

CONSOLIDATED DIRECTORS' REPORT

**for the three-month period ended
31 March 2026**

**In compliance with the Financial Supervision
Authority's Regulation no. 5/2018**

Identification Details of the Issuer

Report date: May 21th, 2026

Name of the company: BANCA TRANSILVANIA S.A.

Registered office: 30-36 Dorobanților street, Cluj-Napoca, Cluj County, postal code 400117

Phone/fax: 0264.407.150; 0264.407.179

Tax identification no: RO 5022670

Trade Register no: J12/4155/16.12.1993

Registered capital, subscribed and paid: RON 10,903,222,250

The regulated market where the issued securities are traded:

The company's shares are listed on the Bucharest Stock Exchange (symbol: TLV)

Main features of the securities issued by the company: 1,090,322,225 nominal shares with a par value of RON 10/share.

Banca Transilvania's Financial Group Presentation

Banca Transilvania Group ("the Group" or "BT Group") was established in 2003 with Banca Transilvania ("the Bank" or "BT") as the main subsidiary. Besides Banca Transilvania, BT Group has the following subsidiaries: Victoriabank S.A., Salt Bank S.A., BT Capital Partners S.A., BT Leasing Transilvania IFN S.A., BT Investments S.R.L., BT Broker de Asigurare S.R.L., BT Direct IFN S.A., BT Asset Management SAI S.A., INNO Investments S.A.I. S.A., BT Leasing Moldova (MD) S.R.L., BT Microfinanțare IFN S.A., VB Investment Holding B.V., Improvement Credit Collection S.R.L., BT Pensii S.A., BTP One S.R.L., BTP Store Hub Turda S.R.L., Inter Terra S.R.L., BTP Retail S.R.L., Code Crafters by BT S.R.L., BTP Store Hub Oradea S.R.L., O.C.N. Microinvest S.R.L., BRD Societate de Administrare a Fondurilor de Pensii Private S.A., Secure Cash Express SRL, Microinvest Technology S.R.L. and ARGO Development SRL.

The main Group's fields of activity are: banking through Banca Transilvania S.A., Victoriabank S.A. and Salt Bank S.A., leasing and consumer finance mainly through BT Leasing Transilvania IFN SA, Avant Leasing IFN S.A., BT Direct IFN S.A, BT Microfinanțare IFN S.A., BT Leasing MD S.R.L. and O.C.N. Microinvest SRL, asset management through BT Asset Management S.A.I S.A., INNO Investments S.A.I. S.A., investment and brokerage through BT Capital Partners S.A. and administration of pension funds (except for those in the public system) through BT Pensii S.A. and BRD Societate de Administrare a Fondurilor de Pensii Private S.A.. Moreover, the Bank controls two investment funds that are also included in the consolidation.

As of March 2026, the Group took control of the entity Argo Development S.R.L., through the BT Property Real Estate Investment Fund.

Banca Transilvania is a public listed company founded in 1993, headquartered in Cluj-Napoca, with majority romanian shareholders – 79.84% as of the end of March 2026. Currently, BT occupies the first place in the top of the banking system in Romania, by total assets.

The Bank's shareholding structure is constantly changing due to the fact that Banca Transilvania's shares are traded on the securities market, in compliance with the provisions of Law 52/1994 and the Norms of ASF ("Financial Supervisory Authority"). Currently, Banca Transilvania's shares are listed on the Bucharest Stock Exchange, Category I.

The structure of Banca Transilvania S.A. shareholders as at March 31, 2026 is presented in the Appendix to this document.

I. Significant Events During the Period January-March 2026

Amendments brought to the Articles of Association

There have been no changes.

Main Transactions Regarding Affiliates

In the first quarter of 2026, there were no transactions with the Bank's affiliated parties which could influence substantially the financial position of the Group.

Changes in the first quarter of 2026 regarding Banca Transilvania Financial Group

At the level of the Group's subsidiaries, the following changes occurred:

BT CAPITAL PARTNERS S.A.

- By Decision of the Ordinary General Meeting of Shareholders ("OGMS") no. 1/19.01.2026, it was decided to extend the mandates of the directors Mr. Costel Lionăchescu, Mr. Ömer Tetik, and Mr. Leontin Toderici for a period of 4 years.

BT PENSII – S.A.F.P.F. S.A.

- On 16.03.2026, FSA issued the Decision no. 300, by which Mr. Ionuț-Florentin Stroe was authorized as General Manager

BRD S.A.F.P.P. S.A.

- On 23.01.2026, FSA issued Decision no. 57, by which Ms. Elena-Corina Stoica was authorized as Executive Director.

INNO INVESTMENTS SAI S.A.

- By the Directorship Decision no. 1/05.02.2026, it was decided to relocate the company's registered office to the 1st floor of the building located in Bucharest, 43 București–Ploiești Road, Sector 1. The change was authorized by FSA through Authorization no. 43/25.02.2026.

BT DIRECT IFN S.A.

- By Decision of the General Meeting of Shareholders ("GMS") no. 1/30.12.2025, considering the termination on 05.01.2026 of the mandate of Ms. Ioana-Mihaela Ilaș as Director and member of the Board of Directors, it was decided to extend her mandate until 05.01.2030.
- By Board of Directors Decision („BoD”) no. 2/27.01.2026, the mandate of Mr. Gabriel Gogu as Leader and Risk Deputy General Manager was extended for a period of four years, starting on 20.02.2026 and ending on 20.02.2030.

BT MICROFINANTARE IFN S.A.

- By Decision of GMS dated 12.01.2026, considering the termination on 01.02.2026 of the mandate of Ms. Luminița Delia Runcan, Director and member of the Board of Directors, it was decided to extend her mandate until 01.02.2030.

CODE CRAFTERS BY BT S.R.L.

