

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

BANCA TRANSILVANIA S.A. CLUJ-NAPOCA

April 25th 2025

On the 25th of April, 2025, the Ordinary General Shareholders' Meeting of Banca Transilvania took place at Calea Dorobanților Street, no. 30-36. The meeting was attended by shareholders and representatives of shareholders, accounting for 68.24% of the share capital, respectively 913,112,199 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. Approval of the annual statutory financial statements for the 2024 financial year, in accordance with NBR's Order No. 27/2010 as subsequently amended and with the International Financial Reporting Standards (IFRS), together with the Report of the Board of Directors and the Report of the Independent Auditor – Deloitte Audit SRL, as per the applicable legal provisions, including regarding its appointment for the preparation of the report and ensuring the reporting requirement on sustainability.

(adopted with majority of votes, representing 68.21% of the capital share; the number of valid votes is 622,846,360, of which 621,799,429 votes **for** and 0 votes **against**; there were 1,046,931 **abstentions** regarding this item)

2. Approval by affirmative consultative vote of the Remuneration Report for 2024.

(adopted with majority of votes, representing 68.21% of the capital share; the number of valid votes is 622,846,360, of which 450,165,389 votes **for** and 172,680,971 votes **against**; there were 0 **abstentions** regarding this item)

3. Discharge of directors for the 2024 exercise.

(adopted with majority of votes, representing 68.21% of the capital share; the number of valid votes is 622,846,360, of which 571,147,372 votes **for** and 479,677 votes **against**; there were 51,219,311 **abstentions** regarding this item)

4. Approval of the revenue and expenditure budget and the investment plan for 2025 (business plan for 2025).

(adopted with majority of votes, representing 68.21% of the capital share; the number of valid votes is 622,846,360, of which 622,846,360 votes **for** and 0 votes **against**; there were 0 **abstentions** regarding this item)

5. Approval of the proposal to allocate the net profit realized in the amount of RON 3,531,677,657, as follows: allocation of RON 207,998,917 for legal reserves and other reserves, of RON 3,323,678,740 for reserves from the net profit to be distributed, from which RON 1,589,254,950 will be distributed as dividends. Approval of a gross dividend/share of RON 1.7333295709.

(adopted with majority of votes, representing 68.21% of the capital share; the number of valid votes is 622,846,360, of which 622,846,360 votes **for** and 0 votes **against**; there were 0 **abstentions** regarding this item)

6. Maintaining the directors' remuneration for 2025, including the maximum cap for additional remuneration (fixed and variable) granted to directors and officers.

(adopted with majority of votes, representing 68.21% of the capital share; the number of valid votes is 622,846,360, of which 449,512,735 votes **for** and 168,651,885 votes **against**; there were 4,681,740 **abstentions** regarding this item)

7. Approval of the updates brought to the Remuneration Policy regarding the Bank`s management body (approved in its initial form during the GMS of April 28th, 2021).

(adopted with majority of votes, representing 68.21% of the capital share; the number of valid votes is 622,844,520, of which 544,029,703 votes **for** and 74,133,077 votes **against**; there were 4,681,740 **abstentions** regarding this item)

8. Approval of the date of June 16th, 2025 as the registration date and of the ex date – June 13th, 2025, 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 68.21% of the capital share; the number of valid votes is 622,844,520, of which 622,844,520 votes **for** and 0 votes **against**; there were 0 **abstentions** regarding this item)

9. Approval of June 30th, 2025 as the payment date for the dividend.

(adopted with majority of votes, representing 68.21% of the capital share; the number of valid votes is 622,844,520, of which 622,844,520 votes **for** and 0 votes **against**; there were 0 **abstentions** regarding this item)

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 68.21% of the capital share; the number of valid votes is 622,844,520, of which 622,844,520 votes **for** and 0 votes **against**; there were 0 **abstentions** regarding this item)

BOARD OF DIRECTORS

CHAIRMAN

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