

**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.**

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  
Extraordinary General Meeting of Shareholders, to be held on October 18<sup>th</sup> 2022 hours  
14,00 at Banca Transilvania Headquarters, located in Cluj-Napoca, str. Calea  
Dorobanților no. 30-36 or on October 19<sup>th</sup> 2022 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 October 07<sup>th</sup>,  
2022 as follows:

<sup>1</sup> This power of attorney is made in 3 (three) copies, one signed in original is to be sent to the Company's registry, indicated in the convening notice, namely Cluj-Napoca, Calea Dorobanților no. 30-36, Cluj County, Romania, by the date of **October 13<sup>th</sup> 2022, 17:00**, in an envelope clearly indicating "For the Extraordinary General Meeting of Shareholders of the 18/19<sup>th</sup> of October 2022", under the sanction of losing the voting right by representative in the GSM under the law. The power of attorney 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](mailto:actionariat@btrl.ro), with the title "For the Extraordinary General Meeting of Shareholders of the 18/19<sup>th</sup> of October 2022". The power of attorney will be accompanied by a copy of the identification document of the individual shareholder.



**Center, ground floor, Cluj County, registered with the Cluj Trade Register under no. J12/3156/1994, EUID: J12/3156/1994, unique registration code 6838953, as an intermediary of the offer.**

**For**

**Against**

**Abstention**

**5. The approval of the authorization of the Board of Directors, with the possibility of subdelegation, as the case may be:**

**a) to issue any decision and to fulfill any necessary, useful and/or appropriate legal acts and facts for the fulfillment of EGMS decisions, including, without limitation, negotiation, establishment and approval of the type and the issue value of bonds, tranches of issue, issue price in accordance with market conditions, and other final terms and conditions of bonds, contractual terms, drawing, early repayment, interest, Fees and charges, guarantees, granting of any kind of collateral, ensuring the drafting and publication, if applicable, of any offer prospectus and final terms, as well as the negotiation, approval and signature of any acts related to the offer and admission, negotiation and signing of any contracts with intermediaries and consultants and the fulfillment of any necessary legal acts and deeds, to the extent that they are in accordance with the relevant EGMS decisions;**

**b) to approve any contracts and/or arrangements relating to bonds and/or the offer and/or admission or any other arrangements, prospectuses, any contracts for subscription, sale, agency, trust, consultancy, Certificates, declarations, registers, notifications, addenda and any other necessary documents and documents, to fulfill any formalities and to authorize and/or execute any other actions necessary to give full effect to the issuance of bonds and/or offer and/or admission (as applicable) And to empower representatives of the Company to sign any such documents, to perform any such formalities and to perform any such actions; and**

**c) to sign any documents, in the name of and on behalf of the company, with full power and authority, to submit, to request the publication of the decision in**

**the Official Gazette of Romania, to collect any documents, as well as to perform any necessary formalities before the Trade Register Office, As well as before any other authority, public institutions, legal or natural persons, as well as to execute any operations, in order to comply with and ensure the enforceability of EGMS decisions.**

For

Against

Abstention

**6. Approval of November 15, 2022 as registration date and ex-date – November 14, 2022, in order to identify the shareholders who will benefit from other rights and over whom the effects of the EGMS decisions are reflected.**

For

Against

Abstention

This power of attorney is valid only for the Extraordinary General Meeting of Shareholders, to be held on October 18<sup>th</sup>, 2022 hours 14,00 at Banca Transilvania Headquarters, located in Cluj-Napoca, str. Calea Dorobanților no. 30-36 or on October 19<sup>th</sup>, 2022 hours 14,00 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: \_\_\_\_\_