- On 16.01.2026, GMS decided to grant a new 4-year mandate, from 16.01.2026 to 16.01.2030, to Mr. George-Răzvan Călinescu and Mr. Leontin Toderici as Directors and members of the Board of Director.
- On 24.03.2026, by GMS Decision no. 1, the sale of the Company's assets and liabilities related to the activity of providing IT services for the development of custom software was approved, including the transfer of tangible and intangible assets (including, but not limited to: customer contracts, supplier contracts, debts, fixed assets, and other related rights), as well as the transfer of employees together with all rights and obligations arising from individual employment contracts and the applicable collective labor agreement, to the buyer Banca Transilvania S.A. The effective date of the Transaction was set for the 1st of April 2026. Consequently, by the Decision no. 2/24.03.2026 of the Board of Directors, the mandates of Mr. Cristian-Gabriel Cazan as General Manager and Ms. Simona Bucin as Deputy General Manager were revoked, effective as of 01.04.2026, and by GMS Decision no. 2/24.03.2026, the closure of the Company's secondary office in Cluj-Napoca, 33-35-37 Dorobanților Street, Cluj County, was approved, effective as of 01.04.2026.

ARGO DEVELOPMENT S.R.L.

- On 20.02.2026, BT Property Alternative Investment Real Estate Fund, managed by INNO Investments SAI S.A., acquired Argo Development S.R.L., a company having its registered office in Cluj-Napoca, 26 Onisifor Ghibu Street, Building C4 (Offices), ground floor, administrative room, Cluj County, having as its main business activity "Purchase and sell of real estate owned by the company and real estate development".

SALT BANK S.A.

- On 27.02.2026, the mandate of Mrs. Gabriela-Cristina Nistor as Chief Executive Officer of Salt Bank S.A. ended;
- Starting with 27.02.2026, the position of Chief Executive Officer of Salt Bank S.A. is held by Mr. Robert-Mihai Anghel. On the same date, the position of Deputy Chief Executive Officer - Business became vacant;
- Starting with 09.03.2026, the mandate of Mr. Omer Tetik as a member of the Board of Directors of Salt Bank S.A. has been extended for a period of 4 (four) years, according to the decision of the Ordinary General Meeting of Shareholders of Salt Bank S.A. dated 10.02.2026;
- Starting with 19.03.2026, the mandate of Mr. Ivo Alexandrov Gueorguiev as member and Chairman of the Board of Directors of Salt Bank S.A. has been extended for a period of 4 (four) years, according to the decision of the Ordinary General Meeting of Shareholders of Salt Bank S.A. dated 10.02.2026.

B.C Victoriabank S.A.

- On 02.01.2026 and 05.02.2026, the amendments to the Articles of Association of Banca Comercială 'Victoriabank' S.A. were registered with the Public Services Agency, following changes to the list of the Bank's branches.

O.C.N. MICROINVEST S.R.L.

- In accordance with the Board Decision dated 27.11.2025, on 26.01.2026, O.C.N. Microinvest S.R.L. signed its first loan agreement in the amount of EUR 20,000,000 with the EBRD – European Bank for Reconstruction and Development;

- In accordance with the Board Decision dated 02.02.2026, on 19.02.2026, O.C.N. Microinvest S.R.L. signed its first loan agreement in the amount of USD 30,000,000 with the U.S. International Development Finance Corporation;
- In accordance with the Board Decision dated 24.03.2026, the new Organizational Structure of O.C.N. Microinvest S.R.L. was approved, effective as of 01.04.2026.

Risk Management

The management of Banca Transilvania S.A. continuously assesses the risks to which the Bank's activities are or may be exposed, which could affect the achievement of its objectives, and takes measures in response to any changes in the conditions under which it operates. Through the ongoing update of internal risk policies and methodologies, the Bank ensures a proactive response to changes in the economic, legislative, and operational environment, thereby maintaining a controlled risk profile and a prudent mode of operation, in compliance with banking and regulatory standards.

The main risks and uncertainties identified for the upcoming period are primarily driven by the effects associated with the global economic slowdown, the volatility of international markets, and the context of geopolitical conflicts, as well as risks related to cybersecurity challenges and new financial technologies. The main risks identified are the following:

- Maintaining the pace of a modest economic growth, in line with global economic developments, given that Romania's economy is closely linked to the performance of the world's major economies—particularly those within the European Union—further amplified by the prolonged conflict, regional tensions, and the related sanctions.
- Inflation is projected to follow a downward trajectory over the medium term, primarily supported by base effects associated with the significant correction in energy prices and by the fading impact of increases in indirect taxes. However, throughout 2026, inflation dynamics are expected to remain volatile in the short term, amid persistent cost pressures. Nevertheless, potential disruptions in the supply of oil and gas could lead to less favorable outcomes.
- The deterioration of domestic macroeconomic balances (given that Romania registers one of the highest budget deficits at the European level), which is also a result of international geopolitical developments that have increased volatility in financial markets.
- The external environment continues to generate significant uncertainties and risks for the outlook of economic activity and, implicitly, for the medium-term inflation trajectory. These risks stem both from developments in the conflict in Ukraine and from the tense situation generated by the conflict in the Middle East, as well as from the intensification of global trade disputes, with the potential to negatively impact the dynamics of the global economy and international trade. In addition, the potential effects associated with the trade agreement between the United States and the European Union represent an additional source of uncertainty. The persistence of geopolitical risks continues to affect the outlook for global trade, energy security, and price stability.
- The ongoing conflict in the Middle East is testing the resilience of the global economy. The disruption of transport routes, as well as the closure or damage to energy infrastructure, have led to a sharp increase in energy prices and have disrupted the global supply of energy

and other essential commodities, such as fertilizers. A prolonged period of high energy prices would significantly increase costs for the business sector and fuel consumer price inflation, with adverse effects on economic growth.

