GENDER BALANCE - 2026 REVIEW

Banca Transilvania S.A., headquartered in Cluj-Napoca, 30 - 36 Calea Dorobanților, with Trade Registry identification no. J1993004155124 and its unique tax identification code (CUI) 5022670 informs investors concerning the gender quota currently determined for the Board of Directors, for the underrepresented gender, in accordance with the provisions of Article 109^3, paragraph (1)(a) of Law No. 24/2017 on issuers of financial instruments and market operations.

The Board of Banca Transilvania is organized under a unitary system, with the Board of Directors consisting of seven exclusively non-executive Directors, two of whom belong to the underrepresented gender, and five belong to the majority gender, as follows:

1. **Horia CIORCILĂ** - Chairman of the Board
2. **Ivo GUEORGUIEV** - Vice-Chairman of the Board
3. **Mirela BORDEA** - Independent Member of the Board
4. **Gabriela NISTOR** – Non-executive member of the Board of Directors, subject to prior approval by the National Bank of Romania
5. **Florin PREDESCU VASVARI** - Independent Member of the Board
6. **Teodor TORGIE** - Independent member of the Board of Directors, subject to prior approval by the National Bank of Romania
7. **Costel LIONĂCHESCU** - Independent member of the Board of Directors, subject to prior approval by the National Bank of Romania

We inform investors that, in accordance with the provisions of Article 109^3, paragraph (1)(a) of Law No. 24/2017 on issuers of financial instruments and market operations, the gender quota currently determined by the Board of Directors for the underrepresented gender **has been maintained at 28.57%**, with no changes from the percentage reported in the previous year (July 2025).

We would like to mention that on April 28, 2026, elections for the Board of Directors were held during the Ordinary General Meeting of Shareholders. In preparation for the nomination and selection process of candidates, the bank continued the efforts initiated in the previous year to adapt and strengthen its internal governance framework, in accordance with the requirements set forth in Articles 109^3–109^6 of Law 24/2017. In this context, the company aimed to promote diversity in its leadership structures and made efforts to identify and include a diverse group of candidates in the nomination process, including individuals from underrepresented genders.

Consequently, all candidacies were evaluated based on objective, transparent, and non-discriminatory criteria, and shareholders were provided, in a timely manner, with relevant information regarding each candidate proposed for the position of director, as well as the legal requirements concerning the composition of the entire board. In determining eligible candidates, the following factors were taken into account: relevant professional experience; the specific training and skills required to serve as a director of a credit institution; reputation; independence; availability; the absence of relevant conflicts of interest, as well as each candidate's contribution to the Board of Directors' collective pool of knowledge, skills, and experience. Diversity, including from the perspective of gender balance, was analyzed as an integral element of collective suitability, but without substituting for the requirements of competence, experience, integrity, and the ability to effectively carry out the duties of the position.

As a result of the elections held during the 2026 Annual General Meeting of Shareholders, the representation rate of the underrepresented gender on the Board of Directors remained 28.57%, unchanged from the previous year. The current composition of the Board of Directors reflects the results of the vote cast by shareholders, exercised in accordance with their rights as provided by the applicable legal framework and the company's Articles of Association.

We would like to note that the company has made every reasonable diligence to identify and promote a diverse group of candidates which included both female and male candidates with the appropriate skills, professional experience, and qualifications suitable for the position of director. The final decision regarding the candidates for the Board of Directors belonged to the shareholders, as reflected in the nominations submitted to the company and the exercise of their voting rights at the General Meeting of Shareholders.

Given the shareholder structure of Banca Transilvania, characterized by a high degree of dispersion and the absence of a significant or majority shareholder, the final composition of the Board of Directors reflects the voting choices expressed by shareholders in exercising the rights granted to them by law and by the bank's Articles of Association.

In this regard, we consider it relevant to note that, in cases where there were candidates with comparable professional backgrounds and similar levels of experience and expertise, the shareholders opted for the female candidate, thereby helping to maintain female representation on the Board of Directors and, ultimately, leading to the election of the two female members currently on the Board, who were also the only female candidates who had submitted their applications at the time the general meeting was held.

At the same time, the nomination and selection process considered the complementarity of skills and the strengthening of the Board of Directors' collective expertise, as well as independence criteria all of which are essential for the proper functioning of the governing body with supervisory responsibilities, within the context of the applicable legal framework. The proposed candidates brought relevant experience in various fields, including financial services, corporate governance, risk management, auditing, digital transformation, and technology. In particular, one of the selected candidates contributes to strengthening the Board's expertise in the areas of information technology and digital transformation, areas of strategic importance for the bank's future development, while the remaining candidates have significant experience in other entities within the Bank's financial group.

Furthermore, Banca Transilvania considers that the diversity of leadership structures should be analyzed not only through the lens of gender but also in terms of the diversity of professional experiences, skills, and perspectives brought by each director, all of which contribute to the efficiency of the decision-making process and the company's sound governance.

In line with these principles, Banca Transilvania's approach to diversity among employees and on the board of directors is a holistic one that goes beyond the issue of gender representation on the board. Thus, the company promotes the principle of equal pay for equal work, based on objective assessments of skills, professional experience, performance, and suitability for the position held, including through fit and proper analyses. In this context, the bank constantly monitors indicators related to pay equity and assesses pay differences between female and male employees (Gender Pay Gap), with a view to identifying and eliminating any unjustified differences, as highlighted in the Sustainability Report.

We would like to take this opportunity to reaffirm our commitment to providing equal opportunities to both employees and members of the management bodies, and, in this regard, we commit to continuing to ensure equal treatment of all candidates for director positions and to providing shareholders with the same level of relevant

information regarding all candidates, in compliance with the applicable legal framework. To this end, the company will continue to develop and promote a diverse pool of potential candidates for director positions, maintain the integration of diversity objectives into future nomination processes and communicate them to stakeholders, and periodically monitor progress toward achieving legal objectives.
Furthermore, starting from 2023, we are proud to be one of the signatories of the Diversity Charter (https://www.cartadiversitatii.ro/semnatari), which promotes diversity and inclusion as strategic advantages, in line with our long-standing commitment.

Banca Transilvania
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