

**FORM OF VOTE BY CORRESPONDENCE<sup>1</sup>**

**- juridical persons -**

The Company \_\_\_\_\_ registered with the Trade Registry attached to the Tribunal in \_\_\_\_\_ under no \_\_\_\_\_ with the registered offices in \_\_\_\_\_ legally represented by Mr./Mrs. \_\_\_\_\_ holder of \_\_\_\_\_ shares issued by Banca Transilvania S.A., giving it the right to the same number of votes in the General Meeting of Shareholders and accounting for \_\_\_\_\_% of the share capital and \_\_\_\_\_% of the total number of voting rights, expresses its voting right by correspondence in the General Meeting of Shareholders, ordinary and extraordinary, to be held on **April 28<sup>th</sup>, 2026** at 12:00 hours, respectively at 14:00 hours, or on **April 29<sup>th</sup>, 2026**, at 12:00 hours, respectively at 14:00 hours, (Romanian time), when a second meeting is to be held in case the first meeting could not take place, at Banca Transilvania Headquarters, located in Cluj-Napoca, Calea Dorobanților street, no. 30-36, to exercise the voting rights for its shares recorded in the Shareholders' Register at the end of the day of **April 15<sup>th</sup>, 2026** as follows:

**For the Ordinary General Meeting:**

**1. Approval of the annual statutory financial statements for the 2025 financial year, in accordance with NBR's Order No. 27/2010 as subsequently amended and with the International Financial Reporting Standards (IFRS), together with the Report of the Board of Directors and the Report of the Independent Auditor, as per the applicable legal provisions, including in the present case the issuance of the durability report and ensuring compliance with durability reporting requirements.**

For

Against

Abstention

<sup>1</sup> This form (filled in by the shareholder with the signature authenticated by a notary public and accompanied by a copy of the registration certificate) must be sent in original to the Company's registry, indicated in the convening notice, namely Cluj-Napoca, Calea Dorobanților no. 30-36, Cluj County, Romania, until **April 22<sup>nd</sup>, 2026, 17:00 hours**. The correspondence voting ballot may also be sent by e-mail (until the same date mentioned above) by means of document signed with extended electronic signature, according to Law no. 455/2001 regarding electronic signatures – to the e-mail address: [actionariat@btrl.ro](mailto:actionariat@btrl.ro).



**9. Approval of June 30<sup>th</sup>, 2026 as the payment date for the dividend.**

For

Against

Abstention

**10. Approval of the mandates for the Board of Directors and for its individual members to carry out the decisions adopted by the Ordinary General Meeting of Shareholders.**

For

Against

Abstention

**For the Extraordinary General Meeting:**

**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, establishing a price 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 that will be established by the GMS (proposed date July 17<sup>th</sup>, 2026).**

For

Against

Abstention

**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 main field of activity is under Section L – Financial and insurance activities, Division 64 – Financial service activities, with the exception of insurance and pension funding, Group 641 – Monetary intermediation, class 6419 – Other monetary intermediation, respectively:*

- 6419 – attracting deposits and other reimbursable funds;*
- 6419 – granting loans including inter alia: consumer loans, mortgage loans, trade finance, factoring, discounting and forfeiting operations;*
- 6419 – money transfer services;*
- 6419 – issuing and managing payment instruments such as credit cards, travelers’ cheques and similar ones, including the issue of electronic currency;*
- 6419 – issuing guarantees and undertaking commitments;*
- 6419 – proprietary trading or trading on behalf of its customers, under the law, with:*
  - money market instruments such as: cheques, bills of exchange, promissory notes, deposit certificates;*
  - foreign currency;*
  - futures contracts;*
  - instruments based on exchange rate and interest rate (exchange rate futures; interest rate futures; exchange rate forwards; forward rate agreements; foreign currency swaps; interest rate swaps);*
  - securities and other financial instruments (government securities, bonds);*
  - options contracts;*
- 6419 – intermediation on the inter-bank market;*
- 6419 – custody and management of securities and other financial instruments;*
- 6419 – provision of information and references in the field of lending;*
- 6419 – lease of safe deposit boxes;*
- 6419 – depositing assets of investment funds and investment companies;*
- 6419 – distribution of equity interests in investment funds and of shares of investment companies;*
- 6419 – acting as data input operator of the Electronic Archive for Security Interests in Movable Property;*
- 6419 – transactions with precious metals and stones and objects made from these;*
- 6419 – acquisition of shareholdings in other entities;*
- 6419 – creation and registration services with the Electronic Archive for Security Interests in Movable Properties related to loans, letters of guarantee and other operations (acting as data input operator of the Electronic Archive for Security Interests in Movable Properties); activity regulated under Article 18 (r) in Romanian Government Emergency Order no. 99/2006, respectively any other activities or services to the extent that they are related to*

*the financial sector, under the legal provisions governing such special activities, if applicable.*

*6210 – custom software development (customer-oriented software);*

*6220 – information technology consulting and management (administration and operation) of computing resources;*

*6290 – other information technology services;*

*6310 – data processing, website administration, and related activities (including data processing services; database administration or other similar services for third parties);*

*6612 – financial transaction intermediation activities (issuing electronic meal vouchers, activity regulated under Article 18 (r) in the Romanian Government Emergency Order no. 99/2006, and any other activities or services to the extent that they are related to the financial sector, under the legal provisions governing such special activities, if applicable);*

*6619 – activities auxiliary to financial intermediation, except insurance and pension fund activities (including consulting services in relation to the capital structure, business strategy and other related aspects);*

*6622 – activities of insurance agents and brokers;*

*6629 – other auxiliary activities related to insurance and pension funds (including marketing of the private pension fund and of the prospectuses of the optional pension schemes);*

*6630 – fund management activities;*

*6811 – purchase and sale of own real estate;*

*6820 – leasing and subleasing of own or leased real estate;*

*7020 – business and management consulting activities (including consultancy activities about mergers and/or acquisitions of companies);*

*7210 – research and development in natural sciences and engineering;*

*7711 – rental and leasing of passenger cars and light road vehicles;*

*8559 – rental and leasing of office machinery and equipment (including computers);*

*8559 – Other education forms n.e.c. (activity regulated under Article 18(1)(r) of Romanian Government Emergency Order no. 99/2006 – any other activities or services to the extent that they are related to the financial sector, under the legal provisions governing such special activities).*

For

Against

Abstention

**6. Approval of the mandates for the Board of Directors and individually for each of its members, in order to carry out the decisions of the Extraordinary General Shareholders Meeting.**

For

Against

Abstention

The shareholder assumes full responsibility regarding the correct filling in and safe transmission of the herein voting form.

Date: \_\_\_\_\_

Company \_\_\_\_\_

Represented by \_\_\_\_\_ (*capital letters*)

\_\_\_\_\_ (*signature*)