- Maintaining the financing costs at a high level, against the backdrop of a restrictive monetary policy and the level of public debt, continues to represent a relevant macroeconomic risk, with the potential to negatively affect lending conditions, investment dynamics, and the sustainability of public finances.
- The increase in consumer prices, coupled with a potential depreciation of the national currency against the euro relative to current levels, remains a relevant risk, further amplified by persistent geopolitical and trade-related uncertainties. These continue to generate volatility in commodity markets—particularly energy—with spillover effects on production costs.
- Delays in the absorption and effective use of European funds, with potential negative effects on the implementation of structural reforms and investments needed to support macroeconomic balances, a sustainable economic growth model, the transition to a green economy, as well as the increase in the level of financial intermediation and the credit default risk in the private sector.
- The increase in exposure to cyber risks is amplified by the accelerated digitalization of financial services, the interconnectivity of critical infrastructures, and the more frequent use of cyberattacks in hybrid conflicts.

Synthetic securitisation activity related to the loan portfolio

Banca Transilvania (the Bank) concluded on December 22, 2023 a non-STIS synthetic securitisation transaction with the European Investment Fund (EIF) and the European Investment Bank (EIB), effective from March 31, 2024. The synthetic securitization transaction is structured on a portfolio of loans granted to legal entities, initial securitisation in amount of RON 2,027.5 million. During the transaction, the Bank retains at least 5% of the exposure of each loan included in the securitization portfolio.

The credit risk of the mezzanine and senior tranches is transferred to the EIF, while the credit risk of the junior tranche, representing 1.6% from initial portfolio, is assumed by the Bank.

EIF - as Guarantor, issued an irrevocable and unconditional Financial Guarantee in favour of Banca Transilvania S.A. (the Beneficiary) to guarantee the coverage of the loss related to each reference obligation, should such loss be allocated to the mezzanine and senior tranche, initial total amount of RON 1,995.1 million which represents 98.4% of securitised portfolio, after exceeding the losses retained by the Bank related to junior tranche and synthetic excess spread (cumulatively 2.8% of the total volume of the initial portfolio).

The financial guarantee is treated separately and does not result in any changes to the financial characteristics of the loan, representing a distinct mechanism for covering credit risk. As a result, it does not impact the calculation of expected credit losses.

The scheduled maturity date of the guarantee is December 31, 2039.

The EIF guarantee is counter-guaranteed by the EIB through a back-to-back hedge arrangement.

The Bank's objective is to support the real economy by transferring the benefits of more efficient use of the Bank's capital to the end-customer, in the form of a lower cost of loan. To this end, Banca Transilvania S.A. has concluded with the EIB a Mezzanine and a Senior Retrocession Agreement and Commitment Agreement for increased support for SMEs and Midcaps, to supply new lending of more than RON 2.64 billion, including also projects aligned with climate action and environmental sustainability, thus supporting the transition to a low-carbon economy.

The below stated amounts represent the securitized portfolio as of March 31, 2026:

RON million

	Date of contract	End of maturity	Portfolio type	Maximum amount of securitized portfolio	Securitized portfolio (Nb. Loans)	Outstanding amount
EIF synthetic securitization	2023	2039	SME & CO	2,027.5	14,817	1,731.81
Senior tranche				1,670.67		1,423.05
Mezanine tranche				324.40		276.32
Junior tranche				32.44		32.44

At the end of the financial year, the losses were fully allocated to the excess synthetic spread. According to the contract, the Bank will be able to benefit from reimbursements in the future for the losses associated with the defaulted reference obligations, but this benefit will only become realizable after the complete allocation of the losses to the excess synthetic spread and junior tranche.

In accordance with the definition of a contingent asset, the bank considers that, although there is a possibility that an economic resource may be received in the future under the terms of the financial guarantee contract and the losses to be reimbursed, the realization of this asset remains uncertain. It depends on the allocation of losses to the excess synthetic spread and junior tranche.

The bank has not recognized this asset in the financial statements as of March 31, 2026, given the uncertainty regarding the timing and conditions under which the reimbursement will take place. The asset will be recognized only when there is virtually certain that the reimbursement will be made.

II. Detailed Information

1. Financial Statements

1.1.a. Financial Results Summary

Indicators	Group		Bank	
	Mar' 26	Mar' 25	Mar' 26	Mar' 25
ROE (Net profit/average equity)	20.71%	21.04%	19.54%	21.20%
ROA (net profit/annual average of total assets)	2.04%	1.71%	1.81%	1.58%
Cost/income	48.17%	49.65%	48.12%	47.42%
Total net income, RON thousand	3,082,609	2,657,917	2,549,833	2,129,722
Provisions for credit risk, RON thousand	(249,025)	(290,904)	(200,681)	(244,562)
Gross profit, RON thousand	1,347,488	1,011,687	1,122,100	842,733
Net profit, RON thousand	1,141,046	877,036	950,217	756,286
Basic earnings per share, RON	0.8811	0.6887		
Diluted earnings per share, RON	0.8811	0.6887		
<i>Other information:</i>				
Number of agencies, branches and offices			522	532
No of active employees	13,306	12,912	10,133	10,321

*calculated with an annualized impact of the contribution to the Guarantee Fund of Bank Deposits (FGDB) and the Resolution Fund

1.1.b. Statement of Financial Position at Group and Bank level

The statement of the financial position of the Group and the Bank at the end of March 2026, compared to the end of last year and the end of March 2025, is as follows:

Indicators (RONmn)	Group				
	Mar'26	Dec'25	Mar'25	Mar'26 vs Dec'25 %	Mar'26 vs Mar'25 %
Cash and current accounts with Central Banks	31,195	25,499	23,874	22.3%	30.7%
Placements with banks and public institutions	9,341	16,552	8,875	-43.6%	5.3%
Treasury financial instruments	70,842	69,208	69,884	2.4%	1.4%
Loans and advances to customers, net	102,545	100,446	92,154	2.1%	11.3%
Finance lease receivables	6,325	6,264	5,598	1.0%	13.0%
Tangible and intangible assets	3,373	3,137	2,750	7.5%	22.7%
Right-of-use assets	590	589	566	0.1%	4.3%
Investments in associates	13	29	23	-53.8%	-42.5%
Deferred tax assets	276	224	402	23.3%	-31.5%
Other financial assets	2,022	2,020	2,305	0.1%	-12.3%
Other non-financial assets	441	446	377	-1.1%	17.0%
Total assets	226,965	224,414	206,808	1.1%	9.7%
Deposits from customers	175,866	175,250	165,435	0.4%	6.3%
Deposits from banks	307	302	503	1.8%	-38.9%

