

**SPECIAL POWER OF ATTORNEY<sup>1</sup>**

**for the representation of natural persons**

**in the Ordinary and Extraordinary General Meetings of the Shareholders  
of Banca Transilvania S.A.**

**- for item 7 on the agenda of the Ordinary GSM -**

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 the voting rights, hereby, appoint Mr/Mrs. (*name of the  
representative*) \_\_\_\_\_ resident  
in \_\_\_\_\_ with ID/passport series \_\_\_\_\_ no.  
\_\_\_\_\_ PIN \_\_\_\_\_ to represent me in the General  
Meeting of Shareholders, ordinary and extraordinary, to be held on **April 29<sup>th</sup>, 2020**, hours  
16,00 respectively hours 17,00 (Romanian time) at BT's head office, located in Cluj-Napoca,  
str. G. Baritiu no. 8 or on **April 30<sup>th</sup>, 2020**, hours 16,00, respectively hours 17,00 (Romanian  
time), 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 21<sup>st</sup>, 2020 as follows:

<sup>1</sup> This power of attorney dedicated to item 6 on the agenda of the Ordinary GSM is made in 3 (three) copies, one signed in original, filled out with the voting option, is to be sent to the Head Office of Banca Transilvania, Cluj-Napoca, street George Baritiu no.8 by the date of **24 April 2020, 17:00 (Romanian time)**, **inserted in a separate sealed envelope, stating clearly "Confidential – Voting instructions for the General Meeting of Shareholders of the 29th/30th of April 2020"**, envelope which will be placed in another envelope containing the special power of attorney for the other items on the agenda of the GSM together with the relevant documents.. The power of attorney may be sent also by a separate 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), with the "Confidential – Voting instructions for the General Meeting of Shareholders of the 29th/30th of April 2020". The power of attorney will be accompanied by a copy of the identification document of the individual shareholder.

**For the Ordinary General Meeting:**

**VII. The approval of a financial auditor for the Bank who will audit the financial situations of the Bank for the 2020-2023 financial exercises, in accordance with the IFRS Standards, as stated in the N.B.R. order no. 27/2010.**

For

Against

Abstention

This power of attorney is valid only for the General Meeting of Shareholders, ordinary and extraordinary, to be held on **April 29<sup>th</sup>, 2020**, hours 16,00 respectively hours 17,00 (Romanian time) at BT's head office, located in Cluj-Napoca, str. G. Barițiu no. 8 or on **April 30<sup>th</sup>, 2020**, hours 16,00, respectively hours 17,00 (Romanian time), when a second meeting is to be held in case the first meeting has not been held, my representative having the obligation to vote according to the given instructions.

By the present document, I give power of attorney to my representative to vote in accordance with the above instructions and I hereby give him full power of attorney to vote on any issues which have not been identified and included in the agenda of the GSM until the date of signature of the present document.

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

Name: (capital letters) \_\_\_\_\_

Signature: \_\_\_\_\_