



## INFORMATION DOCUMENT FOR SHAREHOLDERS REGARDING THE GRANTING OR ALLOCATION OF FREE SHARES

(PREPARED IN ACCORDANCE WITH APPENDIX NO. 19 TO REGULATION NO.  
1/2006 OF THE ROMANIAN NATIONAL SECURITIES COMMISSION (C.N.V.M.))

### 1. Individuals responsible for the procedure

*1.1. Name and position of the individuals and/or name and registered office of the companies responsible for the information included in the information document.*

**BANCA TRANSILVANIA S.A.**, having its registered office in Cluj-Napoca, no. 8, G. Baritiu Street, registered with the Cluj Trade Register Office under number J12/4155/16.12.1993, tax identification number 5022670, represented by Ömer Tetik - CEO, Luminita Runcan - Deputy CEO.

**BT CAPITAL PARTNERS S.A.** having its registered office in Cluj-Napoca, str. Constantin Brâncuși, nr. 74-76, parter, registered with the Cluj Trade Register Office under number J12/3156/04.11.1994, tax identification number 6838953, represented by Paul Prodan - Chairman of the Board of Directors.

*1.2. Statements made by the individuals mentioned under 1.1, by which they declare that, to their knowledge, the information in the presentation document is true to reality.*

Upon verification of this prospectus, **BANCA TRANSILVANIA S.A.**, represented by Luminita Runcan - Deputy CEO, assumes the responsibility for its content and hereby confirms that all the information provided is real and without omissions or false statements which might significantly affect the content of the document.

**BT CAPITAL PARTNERS S.A.**, represented by Paul Prodan - Chairman of the Board of Directors, declares that, to his knowledge, the information provided in the document is real and without omissions which might significantly affect the content of the document.



## 2. General information about the issuer

2.1. Name, registered office, tax identification number and company registration number with the Trade Register Office.

**Name of the issuer:** Banca Transilvania S.A.;

**Registered office:** Str. George Baritiu Nr. 8  
Cluj-Napoca, Romania;

**Company registration:** registered with the Trade Register Office attached to Cluj Tribunal under number J12/4155/16.12.1993, tax identification number 5022670.

## 2.2. Share capital:

- **Value of the subscribed, paid-up capital:** RON 3,026,037,641
- **Number of shares issued** 3,026,037,641 shares
- **Nominal value of a share** RON 1

## 3. Information concerning the free shares granted to the company's shareholders

3.1. Decisions regarding the increase in the share capital which imply the offer of free shares to the existing shareholders.

The Extraordinary General Meeting of Shareholders, through the decision of April 27, 2016, decided to Increase the share capital with the amount of RON 620,000,000, by issuing 620,000,000 new shares, at a nominal value of RON 1/share. The increase in the share capital will use the following sources:

- The capitalization of the reserves from the net profit of the year 2015 in amount of RON 620,000,000, by issuing a number of 620,000,000 shares, with a nominal value of RON 1/share

Each shareholder registered at the registration date, 31.05.2016, will receive, free of charge, for each 100 shares owned, a total number of shares calculated by the following formula  $100 \times (620,000,000 / 3,026,037,641 \text{ RON})$ .

3.2. The registration date as established by the GMS/BoD, as applicable, for the identification of the shareholders who benefit from the granting or allocation of free shares.

The registration date as approved by the EGMS for the identification of the shareholders is 31.05.2016.



### 3.3. Description of the share capital increase:

- the reason of the share capital increase;
- the value and the source of the share capital increase;
- the number of shares issued for the share capital increase.

The funds obtained from the increase of the share capital shall be used to sustain the current activity of the company.

The Extraordinary General Meeting of Shareholders, through the decision of 27.04.2016, decided to increase the share capital of Banca Transilvania with the amount of RON 620,000,000, from RON 3,026,037,641 to RON 3,646,037,641, by issuing 620,000,000 new shares, at a nominal value of RON 1/share. The increase of the share capital will be carried out from the following source:

- The capitalization of the reserves from the net profit of the year 2015 in amount of RON 620,000,000, by issuing a number of 620,000,000 shares, with a nominal value of RON 1/share

### 3.4. Description of the type and class of the securities granted or allocated. The number of free shares allocated for each share owned.

The securities offered are dematerialized nominal shares. Each shareholder registered at the registration date, 31.05.2016, will receive, free of charge, a whole number of shares calculated by the following formula  $100 \times (620,000,000/3,026,037,641\text{RON})$  for each 100 shares owned.

### 3.5. The value of the increased share capital The value of the increased share capital is RON 3,646,037,641.

### 3.6. The intermediary that helped the issuer with the preparation of the presentation document.

**Intermediary's name:** BT Capital Partners S.A.

**Address:** str. Constantin Brâncuși, nr. 74-76, parter, Cluj-Napoca

**Company registration:** registered with the Trade Register Office attached to Cluj Tribunal under number J12/3156/04.11.1994, tax identification number 6838953.

### 3.7. Other information deemed important by the issuer or by the C.N.V.M.



**BT CAPITAL PARTNERS**

Grupul Financiar Banca Transilvania

Capitalul social: 15.425.604,60 lei

C.U.I.: RO 6838953

Nr. de ordine in Registrul Comertului: J12/3156/1994

Cont: RO48BTRL01301202925689XX Banca Transilvania Cluj

Decizia CNVM: 2330/22.07.2003

ODCP nr.: 6415

In accordance with Article 89(3)(e) of CNVM Regulation no.1/2006, the drafting and publication of a prospectus is not mandatory for shares offered, allocated or to be allocated free of charge to the existing shareholders, on condition that such shares are of the same class with the shares already approved for trading on the same regulated market and that a document containing at least the same information as the one in Annex no. 19 is available.

**ISSUER**

**BANCA TRANSILVANIA S.A.**

**INTERMEDIARY**

**BT CAPITAL PARTNERS S.A.**

**CEO**

**Ömer Tetik**

**Chairman of the Board**

**Paul Prodan**

**Deputy CEO**

**Luminita Runcan**

**Sediul Central**

Str. Constantin Brâncuși nr. 74-76, parter

Cluj-Napoca 400462, România

Tel: (+4) 0264.430.564

Fax: (+4) 0264.431.718

E-mail: [office@btcapitalpartners.ro](mailto:office@btcapitalpartners.ro)

[www.btcapitalpartners.ro](http://www.btcapitalpartners.ro)