Loans from banks and other financial institutions	17,041	17,123	13,495	-0.5%	26.3%
Subordinated loans	2,685	2,643	2,579	1.6%	4.1%
Current tax liabilities	217	103	128	110.6%	70.5%
Provisions for other risks and charges	873	837	757	4.3%	15.4%
Financial liabilities from leasing contracts	626	624	589	0.2%	6.2%
Other financial liabilities	4,826	3,758	4,591	28.4%	5.1%
Other non-financial liabilities	455	475	299	-4.2%	52.0%
Total liabilities	202,896	201,116	188,375	0.9%	7.7%
Equity	24,069	23,298	18,433	3.3%	30.6%
Total liabilities and equity	226,965	224,414	206,808	1.1%	9.7%

Indicators (RONmn)	Bank				
	Mar'26	Dec'25	Mar'25	Mar'26 vs Dec'25 %	Mar'26 vs Mar'25 %
Cash and current accounts with Central Banks	29,562	23,224	21,564	27.3%	37.1%
Placements with banks and public institutions	7,262	14,476	7,749	-49.8%	-6.3%
Treasury financial instruments	68,034	66,541	67,540	2.2%	0.7%
Loans and advances to customers, net	101,493	99,691	93,417	1.8%	8.6%
Tangible and intangible assets	2,273	2,242	1,941	1.4%	17.1%
Right-of-use assets	555	560	540	-0.8%	2.7%
Investments in subsidiaries	1,358	1,373	1,178	-1.1%	15.2%
Deferred tax assets	248	188	379	31.6%	-34.6%
Other financial assets	1,813	1,826	2,131	-0.7%	-14.9%
Other non-financial assets	262	277	253	-5.4%	3.6%
Total assets	212,860	210,398	196,693	1.2%	8.2%
Deposits from customers	169,545	168,862	160,121	0.4%	5.9%
Deposits from banks	322	321	516	0.3%	-37.6%
Loans from banks and other financial institutions	14,650	14,604	12,616	0.3%	16.1%
Subordinated loans	2,510	2,466	2,452	1.8%	2.4%
Current tax liabilities	190	75	102	152.9%	85.1%
Provisions for other risks and charges	661	640	655	3.4%	1.0%
Financial liabilities from leasing contracts	591	596	565	-0.8%	4.6%
Other financial liabilities	3,340	2,348	3,711	42.3%	-10.0%
Other non-financial liabilities	336	395	239	-14.8%	40.9%
Total liabilities	192,145	190,306	180,977	1.0%	6.2%
Equity	20,715	20,092	15,716	3.1%	31.8%
Total liabilities and equity	212,860	210,398	196,693	1.2%	8.2%

The Group's total assets reached, at the end of the first quarter of 2026, almost RON 227 billion, marking an increase of 1.1% compared to the end of 2025 and 9.7% compared to March 2025. At the Bank's level, the value of assets rose by 1.2% compared to the end of the previous year and by 8.2% compared to March 2025, reaching approximately RON 213 billion.

The evolution of the Group and the Bank assets is summarized as follows:

Loans' portfolio: including leasing receivables, the Group's net loan portfolio, at the end of March 2026, exceeds the level recorded at the end of 2025 (+2%) and is 11.4% higher compared to

March 2025. At the Bank's level, net loans reached RON 101.5 billion at the end of March 2026, up 1.8% compared to the end of the previous year and 8.6% above the level of March 31, 2025.

Provisions' stock: Banca Transilvania recorded at the end of March 2026 a net loss from adjustments for financial assets for other risks and credit commitments in the amount of RON 201 million (including recoveries from off-balance sheet loans). The balance of provisions reached the level of RON 6.2 billion at the end of March.

The non-performing loan ratio (NPL ratio) according to the EBA is 2.55% as of March 31, 2026, and the coverage with total provisions of the non-performing loans according to the EBA is 174.57%.

At Group level, **cash and current accounts with central banks**, together with **placements with banks and public institutions**, decreased by 3.6% compared to the end of December 2025, but increased by 23.8% compared to March 31, 2025, representing 18% of total assets. At the level of the Bank, these positions also recorded a decrease of 3.6% compared to the end of 2025, but an increase of 25.6% compared to March 31, 2025, having a share of 15% in total assets on the same date.

At the Group level, **cash and current accounts with central banks** increased by 22.3% compared to the end of 2025 and by 30.7% compared to March 31, 2025, reaching RON 31,195 million at the end of March 2026. At the level of the Bank, the increase was 27.3% compared to December 31, 2025 and 37.1% compared to March 31, 2025, the value reaching RON 29,562 million. The main component of this asset class is minimum reserve requirements, which hold a share of 82.2%.

At the end of March 2026, **placements with banks and public institutions** recorded a decrease of 43.6% and 49.8% respectively at the level of both the Group and the Bank, compared to December 31, 2025. Compared to March 31, 2025, they indicate an increase of 5.3% at Group level, but a decrease of 6.3% at Bank level. The evolution of this category is mainly determined by the reduction in the volume of sight, collateral and term deposits with other banks and public institutions.

Treasury financial instruments include financial assets measured at fair value through other comprehensive income, financial assets mandatorily measured at fair value through profit or loss, financial assets held for trading and measured at fair value through profit or loss, debt instruments measured at amortized cost as well as derivative instruments. Of those listed, the most significant category is the one of financial assets measured at fair value through other comprehensive income with a weight of 39% in the total category of treasury financial instruments, at Bank level and a weight of 38% at Group level.

