



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

Date: 24.07.2015

BANCA TRANSILVANIA S.A. CLUJ-NAPOCA

Headquarters:	Cluj-Napoca, 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:**

Banca Transilvania S.A would like to place at the investor's disposal the informative document regarding the offering or allocation of free shares (drawn up in accordance with Annex no. 19 of the Regulation no. 1/2006).

We also wish to specify that the operations regarding the increase in capital are finalised and the respective shares have been loaded on the shareholder's accounts.

CHIEF EXECUTIVE OFFICER
ÖMER TETIK

CHIEF GOVERNANCE OFFICER
IOANA OLANESCU



**INFORMATION DOCUMENT REGARDING THE FREE ALLOCATION OF BT
SHARES TO BANCA TRANSILVANIA S.A. SHAREHOLDERS**

**(INFORMATION DOCUMENT IN ACCORDANCE WITH APPENDIX NO. 19 OF
THE REGULATION NO. 1/2006)**

1. Individuals responsible for the procedure

1.1. Name and position of the individuals and/or name and headquarters of the companies responsible for the information included in the information document.

BANCA TRANSILVANIA S.A., with its headquarters in Cluj-Napoca, no. 8, G. Barițiu Street, registered at the Cluj Trade Registry Office with the number J12/4155/16.12.1993, individual registration number 5022670, represented by Omer Tetik - Chief Executive Officer.

BT SECURITIES S.A. with its headquarters in Cluj-Napoca, no. 104, 21 Decembrie 1989 Street, floor 1, registered at the Cluj Trade Registry Office with the number J12/3156/04.11.1994, individual registration number 6838953, represented by Radu Rosca - Chairman of the Board of Directors.

1.2. Statements made by the individuals mentioned in 1.1, by which they declare that, to their knowledge, the information transmitted is real and without omissions which might significantly affect the information document.

Upon verification of the content of this information document, BANCA TRANSILVANIA S.A., represented by Omer Tetik - CEO, accepts all responsibility for its content and



hereby confirms that all the information provided is real and without omissions or false statements which might significantly affect the information document.

BT Securities S.A., represented by Radu Rosca - Chairman of the Board of Directors, declares that, to his knowledge, the information provided in the information document is real and without omissions which might significantly affect the information document.

2. Information concerning the shares' issuer

2.1. Name, headquarters, fiscal code and registration number at the Trade Registry Office.

Name of the issuer: Banca Transilvania S.A;.

Headquarters: No. 8 George Baritiu Street

Cluj-Napoca, Romania;

Company registration: registered at the Cluj Tribunal Trade Registry Office with the number J12/4155/16.12.1993 individual registration number 5022670.

2.2. Company's capital:

- **Value of the subscribed, paid-up capital:** 2.608.623.861 lei
- **Number of shares issued** 2.608.623.861 shares
- **Nominal value of a share** 1 leu

3. Information concerning the offer or allocation of securities towards the Bank's shareholders



3.1. Decisions regarding the increase in the share capital which imply the offer of free shares to the existing shareholders

The Extraordinary General Shareholders' Meeting, through the decision from the 29th of April 2015, decided to Increase the share capital with the amount of 417.379.818 lei by issuing 417.379.818 new shares, at a nominal value of 1 leu/share. The increase in the share capital will be carried out by using the following sources:

- a) the capitalization of reserves from the net profit of the year 2014 in amount of 406.823.021 lei, by issuing a number of 406.823.021 shares, with a nominal value of 1 leu/share;
- b) the inclusion of reserves which were generated by bond to share conversion premiums, in the amount of 10.556.797 lei, through the issue of 10.556.797 shares, at a nominal value of 1 leu/share.

Each shareholder registered at the registration date, June 15, 2015, will receive, free of charge, for each 100 shares owned, a total number of shares calculated by the following formula $100 \times (417.379.818 / 2.608.623.861 \text{ lei})$.

3.2. The registration date as established by the GSM/BoD accordingly, in regards to the identification of the shareholders who benefit from the offering or allocation of free shares.

The registration date as approved by the EGSM in regards to the identification of the shareholders is that of June 15, 2015.

3.3. Description of the capital increase:

- the reason of the capital increase;
- the value and the sources of the capital increase;
- the number of shares issued for the capital increase.



The increase of the share capital will be realized in order to sustain the current activity of the company.

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- a) the capitalization of reserves from the net profit of the year 2014 in amount of 406.823.021 lei, by issuing a number of 406.823.021 shares, with a nominal value of 1 leu/share;
- b) the inclusion of reserves which were generated by bond to share conversion premiums, in the amount of 10.556.797 lei, through the issue of 10.556.797 shares, at a nominal value of 1 leu/share.

3.4. Description of the type and class of the securities offered or allocated. The number of free shares allocated for each share owned.

The securities offered are uncertificated nominal shares. Each shareholder registered at the registration date, June 15, 2015, will receive, free of charge, for each 100 shares owned, a total number of shares calculated by the following formula $100 \times (417.379.818 / 2.608.623.861 \text{ lei})$.

3.5. The increased capital's value

The value of the increased share capital is 3.026.003.679 lei.

3.6. The intermediary which aided in the drafting of the information document:

The intermediary's name: BT Securities SA



BT SECURITIES™

Capitalul social: 12.470.446,80 lei
C.U.I.: RO 68 38 953
Nr. de ordine in Registrul Comertului: J12/3156/1994
Cont: RO48 BTRL 0130 1202 9256 89XX Banca Transilvania Cluj
Decizia CNVM: 2330/22.07.2003
ODCP nr.: 6415

Address: no. 104, 21 Decembrie 1989 Boulevard, Cluj-Napoca

Company's registration: registered at the Cluj Trade Registry Office with the number J12/3156/04.11.1994, individual registration number 6838953.

3.7. Other information believed to be of relevance by the issuer or by the ASF

In accordance with art. 89, para. (3), letter e) of the Regulation no.1/2006, the drafting and publication of a prospectus is not mandatory for securities offered, allocated or which will soon be allocated freely to the existing shareholders, with the condition that the according shares are of the same class with the shares already approved for transactioning on the same regulated market and that a document containing at least the same informations as those existent in Annex no. 19 be available.

ISSUER

BANCA TRANSILVANIA S.A.

Chief Executive Officer

Omer Tetik

INTERMEDIARY

BT SECURITIES S.A.

Chairman of the Board

Radu Rosca