

CURRENT REPORT in accordance with the C.N.V.M. Regulation no. 1/2006

Date: 08.10.2015

BANCA TRANSILVANIA S.A. CLUJ-NAPOCA

Headquarters:	Cluj-Napoca, no. 8 G. Baritiu Street
Telephone/fax number:	0264/407150/407179
Registry of Commerce registration number:	J12/4155/1993
Individual identification number:	5022670
Subscribed and paid-up capital:	3.026.003.679 lei
Legal Stock Market:	Bucharest Stock Exchange

1. Important events to report:

- a) Change of control of the company - not applicable.
- b) Acquisition or substantial transaction of assets - not applicable.
- c) Insolvency procedure - not applicable.
- d) **Other events: The Decisions of the Ordinary and Extraordinary General Shareholders' Meetings of Banca Transilvania S.A.**

On the 8th of October 2015, the Ordinary and Extraordinary General Shareholders' Meetings of Banca Transilvania S.A. took place in Cluj-Napoca, at Grand Hotel Italia.

At the Ordinary and Extraordinary Shareholders Meetings shareholders representing 50.33% of the total number of shares with voting right, respectively 1.522.856.234 of the shares, were present, either in person or by power of attorney.

Following the debates, **The Ordinary General Shareholders' Meeting** has approved the following points included in the agenda, in accordance with the published Convening notice and has adopted the following decisions:

1. The approval of PricewaterhouseCoopers as the financial auditor for the Bank who will audit the financial situations of the Bank for the 2016-2019 financial exercises, in accordance with the IFRS Standards, as stated in the N.B.R. order no. 27/2010, with subsequent changes.

2. The approval of actualization of Banca Transilvania's annual budget following the merger between Banca Transilvania and Volksbank.
3. The approval of the date of **October 28, 2015** as the registration date and the date of **October 27, 2015** as the ex date.
4. The approval of mandates to carry out the decisions mentioned above given to the Board of Directors and to each of its members individually.

Following the debates, **The Extraordinary General Shareholders Meeting** has approved the following points included in the agenda, in accordance with the published Convening notice and has adopted the following decisions:

1. **The approval of the merger (by absorption) which would take place between Volksbank Romania S.A. (absorbed company) and Banca Transilvania S.A. (acquiring company) in accordance with the merger plan (September 2015), notarized on the 1st of September 2015 and the Annexe no. 3 of the before mentioned document, redefined, which is considered a part of the present decision.**

Following the merger, the acquiring company will take over the assets of the acquired company, including the movable and immovable propriety with the corresponding grantees as well as any other legal notations, in accordance with the Land Registry excerpts.

Any of the BT Board of Directors members hereby have power of attorney to sign any and all documents related to the merger with a sole signature, including the present decision.

Moreover, considering that Banca Transilvania S.A. is the sole shareholder of Volksbank Romania S.A., the Bank hereby gives power of attorney to any two members of the Surveillance Council of Volksbank Romania S.A. to sign any and all merger related documents, including the Decision of approval of the BT-VBRO merger.

2. Modification of the Constitutional Act as follows:

Modification of art. 6 - The object of activity in regard to the following activity:

The codified activity “6419 - Ensuring services of establishment and registration in the Electronic Archive of Security Interests in Movable Properties in relation to loans, letters of guarantee and other operations in which the bank is contractual part”.

will be read as follows:

“6419 - Ensuring services of establishment and registration in the Electronic Archive of Security Interests in Movable Properties related to loans, letters of guarantee and other operations”

3. The approval of the date of **October 28, 2015** as the registration date and of the date of **October 27, 2015** as the ex date.
4. The approval of the mandates for the Board of Directors and individually for each of its members, in order to carry out the decisions mentioned above.

CHAIRMAN OF THE BOARD OF DIRECTORS

Horia CIORCILA

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Banca oamenilor întreprinzători