The treasury instruments increased by 2.4% compared to December 31, 2025, for the Group and by 2.2% for the Bank, respectively by 1.4% for the Group and 0.7% for the Bank compared to March 31, 2025, reaching RON 70,842 million at Group level, respectively RON 68,034 million at Bank level. They represent 34% of the total assets both at Group and Bank level. The increase in these instruments is directly correlated with the increase of the managed portfolio of government bonds.

The share of treasury instruments in total assets reflects the Bank's prudent liquidity management strategy, namely maintaining a substantial portfolio of high-quality liquid assets, mainly government securities.

Resources from clients: at Group level, customer deposits reached RON 175,866 million as of March 31, 2026, inching up by 0.4% compared to the end of the previous year and increasing by 6.3% versus March 31, 2025. At the Bank level, the customer deposit balance amounted to RON 169,545 million at the same date, inching up by 0.4% compared to year-end and standing 5.9% above the level recorded as of March 31, 2025.

Of the total customer deposits, 65% are represented by the savings of individuals, and 35% by those of legal entities, at Bank level.

The loan-to-deposit ratio at the level of the Bank stands at 63.5% at the end of March 2026, given that the volume of gross loans is RON 107.7 billion, and the resources attracted from customers amount to RON 169.5 billion.

The equity of Banca Transilvania S.A. as at 31.03.2026 amounts to RON 20,715 million, increasing by 3.1% compared to the end of 2025 and by 31,8% compared to the same period last year.

The Bank's Board of Directors approves the conceptual design of the internal process for the assessment of the capital adequacy to risks, at least the scope, methodology and general objectives, and establishes the strategy regarding the planning of the capital, own funds and the capital adequacy to risks in Banca Transilvania S.A.

The Board of Directors makes decisions regarding the directions to be followed within the capital adequacy process, establishes the main projects in the field to be implemented, as well as the main objectives to be met for the best control of the correlation of the risks to which the Bank is exposed and the necessary shareholders' equity required to cover them and the development of sound risk management systems.

The Group and the Bank comply with Regulations in terms of Own Funds and Solvency, the level of the capital risk adequacy indicator far exceeding the minimum limits imposed by the legislation. On March 31, 2026 and December 31, 2025, respectively, the Group and the Bank met all regulatory requirements regarding own funds.

Indicators	Group			Bank		
	Mar-26	Dec-25	Mar'26 vs Dec'25 %	Mar-26	Dec-25	Mar'26 vs Dec'25 %
Tier 1 basic own funds ratio	15.95%	18.29%	-2.3%	16.05%	18.62%	-2.6%
Tier 1 own funds ratio	18.37%	20.86%	-2.5%	18.80%	21.55%	-2.8%
Solvency indicator	20.16%	22.79%	-2.6%	20.65%	23.56%	-2.9%

Indicators (RONmn)	Group			Bank		
	Mar-26	Dec-25	Mar'26 vs Dec'25 %	Mar-26	Dec-25	Mar'26 vs Dec'25 %
Tier 1 basic own funds	19,313	20,657	-6.5%	17,368	18,699	-7.1%
Tier 2 own funds	1,884	1,914	-1.6%	1,711	1,739	-1.6%
Total own funds	21,197	22,571	-6.1%	19,078	20,437	-6.6%

Note: The calculation of the Group's and the Bank's own funds considers the statutory profit of the Group, respectively of the Bank for the financial period ended on December 31, 2025. For the three-month period ended March 31, 2026, the current profit was not considered in the calculation of own funds. Regulatory capital as at March 31, 2026 and December 31, 2025 was calculated according to the IFRS standards endorsed by the European Union.

Solvency: The Bank's solvency calculated as of March 31, 2026, is 20.65% (without the profit of the first three months of 2026 included), being at a comfortable level, above the minimum reference threshold of 8%, value imposed by the Regulation (EU) no. 575/2013 on prudential requirements for credit institutions, which apply starting with 2014.

The evolution of own funds and capital adequacy indicators is mainly influenced by the distribution of dividends related to the 2025 financial year, as well as by the dynamics of risk-weighted assets. Under these circumstances, the Bank's capitalization level remains comfortably above the minimum regulatory requirements.

1.1.c. Profit and Loss Account

The main elements of the Profit and Loss Account at Group and Bank level for the first three months of 2026, compared to the same period last year, are as follows:

Indicators (RONmn)	Group			Bank		
	Mar'26	Mar'25	Mar'26 vs Mar'25 %	Mar'26	Mar'25	Mar'26 vs Mar'25 %
Net interest income	2,071	1,962	5.6%	1,668	1,535	8.7%
Net fees and commissions income	440	382	15.0%	367	325	12.9%
Net trading income	316	245	29.0%	231	184	25.5%
Net gain / loss (-) from financial assets measured at fair value through other items of comprehensive income	86	4	>100%	86	4	>100%
Net gain / loss (-) from financial assets which are required to be measured at fair value through profit and loss	(9)	43		50	64	-21.4%
Contribution to the Bank Deposit Guarantee Fund and to the Resolution Fund	(3)	(96)	-96.4%	0	(92)	-100.0%
Other operating income	182	119	53.2%	148	110	34.6%
Total operating income	3,083	2,658	16.0%	2,550	2,130	19.7%
Net expense from impairment allowance, expected losses on assets, provisions for other risks and loan commitments	(249)	(291)	-14.4%	(201)	(245)	
Personnel expenses	(787)	(722)	9.0%	(643)	(577)	11.5%
Depreciation and amortization	(140)	(137)	2.7%	(115)	(111)	2.9%
Other operating expenses	(559)	(497)	12.5%	(469)	(354)	32.5%
Total operating expenses	(1,735)	(1,646)	5.4%	(1,428)	(1,287)	10.9%
Bargain gain	0	0		0	0	
Profit before income tax	1,347	1,012	33.2%	1,122	843	33.2%
Income tax expense	(206)	(135)	53.3%	(172)	(86)	98.8%
Net profit	1,141	877	30.1%	950	756	25.6%
Profit of the Group attributable to equity holders of the Bank	1,099	858	28.1%			
Profit of the Group attributable to non-controlling interests	43	19	120.6%			
Net profit	1,141	877	30.1%	950	756	25.6%

The net profit achieved in the first three months of 2026, at the Group level (RON 1,141 million), is 30.1% higher than that recorded in the same period last year (RON 877 million).

