

**CURRENT REPORT in accordance with Law 24/2017 on issuers and market operations and FSA Regulation no. 5/2018 on issuers and market operations**

**Date: 24.10.2018**

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

<b>Headquarters:</b>	Cluj-Napoca, 8 G. Baritiu Street
<b>Telephone/fax number:</b>	0264/407150/407179
<b>Registry of Commerce registration number:</b>	J12/4155/1993
<b>Individual identification number:</b>	5022670
<b>Subscribed and paid-up capital:</b>	RON 4,812,481,064
<b>Legal Stock Market:</b>	Bucharest Stock Exchange

**1. Important events to report:**

- a) Change of control of the issuer – not applicable.
- b) Acquisition or substantial transaction of assets – not applicable.
- c) Insolvency/juridical reorganisation/bankruptcy procedure – not applicable.
- d) Transactions of the type listed in art. 82 of Law no. 24/2017 – not applicable.
- e) Other events:**

The Board of Directors of Banca Transilvania SA, based on the BT EGMS Decisions of 16.10.2018 and the Bancpost EGMS Decisions of 19.10.2018, approving the merger between Banca Transilvania and Bancpost, as well as granting a mandate to the Banca Transilvania Board of Directors to determine the final value of the share capital increase of BT as well as of the merger premium, as indicated in the Merger Project, has adopted a Resolution on 23.10.2018 which contains the following:

1. Approval of the conversion of Bancpost shares into Banca Transilvania shares at the reference date of 01.10.2018, applying the conversion rate of 0.1169, in accordance with and under the terms of the Merger Project. The share capital increase is approved, with the amount of RON 2,602,278, by issuing 2,602,278 TLV shares, with a nominal value of 1 RON/share.

2. Approves the establishment of a RON 2.4 price for the compensation of the fractions of shares resulting from the conversion and rounding of shares in accordance with pt. 1.

3. Approves the merger premium, amounting RON 3,736,593.57, determined in accordance with the legal provisions.

4. In accordance with the provisions of the merger project approved by the General Meeting of Shareholders of BT and Bancpost, the value of the withdrawal price applicable to Banca Transilvania shareholders is RON 2.4370 while the value of the withdrawal price applicable to Bancpost shareholders is RON 0.2848, as determined by an independent expert in accordance with the legal provisions.

**CHIEF EXECUTIVE OFFICER**  
**ÖMER TETIK**

**CHIEF GOVERNANCE OFFICER**  
**IOANA OLANESCU**