

**THE DECISIONS ADOPTED BY THE ORDINARY GENERAL  
SHAREHOLDERS' MEETING**

**BANCA TRANSILVANIA S.A. CLUJ-NAPOCA**

**April 28, 2022**

On April 28, 2022, the Ordinary General Shareholders' Meeting of Banca Transilvania took place at str. Calea Dorobanților no. 30-36. The meeting was attended by shareholders and representatives of shareholders, accounting for 70.50% of the share capital, respectively 4,427,764,409 shares, thus the meeting was held in compliance with the legal and statutory requirements.

After the debates, the **Ordinary General Shareholders Meeting** adopted the following decisions:

**1. Election of the meeting secretaries and technical secretaries: meeting secretaries - Ioana Olanescu, Gabriel Goga; technical secretaries - Flavia Vandor, Ioan Sumandea-Simionescu.**

(adopted with majority of votes, representing 70.38% of the capital share; the number of valid votes is 4,419,911,592, of which 4,418,010,124 votes **for**, 0 votes **against**, 1,901,468 **abstention**)

**2. Approval of the annual statutory IFRS financial statements for the 2021 financial year, in compliance with NBR's Order No. 27/2010 as subsequently amended, together with the Report of the Board of Directors and the Report of the Independent Auditor and other reports subject to an advisory vote.**

(adopted with majority of votes, representing 70.38% of the capital share; the number of valid votes is 4,419,911,592, of which 4,403,197,279 votes **for**, 0 votes **against**, 16,714,313 **abstention**)

**3. Approval of dividend distribution from the profit of 2021, in total amount of 800,000,000 RON, being granted as cash dividends. Approval of a gross dividend per share of RON 0.1267533618.**

(adopted with majority of votes, representing 70.38% of the capital share; the number of valid votes is 4,419,911,592, of which 4,412,283,802 votes **for**, 5,726,322 votes **against**, 1,901,468 **abstention**)

#### **4. Discharge of directors for the 2021 exercise.**

(adopted with majority of votes, representing 70.38% of the capital share; the number of valid votes is 4,419,911,592, of which 4,086,947,648 votes **for**, 0 votes **against**, 332,963,944 **abstention**)

#### **5. Approval of the revenue and expenditure budget and the investment plan for 2022 (business plan for 2022).**

(adopted with majority of votes, representing 70.38% of the capital share; the number of valid votes is 4,419,911,592, of which 3,829,968,037 votes **for**, 439,342,560 votes **against**, 150,600,995 **abstention**)

#### **6. Election of the Board of Directors for the 2022-2026 mandate.**

Election Director	Total votes cast	Percentage votes cast	For	Against	Abstention
<b>Horia Ciorcila</b>	4,180,133,043	66.23%	3,511,245,883	641,006,852	27,880,308
<b>Thomas Grasse</b>	4,180,133,043	66.23%	2,900,006,287	1,232,122,799	48,003,957
<b>Ivo Gueorguiev</b>	4,180,133,043	66.23%	2,900,006,087	1,232,117,799	48,009,157
<b>Vasile Puscas</b>	4,180,133,043	66.23%	2,888,278,629	1,232,331,372	59,523,042
<b>Mirela-Ileana Bordea</b>	4,180,133,043	66.23%	3,507,086,983	641,006,852	32,039,208

<b>Florin Predescu Vasvari</b>	4,180,133,043	66.23%	3,509,587,548	641,006,852	29,538,643
<b>Lucyna Stanczak-Wuczynska</b>	4,180,133,043	66.23%	2,795,914,413	1,232,125,587	152,093,043

**7. Maintaining the directors' remuneration for 2022, including the maximum cap of additional remunerations (fixed and variable) granted to directors and managers.**

(adopted with majority of votes, representing 70.38% of the capital share; the number of valid votes is 4,419,911,592, of which 2,648,976,927 votes **for**, 1,235,138,610 votes **against**, 535,796,055 **abstention**)

**8. Approval of the date of June 6<sup>th</sup>, 2022 as the registration date and of the ex date – June 3<sup>rd</sup>, 2022, for the identification of the shareholders who will benefit from the results of the Ordinary GMS and to whom the effects of the Ordinary GMS Decisions are applicable.**

(adopted with majority of votes, representing 70.38% of the capital share; the number of valid votes is 4,419,911,592, of which 4,415,009,639 votes **for**, 0 votes **against**, 4,901,953 **abstention**)

**9. Approval of the date of June 16<sup>th</sup>, 2022 as the date for the payment of dividends.**

(adopted with majority of votes, representing 70.38% of the capital share; the number of valid votes is 4,419,911,592, of which 4,418,010,124 votes **for**, 0 votes **against**, 1,901,468 **abstention**)

**10. Approval of the mandates for the Board of Directors and for its individual members to carry out the decisions adopted by the Ordinary General Meeting of Shareholders.**

(adopted with majority of votes, representing 70.38% of the capital share; the number of valid votes is 4,419,911,592, of which 4,418,010,124 votes **for**, 0 votes **against**, 1,901,468 **abstention**)

## **BOARD OF DIRECTORS**

### **CHAIRMAN**

**Horia CIORCILA**