At the level of the Bank, the net profit for the first quarter of this year amounts to RON 950 million, up 25.6% compared to the net profit in the first three months of the previous year (RON 756 million).

Net interest income increased by 5.6% at Group level and 8.7% at Bank level, reaching RON 2,071 million and RON 1,668 million respectively in the first three months of this year.

Amid the constant increase in the number of transactions, the 5% increase in the number of active customers in March 2026 compared to March 2025, as well as the diversification of the operations offered, **the net income from fees and commissions** registered a positive evolution. Thus, they increased by 15% at Group level and by 12.9% at Bank level compared to the same period of 2025.

Net trading income in the first quarter of 2026 was higher than in the same period of 2025, recording increases of 29% at Group level and 25.5% at Bank level, supported by higher derivatives revenues as well as foreign exchange transactions.

Thus, at the end of the first quarter of 2026, **operating income** reached RON 3,083 million at Group level and RON 2,550 million at Bank level, 16% and 19.7% higher respectively compared to the same period last year.

The positive evolution of profitability is mainly supported by the increase in recurring operating revenues, particularly from interest and fees, reflecting the strength of the Bank's business model.

Operational expenses, before net expenses with impairment adjustments and provisions for other risks and lending commitments, increased by 9.6% and reached RON 1,486 million as of March 31, 2026, at Group level, compared to RON 1,355 million as of March 2025. At the Bank level, these expenses increased by 17.7%, reaching RON 1,227 million as of March 31, 2026, compared to RON 1,042 million as of March 31, 2025.

The evolution of these expenses at Bank level was influenced by the increase in the other operational expenses category, which registered an increase of 32.5% as of March 31, 2026 compared to March 31, 2025. This category includes, among other things, the expense related to turnover tax, amounting to RON 166 million, compared to RON 75.6 million for the same period of the previous year. The level of this tax has doubled since July 2025, from 2% to 4%.

Personnel expenses: at Group level, this category of expenses increased by 9% compared to the previous year, while at the Bank level the increase was 11.5%.

Operational result: The Bank's operational efficiency remains at a comfortable level of 48.1%, up from the level of 47.4% reported for the first three months of 2025 (calculated with an annualized impact of the contribution to the Bank Deposit Guarantee Fund (FGDB) and the Resolution Fund).

The **result per share** for the three months of 2026 and three months 2025 is the following:

Indicators	Bank Mar-26	Bank Mar-25	Mar-26 vs Mar-25 %	Group Mar-26	Group Mar-25	Mar-26 vs Mar-25 %
Net profit for the period (RON thousands)	950,217	756,286	25.6%	1,141,046	877,036	30.1%
Basic earnings per share	-	-	-	0.8811	0.6887	27.9%
Diluted earnings per share	-	-	-	0.8811	0.6887	27.9%

Other information regarding the first three months of 2026:

Banca Transilvania is the market leader in the field of cards, with 8.2 million cards in its portfolio. Purchases made with the 8.2 million cards increased by 16% compared to the same period last year.

In Q1 2026, the good acquisition rate of new customers was maintained, with over 100,000 individuals becoming BT customers, an important part of them opting to open the account directly through the BT Pay application, without any visit to the bank.

BT has 5 million unique digitized customers. These customers use at least one of the Bank's digital solutions. We see a clear trend of increasing interest in digitalization, with customers increasingly preferring innovative solutions that allow them to easily and efficiently manage financial services in the digital environment such as: virtual cards, lending, insurance and investment products.

The number of phone payments to merchants in Q1 2026 increased by 24% compared to the same period of 2025. At the same time, money transfers from cards enrolled in BT Pay are increasingly appreciated, their volume increased by 62% compared to those made in the first quarter of the previous year.

As for the volume of non-card transactions made by individual customers through digital channels, they registered an increase of 28% compared to the same period last year.

As of March 31, 2026, the bank has a network of 2,025 ATMs, of which 696 are multifunctional machines. The Bank also owns 632 BT Express terminals that are used for various operations other than cash release, has over 188,000 POS installed, 47,000 STAR partner locations and collaborates with over 8,400 merchants using e-commerce solutions.

As of March 31, 2026, Chat BT has surpassed 2 million interactions. Thanks to continuous optimizations - fast and intelligent responses, multilingual support (RO, EN, IT, HU), dynamic customization, access to tutorials and resources, tailored insights, 81% of customers find their own information, and 20% of conversations are taken over by a consultant (conversion rate to live chat: 19%).

The Premium segment in BT has over 150,000 Premium customers and continues to expand, with Relationship Managers dedicated to Premium customers in most urban centers and a dedicated team of Virtual Relationship Managers nationwide. The Premium Club subscription, dedicated to Premium customers, exceeded the figure of 10,000 BT Visa Platinum Debit cards in the first year since its launch.

The Group's number of active employees as at March 31, 2026 is 13,306 (13,361 at December 31, 2025).

The Bank's number of active employees as at March 31, 2026 is 10,133 (10,180 at December 31, 2025).

1.1.d. Cash Flow Statement and Liquidity Position

The cash flow statement detailing the cash flows from operating, investment and financing activities is part of the Financial Statements that accompany this report.

The liquidity coverage ratio (LCR), calculated according to the requirements introduced by Basel III, recorded a value of 566.6% as of 31.03.2026, well above the minimum required level of 100%. The Bank's immediate liquidity as of March 31, 2026 has a value of 49.9%.

