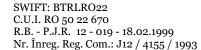
SWIFT: BTRLRO22 C.U.I. RO 50 22 670

R.B. - P.J.R. 12 - 019 - 18.02.1999 Nr. Înreg. Reg. Com.: J12 / 4155 / 1993

THE DECISIONS ADOPTED BY THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING BANCA TRANSILVANIA S.A. CLUJ-NAPOCA

May 23(/24), 2018

On May 23(/24) 2018, the Extraordin	ay General Shareholders' Meeting of Banca
Transilvania took place at Hotel Opera P	laza in Cluj-Napoca. The meeting was attended
by shareholders and representat	ives of shareholders, accounting for
% of the share capit	al, respectively shares, thus
the meeting was held in compliance with	the legal and statutory requirements.
1. Approval of a subordinated bon-	d issue with a fixed or variable interest
rate, if applicable, up to a maximum	m amount of EUR 350 million, with ten-
year maturity, in compliance with	h the legal provisions and the Tier II
capital requirements set out in	accordance with the Romanian legal
framework in force, follow-on the a	doption in the internal legislation of the
CRD IV provisions (the Bonds).	
(adopted with	votes, representing% of the capital
share; the number of valid votes is	, of which votes
for,votes against;	abstention)
a Approval of a public offer havi	ing as object the Bonds, which will be
addressed to a maximum 150 people	
	votes, representing% of the capital
share; the number of valid votes is	, of which votes
for,votes against;	abstention)





3. Approval by the Company of all necessary actions and formalities, useful
and / or appropriate for admitting the Bonds for trading on the regulated
market managed by the Bucharest Stock Exchange, following the
performance of the Offer (the Admission).
(adopted with votes, representing% of the capital
share; the number of valid votes is, of which votes
for, votes against; abstention)
established and operating in accordance with the Romanian law, with its registered office in Romania, Cluj-Napoca, 74-76 Constantin Brâncuşi Street, Brancusi Business Center, Ground Floor, Cluj County, registered
with Cluj Trade Register under no. J12 / 3156/1994, EUID: J12 / 3156/1994,
tax identification number 6838953, as the Offer's Intermediary.
(adopted with votes, representing% of the capital
(adopted with votes, representing% of the capital share; the number of valid votes is, of which votes

- 5. Approval of the empowerment of the Board of Directors, with the possibility of sub delegation, depending on the case:
- a) to issue any decision and to fulfill any necessary legal documents and facts, useful and/or convenient for the performance of the decisions of the EGSM, including without limitation, the negotiation, establishment and approval of the Bonds issuing value, the issuing price in accordance with the market conditions, terms of the agreement, disbursements, early repayments, interests, fees and charges, collaterals, providing any type of tangible collaterals, ensuring the drafting and publication, if necessary of any offer prospectus, as well as the negotiation, approval and signing of any



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documents related to the Offer and Admission, negotiation and signing of any agreements with intermediaries and consultants and the completion of any necessary legal documents and deeds if they are in accordance with the EGSM decisions;

- b) to approve any agreements and/or arrangements concerning the Bonds and / or Offer and / or Admission or any other arrangements, offer prospectus, any subscription agreements, sale, agency, trust of consultancy, certificates, statements, registers, and annexes and any other required documents, to perform any formalities and to authorize and / or execute any other necessary 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,	votes against;	abstention)		
share; the numbe	r of valid votes is	, of which _		votes
(adopted with _		_ votes, representing	_% of the o	capital

6. 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.



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for,	_ votes against;	abstention)		
share; the number	of valid votes is	, of which _		_ votes
(adopted with		_ votes, representing	_% of the	capital

BOARD OF DIRECTORS CHAIRMAN Horia CIORCILA