

**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 **28 April 2022**, 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 **14 April 2022**, as follows:

- 1. Approval of the annual individual 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 2021, prepared according to the International Financial Reporting Standards adopted by the European Union and approved by OMPF 2844/2016.**

The version proposed by the Board of Administration of the company

For Against..... Abstention

- 2. Approval of the annual consolidated financial statements (consolidated statement of financial position, consolidated statement of comprehensive income, consolidated statement of equity changes, consolidated statement of cash flows, notes to the consolidated financial statements) of SNTGN TRANSGAZ SA for financial year 2021, prepared according to the International Financial Reporting Standards adopted by the European Union and approved by OMPF 2844/2016.**

The version proposed by the Board of Administration of the company

For Against..... Abstention

- 3. Presentation of the annual consolidated Report issued by the Board of Administration of SNTGN TRANSGAZ SA on the activity performed in 2021.**

The version proposed by the Board of Administration of the company

For Against..... Abstention

- 4. Approval of the gross dividend per share in the amount of lei 15.61/share for financial year 2021.**

The version proposed by the Board of Administration of the company

For Against..... Abstention

- 4.1 Approval of the gross dividend per share in the amount of lei 14.82/share for financial year 2021.**

The version proposed by the majority shareholder, the General Secretariat of the Government, by Letter 20/10333/M.N./05.04.2022

For Against..... Abstention

- 5. Presentation of the Financial Audit Report on the annual individual financial statements ended by SNTGN TRANSGAZ SA on 31 December 2021.**

The version proposed by the Board of Administration of the company

For Against..... Abstention

- 6. Presentation of the Financial Audit Report on the annual consolidated financial statements ended by SNTGN TRANSGAZ SA on 31 December 2021.**

The version proposed by the Board of Administration of the company

For Against..... Abstention

7. Approval of financial year 2021 net profit distribution proposal.

The version proposed by the Board of Administration of the company

For Against..... Abstention

7.1 Approval of financial year 2021 net profit distribution proposal, in accordance with the provisions of Government Resolution 431/30.03.2022.

The version proposed by the majority shareholder, the General Secretariat of the Government, by Letter 20/10333/M.N./05.04.2022

For Against..... Abstention

8. Presentation of the Remuneration Report for 2021.

The version proposed by the Board of Administration of the company

For Against..... Abstention

9. Approval of the administration discharge of the administrators of SNTGN Transgaz SA for the activity performed in 2021.

The version proposed by the Board of Administration of the company

For Against..... Abstention

10. Assessment of fulfilling of financial and non-financial performance indicators, annex to the contracts of mandate of the non-executive administrators.

The version proposed by the Board of Administration of the company

For Against..... Abstention

11. Approval of the prescription of 2018 financial year dividends established under OGMS Resolution 5 of 06.06.2019, left unclaimed until 16.07.2022 and registration of their value in the revenue account of the company.

The version proposed by the Board of Administration of the company

For Against..... Abstention

12. Setting the date of 23.06.2022 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

13. Setting the date of 22.06.2022 as ex-date, according to the applicable laws

The version proposed by the Board of Administration of the company

For Against..... Abstention

14. Setting the date of 14.07.2022 as dividend pay-out date.

The version proposed by the Board of Administration of the company

For Against..... Abstention

15. Empowerment of Mr Petru Ion Văduva, as Chairman of the Board of Administration, or his alternate, Mr Nicolae Minea, Administrator or Mr Csaba Orosz, Administrator, 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., or his alternate, Mr Leahu Mihai Leontin, Deputy Director-General, 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, as amended.*