2. The Analysis of the Bank's Activity

2.1 Presentation and Analysis of Trends, Elements and Events or Uncertainty Factors that Could Impact the Bank's Liquidity vs. the Same Period of the Last Year

The Romanian economic environment:

Data from the National Trade Registry Office („ONRC”) indicate an increase in the number of registered companies by 15.75% year-on-year to 38,643 between January and March 2026.

Further on, according to ONRC statistics the number of companies entering insolvency increased by 14.31% y/y to 1,829 units between January and March 2026. At the same time, firm write-offs decreased by 0.75% y/y to 20,843 firms in the first three months of this year.

The National Bank of Romania („NBR”) kept the monetary policy interest rate at 6.50%, a level set in August 2024. Also, the NBR decided to keep the interest rate on the lending facility at 7.5% per annum and the interest rate on the deposit facility at 5.5% per annum.

The reserve requirement rates for credit institutions' liabilities in lei and foreign currency also remain at the same levels of 8% for lei and 5% for foreign currency.

As for non-government credit, it reached RON 453.8 billion in March, up slightly from February. Compared to March 2025, the balance recorded an increase of 7.14% (up from 6.85% y/y in February 2026). In comparison, the average annual growth for 2025 was 8.27%.

In non-governmental credit, loans granted to companies reached 219.7 billion lei in March 2026, increasing compared to the first two months of the year. In comparison with March 2025, the credit increased by 5.84%. The average growth rate of 2025 was 6.67%.

Loans to households increased in the first three months of the year, amounting 208.2 billion lei in March 2026 (+7.98% y/y). A decrease in the growth rate is observed: in 2025, the annual growth rate was 9.25%. Housing credit kept its increasing tendency, reaching a growth rate of 6.36% in March 2026. On the other hand, the consumer credit component recorded a slight decrease in growth compared to the previous year. Thus, in March there was an increase of 10.61% y/y compared to the 2025 average annual growth rate of 14.17%.

Further on, non-government deposits reached RON 673.2 billion in March 2026 (+7% y/y), after an average annual growth of 7.21% in 2025.

The corporate deposit component reached RON 229.2 billion in March 2026. It recorded a 3.33% y/y in March 2026, increasing compared to the 2025 average annual growth of 2.22%.

On the other hand, household deposits increased by 8.11% y/y in March with an average annual growth rate of 9.72% in 2025. In March 2026, the population's term deposits recorded the highest

growth (9.51% y/y compared to 6.57% in case of overnight deposits). In 2025, the average growth was highest in case of overnight deposits (12.24% compared to 7.54% in case of term deposits).

The loan-to-deposit ratio was 67.30% in December 2025 down from 67.61% in December 2024.

2.2 Presentation and Analysis of the Effects on Financial Statements of all Capital Expenditures, Current and Anticipated, Compared to the Same Period of Last Year

At the Group level, investments in tangible and intangible assets were RON 3,976 million at March 31, 2026, compared to RON 3,755 million at December 31, 2025 and RON 3,339 million at March 31, 2025. As compared with the two periods analyzed, tangible and intangible assets increased by 5.9% compared to the end of the previous year and increased by 19.1% compared to March 31, 2025.

At the Bank level, investments in tangible and intangible assets were RON 4,186 million on March 31, 2026, compared to RON 4,175 million at December 31, 2025, and RON 3,660 million at March 31, 2025. Compared to the two periods analyzed in the previous year, the value of the tangible and intangible assets remained at the level of the end of the previous year and shows an increase of 14.4% compared to March 31, 2025.

2.3 Presentation and Analysis of the Economic Events, Transactions and Changes that Significantly Impact the Main Revenues of the Bank

The main activity of the Bank was performed under normal conditions, with no exceptional circumstances. All legal requirements were followed, in terms of the correct and up-to-date organization and management of accounting, in terms of accounting principles, as well as in terms of complying with the accounting rules and regulations in force.

The interim condensed consolidated and separate financial statements of the Group and the Bank have been prepared in accordance with IAS 34 “Interim Financial Reporting” as endorsed by the European Union, effective as at the Group’s and Bank’s interim reporting date, March 31, 2026. The data presented regarding the first quarter of 2026 are based on the organization and accounting rules as stated by the Law no. 82/1991, republished and further amended and completed, Government Emergency Ordinance no. 99/2006 further amended and completed, NBR Order no. 27/2010 for the approval of the accounting rules under International Financial Reporting Standards adopted by the European Union applicable to credit institutions – republished with subsequent amendments, as well as other NBR instructions in the field.

3. Changes that Affect the Share Capital and the Administration of the Company

3.1 Description of Cases in which the Company Could not Fulfill its Financial Obligations in the Reporting Period

Not the case.

3.2 Description of any Changes in the Rights of the Shareholders of the Company

On the 28th of April 2026, the Ordinary and Extraordinary General Shareholders' Meetings of Banca Transilvania S.A. Cluj-Napoca took place.

Following the debates, The Extraordinary General Shareholders Meeting has adopted the following decisions regarding the points included on the agenda, in accordance with the published Convening notice:

1. Increase of the share capital with the amount of RON 1,572,644,250 by issuing 157,264,425 new shares at a nominal value of RON 10/share, as well establishing a price of RON 0 (zero) to compensate for the fractions of shares resulting from applying the algorithm and rounding the results, according to the legal provisions in force and also granting a mandate to the Board of Directors in order to establish a price higher than the approved one (if applicable).

The increase in the share capital will be carried out through the capitalization of reserves from the net profit of the year 2025, in amount of RON 1,572,644,250, by issuing a number of 157,264,425 shares, with a nominal value of RON 10/share in the benefit of the shareholders registered with the Shareholding Register held by the Central Depository at the registration date established by the GSM (July 17th, 2026).

