



BANCA TRANSILVANIA

The Extraordinary General Meeting of Shareholders

May 2018



Agenda

01

The bonds

Approval of a bond issuance, with a fixed or variable interest rate, where applicable, with a maturity of ten years, for a maximum amount of 350 million euros

02

The offer

Admission of a bond public offering, addressed to up to 150 people

03

The admission

Approval of all actions and formalities needed for the admission of the bonds for trading on the Bucharest Stock Exchange

04

Designation of **BT Capital Partners** as
Intermediary of the Offering

05

Approval of empowering the Board of Directors

To carry out any necessary operations in order to comply with the decisions of the EGMS regarding the bonds' admission to trading on the Bucharest Stock Exchange

06

Approval of the registration date

15th of June, 2018

Explanatory notes on the items on the agenda of the EGMS

- **Minimum requirements of own funds and eligible liabilities (MREL)**
- Directive 2014/59 / EU, transposed in Romania by Law no. 312/2015 on the recovery and resolution of credit institutions and investment firms and on the amendment and supplementation of financial instruments, establishes, in the context of the banking resolution, that credit institutions must continually meet a minimum requirements of own funds and eligible liabilities (MREL).
- The MREL is therefore part of the European authority's plan to ensure that credit institutions have enough liabilities to prevent taxpayers from bearing the burdens of any eventual bank bailouts. Every bank will be required to meet the regulatory requirement established by the National Bank of Romania for each credit institution, depending on the size, economic model, financing model and risk profile of each.
- The appointment of BT CAPITAL PARTNERS as intermediary of the Offer is justified by the companies vast expertise in similar procedures in Romania as well as its performance in the financial sector.

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