

**SPECIAL POWER OF ATTORNEY**  
**ORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS**

I, the undersigned,

.....  
.....  
(Name and surname of the shareholder – individual or of the legal representative of the shareholder – legal entity)

Legal representative of:

.....  
(To be filled in only by shareholders - legal entities – full name and Fiscal Registration Code)

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

.....  
ID card/passport series ....., no....., issued by .....,  
holder of .....(no.) shares in S.N.T.G.N. TRANSGAZ S.A. Medias, Sibiu Commercial Registration  
Number J 32/301/2000, CIF RO13068733, representing .....% of the total number of shares, i.e. 11,773,844  
shares of S.N.T.G.N. „Transgaz” S.A. granting .....(no.) voting rights within the General Assembly of the  
Shareholders, i.e. .... % of the total shares issued by S.N.T.G.N. ”TRANSGAZ” S.A. Medias, **I hereby  
appoint Mr./Mrs.:** .....

.....  
(name and surname of the empowered representative)

Residing at/headquartered in .....

.....  
Personal number.....,ID card/passport series....., no. ....,

Issued by .....

(for individual representatives)

Fiscal Registration Code.....,

(for legal entity representatives)

as my representative in TRANSGAZ’ **Ordinary General Assembly of the Shareholders** to be held at  
TRANSGAZ’ headquarters, Medias, no. 1, C. I. Motas Sq., on **January 29, 2013, 10:00 hours** or on the date of the  
second assembly, should the first assembly fail, to exercise voting rights related to the number of shares I hold and  
have registered within the Shareholders Register of the SC. DEPOZITARUL CENTRAL SA, Bucharest, on the  
reference date.....,as follows:

1. **Approval of the consolidated budget of the Nabucco Gas Pipeline International GmbH (NIC) company  
for Quarter I 2013;**

**FOR** ..... **AGAINST**..... **ABSTENTION** .....

2. **Setting the date of 15 February 2013 as registration date for the shareholders subject to the Decision of the  
Extraordinary General Assembly of the Shareholders;**

**FOR** ..... **AGAINST**..... **ABSTENTION** .....

3. **Empowerment of the Chairman of the Board of Administration to sign the Decision of the Extraordinary  
General Assembly of the Shareholders and of Mr. Rusu Ioan, as Director-General of S.N.T.G.N. “TRANSGAZ”**

**S.A, to sign the necessary documents for the publication and registration thereof with the Commercial Register Office attached to Sibiu Law Court.**

**FOR** ..... **AGAINST**..... **ABSTENTION** .....

I, the undersigned, hereby grant discretionary voting power to the above-mentioned representative on the issues which have not been identified and included in the agenda until the date hereof.

This power of attorney was concluded in 3 (three) counterparts; of which one shall be submitted to TRANSGAZ, BoA and GAS Department, by **January 28, 2013, 09:00** hours; the second counterpart shall be used by the representative, within the General Assembly of the Shareholders, and the third counterpart shall remain with the represented shareholder.

**Date of this power of attorney:** .....

**Name and surname:** .....

(Name and surname of individual, shareholder or of the legal representative of the shareholder - legal entity, *legible and in upper cases*)

**Signature:** .....

(Signature of the individual, shareholder or signature and seal of the legal representative of the shareholder - legal entity)