

*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 Meeting of the Shareholders) shall be sent in original by **24 April 2015, 15:00 p.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 Meeting of the Shareholders of S.N.T.G.N. TRANSGAZ S.A., must hold a special power of attorney according to the National Securities Commission Regulation no. 6/2009, as further amended and supplemented, 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 S.N.T.G.N. TRANSGAZ S.A. in original.

FORM OF VOTE BY CORRESPONDENCE
for the Ordinary General Meeting of the Shareholders of
the National Gas Transmission Company TRANSGAZ S.A.
convened for 27/28 April 2015

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 **27 April 2015, 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. <i>Approval of the documents related to the procurement of the land ownership certificates for the lands associated to the premises of the Sf. Gheorghe GMS, Rasnov GMS, Predeal GMS, Fieni GMS and Covasna GMS owned by SNTGN TRANSGAZ SA Medias, according to the provisions of Government Resolution No. 834/1991 on the establishment and evaluation of lands owned by state owned companies, as further amended and supplemented.</i>	The version proposed by the Company's Board of Administration		
2. <i>Approval of the Rules of procedure and organization of TRANSGAZ's Board of Administration.</i>	The version proposed by the Company's Board of Administration		
3. <i>Approval of the annual financial statements (statement of financial position, statement of comprehensive income, statement of equity changes, statement of cash flows, notes to the financial statements) of SNTGN TRANSGAZ SA for financial year 2014, prepared according to the International Financial Reporting Standards adopted by the European Union and approved by OMPF 1286/2012.</i>	The version proposed by the Company's Board of Administration		
4. <i>Presentation of the Report issued by the Board of Administration of SNTGN TRANSGAZ SA on the activity performed in 2014.</i>	The version proposed by the Company's Board of Administration		
5. <i>Presentation of the annual report on the sponsorship granted by the company in 2014.</i>	The version proposed by the Company's Board of Administration		
6. <i>Approval of the gross dividend per share in amount of RON 21.80/share for financial year 2014, and of the date of 15 July 2015 as date for the beginning of dividend payment.</i>	The version proposed by the Company's Board of Administration		
7. <i>Presentation of the Financial Audit Report on the annual financial statements ended by SNTGN TRANSGAZ SA on 31 December 2014.</i>	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
8. Approval of the 2014 net profit allocation proposal.	The version proposed by the Company's Board of Administration		
9. Presentation of the report of the Nomination and Remuneration Committee on the remunerations and other benefits granted to the administrators and directors in financial year 2014.	The version proposed by the Company's Board of Administration		
10. Approval of the administration discharge of the administrators for the activity performed in 2014.	The version proposed by the Company's Board of Administration		
11. Establishing of the income and expense budget of SNTGN Transgaz SA according to the provisions of Government Resolution 237/2015 on the approval of the 2015 income and expense budget of SNTGN Transgaz SA, under the authority of the Ministry of Economy, Trade and Tourism.	The version proposed by the Ministry of Economy, Trade and Tourism		
12. Setting the date of 10 July 2015 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		
	The version proposed by the Ministry of Economy, Trade and Tourism (Setting the date of 24 June 2015 as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders, according to the applicable laws.)		
13. Setting the date of 9 July 2015 as ex date, according to the applicable laws.			
	The version proposed by the Company's Board of Administration		
	The version proposed by the Ministry of Economy, Trade and Tourism (Setting the date of 23 June 2015 as ex-date, according to the applicable laws.)		

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
14. Setting the date of 15 July 2015 as payment date.	The version proposed by the Company's Board of Administration		
15. 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 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 Meeting of the Shareholders.

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