

*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 Assembly of the Shareholders.) shall be sent in original by **8 July 2013, 10:00 a.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 Assembly of the Shareholders of SNTGN Transgaz SA, must hold a special power of attorney according to the National Securities Commission Regulation no. 6/2009 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 SNTGN Transgaz SA in original .

**FORM OF VOTE BY CORRESPONDENCE**  
**for the Extraordinary General Assembly of the Shareholders of**  
**the National Gas Transmission Company Transgaz S.A.**  
**convened for 9 July/10 July 2013**

I, the undersigned \_\_\_\_\_, residing at \_\_\_\_\_

\_\_\_\_\_, ID card \_\_\_\_\_ series \_\_\_\_\_ no. \_\_\_\_\_, issued by \_\_\_\_\_, on \_\_\_\_\_, personal identification number \_\_\_\_\_, holder of \_\_\_\_\_ shares in SNTGN Transgaz SA, 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 SNTGN Transgaz SA granting a number of \_\_\_\_\_ voting rights within the General Assembly of the Shareholders representing \_\_\_\_\_ % of the total shares/voting rights issued by SNTGN Transgaz SA Medias

or

We, the undersigned \_\_\_\_\_, headquartered in \_\_\_\_\_, registered with the Trade Register Office under registration number \_\_\_\_\_, \_\_\_\_\_ unique registration code \_\_\_\_\_ holder of \_\_\_\_\_ shares issued by SNTGN Transgaz SA, 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 SNTGN Transgaz SA. granting 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<sup>1</sup> by \_\_\_\_\_, as \_\_\_\_\_, ID series \_\_\_\_\_ no \_\_\_\_\_, according to art. 18, paragraph 2 of the National Securities Commission Regulation no. 6/2009,

I exercise my voting rights by correspondence for the items on the agenda of the Extraordinary General Assembly of the Shareholders of SNTGN Transgaz SA to be held on **9 July 2013, 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:

EXTRAORDINARY GENERAL ASSEMBLY OF TH SHAREHOLDERS			
Item on the agenda	Vote (to be filled in, as appropriate, by for, against or abstain)		
	FOR	AGAINST	ABSTENTION
<p>1. Approval of the amending of article 8, points 1 and 3, of the updated Articles of Incorporation of SNTGN Transgaz SA, as follows:</p> <p>Amendment of point 1:  <i>“The share capital of Transgaz S.A. is of 117,738,440.00 RON, completely subscribed and paid up by the shareholders of the company”</i></p> <p>Amendment of point 3:  <i>“The shareholding structure is as follows:</i></p> <ul style="list-style-type: none"> <li>– <i>The Romanian State, represented by the Ministry of the Public Finances (or its legal successors), a number of 6,888,840 shares, having a total value of 68,888,840.00 RON, representing 58.5097 % of the share capital;</i></li> <li>– <i>S.C. Fondul Proprietatea S.A., a number of 1,764,620 shares, having a total value of 17,646,200.00 RON, representing 14.9876 % of the share capital;</i></li> <li>– <i>free-float shareholders, Romanian and foreign natural and legal persons, representing 26.5027% of the share capital.”</i> <p><i>The syntagms “Ministry of Economy, Trade and Business Environment” and “ministry of economy, trade and business environment” in the entire Articles of Incorporation shall be substituted with the “Ministry of the Public Finances” and the “ministry of the public finances”.</i></p> </li></ul>			
2. Setting the date of 26 July 2013 as registration date for the shareholders subject to the Resolution of the Extraordinary General Assembly of the Shareholders			
3. Empowerment of the Chairman of the Board of Administration to sign the Resolution of the Extraordinary General Assembly of the Shareholders and of the Director-General of S.N.T.G.N. Transgaz S.A to sign the necessary documents for the registration and publication of the Extraordinary General Assembly of the Shareholders Resolution at the Trade Register Office attached to Sibiu Law Court, and the updated Articles of Incorporation for registration at the Trade Register Office attached to Sibiu Law Court			

*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)*

<sup>1</sup> 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 Assembly of the Shareholders.

<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