

FORM OF VOTE BY CORRESPONDENCE¹

- natural persons -

I, undersigned _____ with the ID series _____
no _____ with the address in with PIN _____ holder
of _____ shares issued by Banca Transilvania S.A., giving me 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, express my voting right by
correspondence in the General Meeting of Shareholders extraordinary, to be held on **May**
23, 2018 hours 14,00 at Hotel Opera Plaza in Cluj-Napoca, General Traian Mosoiu Street,
no. 10-12, or on **May 24, 2018**, hours 14,00, 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 May 8th, 2018 as follows:

I. Approval of a subordinated bond issue with a fixed or variable interest rate, if applicable, up to a maximum amount of EUR 350 million, with ten-year maturity, in compliance with the legal provisions and the Tier II capital requirements set out in accordance with the Romanian legal framework in force, follow-on the adoption in the internal legislation of the CRD IV provisions (the Bonds).

For Against Abstention

II. Approval of a public offer having as object the Bonds, which will be addressed to a maximum 150 people (the Offer).

For Against Abstention

¹ This form (filled in by the shareholder with the signature authenticated by a public notary and accompanied by a copy of the identification document) must be sent in original to the bank's Head Office in Cluj-Napoca, street George Barițiu no. 8, Cluj county until **May 18, 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.

actions so as to give full effects to the issue of Bonds and / or Offer and / or Admission (as appropriate) and to empower the representatives of the Company to sign any such documents, to fulfill any such formalities and to fulfill any such actions; and

c) to sign any documents, in the name and on behalf of the Company, with full power and authority, to file, to request the publication of the decision in the Official Gazette of Romania, Part IV, to collect any documents and to fulfill any necessary formalities in relationship with the Trade Register Office, as well as before any other authority, public institution, legal entity or individual, as well as to execute any operations, in order to fulfill and ensure the legality of the decisions of the EGSM.

For

Against

Abstention

VI. Approval of the date of June 15th 2018 as registration date and ex-date - June 14th 2018, for the identification of the shareholders entitled to benefit of other rights and to which the effects of the decisions of the EGSM apply.

For

Against

Abstention

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

Date: _____

Name (*capital letters*) _____

Signature: _____