

**SPECIAL POWER OF ATTORNEY
ORDINARY GENERAL MEETING OF THE SHAREHOLDERS¹**

I, the undersigned).....

(surname and name of the shareholder natural person or of the legal representative of the shareholder legal person)

Legal representative of:
(to be filled in only by shareholders legal person with the full name and tax identification code. The status of legal representative shall be supported by the shareholders list on the registration/reference date, received from Depozitarul Central.

Personal identification number....., residing at (full address)

.....ID card/passport series, no....., issued by, holder of a number of.....shares in TRANSGAZ, registered with the Sibiu Trade Register Office under number J 32/301/2000, tax identification code 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 issued by TRANSGAZ, I

hereby appoint Mr./Mrs.:
(surname and name of the empowered representative)

residing at/headquartered in,
personal identification number....., holder of ID card/passport series....., no. issued by,
(for natural persons representatives)

Tax identification code,
(for legal persons representatives)

as my representative in the **Ordinary General Meeting of the Shareholders** of TRANSGAZ to be held at the headquarters of TRANSGAZ, 1 C. I. Motas Square, on **22 April 2021**, at **10:00 a.m.**, or on the date of the second meeting, if the first one is not held, to exercise the voting rights related to the number of shares I hold and registered in the Shareholders Register of SC. DEPOZITARUL CENTRAL S.A., Bucharest, at the reference date **9 April 2021**, as follows:

- 1. Initiation of the SNTGN Transgaz SA Board of Administration member selection procedure, according to Art. 29 (3) of GEO 109/2011 on the corporate governance of public enterprises, as further amended and supplemented.**

The version proposed by the majority shareholder the General Secretariat of the Government by Letter 27217/THG/25.02.2021.

For Against..... Abstention

- 2. Approval of the requests for the renewal of the mandates of four members of the Board of Administration of SNTGN Transgaz SA.**

The version proposed by the Board of Administration of the company

Surname and name	For	Against	Abstention
STERIAN ION			
MINEA NICOLAE			
ILIESCU BOGDAN GEORGE			
VĂDUVA PETRU ION			

- 3. Appointment of four members of the Board of Administration of SNTGN Transgaz SA.**

The version proposed by the Board of Administration of the company

Surname and name	For	Against	Abstention
STERIAN ION			
MINEA NICOLAE			
ILIESCU BOGDAN GEORGE			
VĂDUVA PETRU ION			

- 3.1. Appointment of 3 SNTGN Transgaz SA Board of Administration members.**

The version proposed by the majority shareholder the General Secretariat of the Government by the Letter no. 20/7833/T.H.G./01.04.2021

For Against..... Abstention

4. **Approval of the form of the mandate contract with the fixed allowance of the remuneration for the period 30.04.2021 – 29.04.2025 and the empowerment of a representative of the supervisory public authority to sign the mandate contract.**

The version proposed by the Board of Administration of the company

For Against..... Abstention

(name)

5. **Appointment of 2 provisional members of the Board of Administration with a mandate term of maximum 4 months, with the possibility of extending the term by another 2 months, until the completion of the selection procedure.**

The version proposed by the majority shareholder the General Secretariat of the Government by the Letter no.20/7833/T.H.G./01.04.2021, supplemented by the Letter no.20/8363/T.H.G./08.04.2021

Surname and name	For	Against	Abstention
ABRUDEAN MIRCEA			
DRAGOTĂ LAURA RALUCA ALINA			

6. **Approval of the form of the mandate contracts for the 2 provisional members to be appointed in the Board of Administration of the National Gas Transmission Company Transgaz S.A. Mediaş, with the fixed allowance of the remuneration and the empowerment of a representative of the public supervisory body to sign the mandate contract.**

The version proposed by the majority shareholder the General Secretariat of the Government by the Letter no. 20/7833/T.H.G./01.04.2021

For Against..... Abstention

(name)

7. **Setting the date of 14 May 2021 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 Board of Administration of the company

For Against..... Abstention

8. Empowerment of Mr Remus Gabriel LĂPUȘAN, as Chairman of the Board of Administration, to sign the Resolution of the Ordinary General Meeting of the Shareholders, and of Mr Grigore Târsac, as Deputy 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 Board of Administration of the company

For Against..... Abstention

This power of attorney was concluded in 3 (three) counterparts, one shall be submitted to TRANSGAZ, the Board of Administration and General Meeting of the Shareholders Secretariat, or to the Secretariat of the Ordinary General Meeting of the Shareholders at least one hour before the meeting, one shall be used by the representative within the General Meeting of the Shareholders, and one shall remain with the represented shareholder.

Date of power of attorney:

Surname and name:

(surname and name of the shareholder natural person or of the legal representative of the shareholder legal person, clearly and in capital letters).

Signature:

(signature of the shareholder natural person or signature and stamp of the legal representative of the shareholder legal person)

Note:

¹ *The content is according to the Financial Supervisory Authority Regulation no. 5/2018 on the issuers of financial instruments and market operations*