.A. to be held on **28 April 2016, at 10:00 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:

ORDINARY GENERAL MEETING OF THE SHAREHOLDERS			
Item on the agenda	Vote (to be filled in, as appropriate, by for, against or abstention)		
	FOR	AGAINST	ABSTENTION
1. Approval of the annual financial statements (statement of financial position, statement of comprehensive income, statement on changes in equity, statement on cash flows, notes to financial statements) of Transgaz for the financial year 2015, prepared in compliance with the International Financial Reporting Standards and approved by Order no. 1286/2012 of the Ministry of Public Finance.	The version proposed by the Company's Board of Administration		
2. Presentation of the Report issued by the Board of Administration of SNTGN TRANSGAZ SA on the activity performed in 2015.	The version proposed by the Company's Board of Administration		
3. Approval of the 2015 gross dividend per share amounting to 21.24 RON/share, and of the date of 13 July 2016 for the start of the dividend pay-outs.	The version proposed by the Company's Board of Administration		
	The version proposed by the majority shareholder according to "Draft resolution proposal of the Ministry of Economy, Trade and Relations with the Business Environment" (Letter no. 1478/C6B/06.04.2016)		
4. Presentation of the Financial Audit Report on Transgaz' annual financial statements ended on 31 December 2015	The version proposed by the Company's Board of Administration		
5. Approval of the proposal for the allocation of the net profit for financial year 2015	The version proposed by the Company's Board of Administration		
	The version proposed by the majority shareholder according to "Draft resolution proposal of the Ministry of Economy, Trade and Relations with the Business Environment" (Letter no. 1478/C6B/06.04.2016)		
6. Presentation of the Advisory Nomination and Remuneration Committee's Report on remuneration and other benefits granted to the administrators and managers in financial year 2015.	The version proposed by the Company's Board of Administration		
7. Approval of the administrator's discharge from administration for the activity performed in 2015.	The version proposed by the Company's Board of Administration		
8. Approval of changes to the Rules of Procedure and Organization of Transgaz' Board of Administration	The version proposed by the Company's Board of Administration		
9. Approval of the policy for the management of the conflicts of interest	The version proposed by the Company's Board of Administration		

ORDINARY GENERAL MEETING OF THE SHAREHOLDERS			
Item on the agenda	Vote (to be filled in, as appropriate, by for, against or abstention)		
	FOR	AGAINST	ABSTENTION
10. Approval of the policy for the remuneration of Transgaz' Director - General and of the members of the Board of Administration	The version proposed by the Company's Board of Administration		
11. Approval of the procedure for the appointment of the members of the Board of Administration	The version proposed by the Company's Board of Administration		
12. Approval of the writing-off of dividends related to the financial year 2012 as established under OGSM Resolution no. 5/30.04.2013 which were not collected by 28.06.2016 and the registration of their related value in Transgaz' revenue account	The version proposed by the Company's Board of Administration		
13. 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 Q4 2015	The version proposed by the Company's Board of Administration		
14. Setting the date of 22 June 2016 as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders, according to the applicable laws	The version proposed by the Company's Board of Administration		
15. Setting the date of 21 June 2016 as an ex date according to the applicable laws	The version proposed by the Company's Board of Administration		
16. Setting the date of 13 July 2016 as a payment date	The version proposed by the Company's Board of Administration		
17. Empowerment of Mr. Ion Sterian, as Chairman of the Board of Administration, to sign the Resolution of the Ordinary 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 Ordinary General Meeting of the Shareholders at the Trade Register Office attached to Sibiu Law Court	The version proposed by the Company's Board of Administration		

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 list of shareholders on the reference/registration date received from the Central Depository
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