

FORM OF VOTE BY CORRESPONDENCE¹

- 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 25, 2018 hours 14,00 respectively hours 15,00 at Hotel Opera Plaza in Cluj-Napoca, General Traian Mosoiu Street, no. 10-12 or on April 26, 2018, hours 14,00, respectively hours 15,00, when a second meeting is to be held in case the first meeting has not been held, to exercise the voting rights for its shares recorded in the Shareholders' Register at the end of the day April 13th, 2018 as follows:

For the Ordinary General Meeting:

I. Approval of the annual statutory IFRS financial statements for the 2017 financial year, in compliance with NBR's Order No. 27/2010, as subsequently amended, together with the Report of the Board of Directors and the Report of the Independent Auditor

For

Against

Abstention

II. Approval of the net profit distribution in the sum of RON 1,185,979,233 as follows: allocation of the sum of RON 104,937,573 for legal and other reserves, of the sum of RON 1,081,041,660 lei for net profit reserves to be distributed, of

¹ This form (filled in by the shareholder with the signature authenticated by a public notary and accompanied by a copy of the registration certificate) must be sent in original to the bank's Head Office in Cluj-Napoca, street George Barițiu no. 8, Cluj county until **April 20, 2018 hours 17:00**. The correspondence voting form may be sent also 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.

which RON 610,000,000 will be paid as dividends. Approval of a gross dividend per share of RON 0.1405063951.

For Against Abstention

III. Discharge of directors for 2017.

For Against Abstention

IV. Approval of the revenue and expenditure budget and the investment plan for 2018 (business plan for 2018).

For Against Abstention

V. Establishing the directors' remuneration for 2018, including the maximum cap of additional remunerations (fixed and variable) granted to directors and managers.

For Against Abstention

VII. Approval of the date of June 5th, 2018 as the registration date and of the ex date – June 4th, 2018, 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, including but not limited to the identification of the shareholders who will benefit from dividends.

For Against Abstention

VIII. Approval of the date of June 15th, 2018 as the payment date for dividend distribution.

For Against Abstention

