

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 Extraordinary 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 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 **28 April 2016, 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			
<i>Item on the agenda</i>	Vote <i>(to be filled in, as appropriate, by for, against or abstention)</i>		
	FOR	AGAINST	ABSTENTION

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
1. Approval of the amendments of Transgaz Incorporation Act according to Annex 1 hereto and the empowerment of Transgaz' Director General to sign the company's amended Incorporation Act in order for the publicity procedures under the Companies' Law no. 31/1990 as amended to be fulfilled.			
a. Chap. IV, art. 15, point 3, letter (a) is amended to read as follows: „(a) to approve the proposals regarding the overall development strategy of TRANSGAZ SA, refurbishment, modernization, financial and economic restructuring strategy, Transgaz' policies drawn up according to the regulations in force, as well as the procedures drawn up by the Board of Administration”.	The version proposed by the Company's Board of Administration		
	The version proposed by the shareholder____(if appropriate)		
b. Chap. V, art. 20, la point 1, letter (a) is amended to read as follows: „(a) to determine the main directions of activity and development of the company, to draw up TRANSGAZ S.A. policies, according to the regulations in force and to the procedures provided in the Corporate Governance of the Bucharest Stock Exchange”	The version proposed by the Company's Board of Administration		
	The version proposed by the shareholder____(if appropriate)		
2. Approval of the proposal to close down some secondary offices within SNTGN TRANSGAZ SA according to annex 2 hereby and the empowerment of Mr. Petru Ion Vaduva, Director General of SNTGN TRANSGAZ SA to fulfil all the formalities regarding the registration of all changes in the structure of the above regional offices at the Trade Registry Office, near Sibiu Court.	The version proposed by the Company's Board of Administration		
	The version proposed by the shareholder____(if appropriate)		
3. Approval of the proposal to terminate the association for the achievement of the Nabucco project approved by the Decision of the GESM no. 4/2005, and the empowerment of the Board of Administration to approve the conditions related to the distribution of the assets which remained after the liquidation of the Nabucco companies.	The version proposed by the Company's Board of Administration		
	The version proposed by the shareholder____(if appropriate)		
4. Setting the date of 22 June 2016 as registration date for the shareholders subject to the Resolution of the General Extraordinary Meeting of the Shareholders.	The version proposed by the Company's Board of Administration		
	The version proposed by the shareholder____(if appropriate)		

EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS

<i>Item on the agenda</i>	Vote <i>(to be filled in, as appropriate, by for, against or abstention)</i>		
	FOR	AGAINST	ABSTENTION
5. 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 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 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 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