Sources for capital increase	Sums (RON)
Capitalization of reserves from the net profit of the year 2025	1,572,644,250

Considering the above, each shareholder registered on the registration date, July 17th, 2026, will receive free of charge, for each 100 shares owned, a total number of shares calculated as follows: $100 \times (157,264,425/1,090,322,225)$. The purpose of the capital increase is to sustain the current activity of the company.

2. Approval of the share buyback by the Bank, in accordance with the applicable legal provisions, under the following terms and conditions: up to 5,000,000 shares (0.46% of the total shares included in the share capital) with a nominal value of RON 10/share at a minimum price equal to the market price on BSE at the moment of the buyback and a maximum price of RON 45 for a period of maximum 18 months as of the publishing date of the EGMS resolution in the Official Gazette of Romania, Part IV, part of a stock option plan with the purpose of implementing a remuneration program and a personnel incentive program for a period of at least 4 years as well as the payment of fixed remuneration, and the granting of a mandate for the Board of Directors for the enforcement of this resolution.

3. Approval of the date of July 17th, 2026 as the registration date and of the ex-date – July 16th, 2026, for the identification of the shareholders who will benefit from the results of the Extraordinary GMS and to whom the effects of the Extraordinary GMS Decisions are applicable, including but not limited to the identification of the shareholders who will benefit from the shares allocated following the capital increase.

4. Approval of the date of July 20st, 2026, as the payment date for distribution of shares following the share capital increase.

Following the debates, The Ordinary General Shareholders' Meeting has adopted the following decisions:

- approval of the proposal to allocate the net profit realized in the amount of RON 4,095,289,537, as follows: allocation of RON 241,182,226 for legal reserves, of RON 3,854,107,311 for reserves from the net profit to be distributed, from which RON 1,400,000,000 will be distributed as dividends. Approval of a gross dividend/share of RON 1.2840240875
- approval of the date of June 16th, 2026, as the registration date and of the ex-date – June 15th, 2025, for the identification of the shareholders who will benefit from the results of the Ordinary GMS and to whom the effects of the Ordinary GMS Decisions are applicable.
- June 30th, 2026, as the payment date for the dividend.

3.3 Changes in the Management Structure of the Bank (Board, Executive Level etc.)

As at the reporting reference date (March, 31 2026), no changes occurred at the level of the Board of Directors; however, during the OGMS held on 28 April, the shareholders elected the Board of Directors for the 2026–2030 term, as follows: Horia Ciorcilă, Ivo Gueorguiev, Mirela Bordea, Florin Predescu-Vasvari, Gabriela Nistor, Doru Lionăchescu and Teodor Torgie.

At the level of executive management, there were no changes in the first quarter of 2026.

There were no changes in the Statutory auditor during the first quarter of 2026.

4. Significant Transactions

In relation to significant transactions, on 31.03.2026 a business sale agreement was concluded between Banca Transilvania and its subsidiary, Code Crafters by BT SRL, under which the seller's assets were sold and transferred to the undersigned entity, without interrupting the activity, in exchange for a purchase price. As a result of the transaction, Banca Transilvania assumed all the rights and obligations of Code Crafters by BT, including any related rights and obligations, personal guarantees and security interests related, as well as those associated with the goodwill of the business.

Other significant transactions within the Group are presented in the "Changes in Subsidiaries" section, at the level of the directly impacted subsidiaries.

5. Conclusions

In the first quarter of 2026, the Group and the Bank recorded a positive financial evolution, characterized by the increase in total assets and the loan portfolio.

Assets advanced both compared to the end of the previous year and in annual terms, while lending recorded a sustained growth rate, including through the contribution of leasing components, thus strengthening the institution's position on the market.

Deposits attracted from customers recorded a positive evolution in a competitive market context, reaching RON 169.5 billion as of March 31, 2026 (+0.4% compared to the end of 2025).

At the same time, the positive dynamics of the customer base, with over 100,000 new individual customers attracted in the first quarter, combined with the high degree of digitalization (5 million unique digitized customers), highlights the strategic orientation towards the development of digital channels and the increase in the use of modern financial services.

Significant investments have been made in technology, especially in recent years, and the same approach will continue from now on. BT wants to have – at the same time – the best applications, but also the best network of units in Romania.

The financial performance was reflected in a significant increase in net profit, both at Group and Bank level, compared to the same period of the previous year. The consolidated net profit reached RON 1.14 billion, registering an increase of 30.1% compared to the same period of the previous year. The Bank contributed 83% to the total profit of the BT Group.

ANNEX: The present report has attached copies of the following documents:

1. Interim condensed consolidated and separate financial statements prepared in accordance with IAS 34 “Interim Financial Reporting” as endorsed by the European Union:
 - Interim Consolidated and Separate Statement of Profit or Loss and Statement of Other Comprehensive Income;
 - Interim Consolidated and Separate Statement of Financial Position;
 - Interim Consolidated and Separate Statement of Changes in Equity;
 - Interim Consolidated and Separate Statement of Cash Flow;
 - Notes to the Interim Condensed Consolidated and Separate Financial Statements;
2. The statement of the Deputy CEO of Banca Transilvania assuming the responsibility for the preparation of the interim condensed consolidated and separate financial statements for the period ended on March 31, 2026;

Note: The financial statements for the periods ended March 31 are not audited nor revised.

**CHAIRMAN OF THE
BOARD OF DIRECTORS
HORIA CIORCILĂ**

**CHIEF EXECUTIVE OFFICER
ÖMER TETİK**

**SHAREHOLDERS STRUCTURE AT
31.03.2026**

EXPLANATIONS	No. of holders	No. Shares	Percentage%
ROMANIAN CAPITAL	74,706	870,521,208	79.84
Individuals	73,911	275,935,481	25.31
Companies	795	594,585,727	54.53
of which Financial Investment Companies	5	196,390,320	18.01
FOREIGN CAPITAL	1,269	219,801,017	20.16
Individuals	976	12,624,916	1.16
Companies	293	207,176,101	19.00
TOTAL	75,975	1,090,322,225	100.00