

## **BI-ANNUAL REPORT, AS AT 30 JUNE 2019**

**Bi-annual report**, as per A.S.F. no.5/2018

**Report date:** August 14, 2019

**Name of the company:** BANCA TRANSILVANIA S.A.

**Registered office:** no.8 G.Baritiu str., Cluj-Napoca, jud. Cluj, postal code 400027

**Phone/fax:** 0264.407.150; 0264.407.179

**Tax identification no:** RO 5022670

**Trade Register no:** J12/4155/16.12.1993

**Registered capital, subscribed and paid:** 5,215,917,925 lei

**The regulated market where the issued securities are traded:** Bucharest Stock Exchange

**Main features of the securities issued by the company:**

5,215,917,925 nominal shares with a par value of RON 1/share.

## **I. Significant events in the first 6 months of 2019**

### **Amendments brought to the Articles of Association:**

The share capital identified in the Articles of Association was modified by the Decision of the Board of Directors as at 26.09.2018, deciding the increase of the share capital as a result of the conversion of 8,920 bonds, whereby 9,829 new shares with a nominal value of RON 1/share were issued. Following the increase, the bank's share capital amounted to RON 4,815,093,171, being divided into 4,815,093,171 shares with a nominal value of RON 1/share.

Likewise, the share capital identified in the Articles of Association was modified by the Decision of the General Meeting of Shareholders as at 24.04.2019, deciding the increase of the share capital by RON 400,824,754 through the issue of 400,824,754 new shares with a nominal value of RON 1/share. The new share capital is RON 5,215,917,925 and the legal proceedings for the registration of the capital increase with the capital market authorities (Financial Supervisory Authority (ASF), Central Depository) were completed at the beginning of August 2019.

## **Acquisitions performed by Banca Transilvania in the first 6 months of 2019:**

Not the case.

### **Main transactions regarding affiliates:**

At the level of BT Direct IFN SA, EGMS Decision No. 1/19.04.2019 of BT Direct IFN approved the merger project prepared on 18.04.2019 by which BT Direct IFN SA, as absorbed entity will merge with ERB Retail Services IFN SA, as absorbing entity. Likewise, after the publication of the Merger Project in the Official Gazette and the expiry of the 30-day period for opposition, the GMS decision for the final approval of the merger was approved. The merger date will be August 1, when BT Direct will be subject to dissolution without liquidation, and is to be deregistered from the Trade Register Office.

### **Risk Management**

The management of Banca Transilvania S.A. continuously assesses the risks likely to affect the bank's business and goals and takes actions whenever any changes appear in its business conditions.

The main risks and uncertainties identified for the next 6 months of 2019:

- increase in FX risk caused by the deepening of the current account deficit and the budgetary deficit;
- uncertainties related to the possible occurrence of certain additional legislative initiatives impacting the banking system, considering the lack of transparency of the legislative process in terms of their implementation;
- possible vulnerabilities caused by the probability of payment default, particularly in the case of SMEs and the construction/real-estate sectors;
- cyclic risks in the context of certain potential unfavorable economic and financial trends.

## II. Detailed information

### 1. Statement of Financial Position

#### 1.1.a.1 Assets, liabilities and equity at bank level

The financial position of the bank at the end of the first semester 2019, compared to the same period of last year, is the following:

Bank Indicators (RON thousands)	Jun-19	Dec-18	Jun-18	Jun-19 vs Dec-18%	Jun-19 vs Jun-18%
Cash and cash equivalents at the Central Bank	10,641,713	9,083,471	6,317,963	17.2%	68.4%
Bank placements	4,732,235	4,000,416	4,278,182	18.3%	10.6%
Derivatives	6,929	3,066	16,054	126.0%	-56.8%
Financial assets held for trading and measured at fair value through profit or loss	14,797	12,582	64,199	17.6%	-77.7%
Financial assets measured mandatorily at fair value through profit or loss	695,604	609,638	602,402	14.1%	15.5%
Financial assets measured at fair value through other comprehensive income	19,820,422	21,363,908	17,771,319	-7.2%	11.5%
Debt instruments	1,357,614	431,099	267,074	214.9%	408.3%
Loans and advances to customer, net	37,709,488	36,355,974	31,352,216	3.7%	20.3%
Investments in associates	537,677	537,677	1,183,004	0.0%	-54.5%
Property, plant and equipment	508,124	482,321	411,634	5.3%	23.4%
Right of use assets	433,247	-	-		
Intangible assets	257,245	253,847	149,820	1.3%	71.7%
Deferred tax assets	-	48,687	79,138	-100.0%	-100.0%
Other assets	1,023,204	936,228	377,812	9.3%	170.8%
<b>Total assets</b>	<b>77,738,299</b>	<b>74,118,914</b>	<b>62,870,817</b>	<b>4.9%</b>	<b>23.6%</b>

Bank Indicators (RON thousands)	Jun-19	Dec-18	Jun-18	Jun-19 vs Dec-18%	Jun-19 vs Jun-18%
Deposits from banks	260,443	207,608	562,270	25.4%	-53.7%
Deposits from clients	64,857,337	62,522,369	50,703,765	3.7%	27.9%
Loans from banks and other financial institutions	1,043,636	1,185,556	1,596,837	-12.0%	-34.6%
Subordinated liabilities	1,677,894	1,651,518	1,743,890	1.6%	-3.8%
Current tax liabilities	106,760	43,935	10,983	143.0%	872.0%
Deferred tax liabilities	9,016	-	-		
Provisions for other risks and charges	441,995	444,673	306,324	-0.6%	44.3%
Lease liabilities	430,988	-	-		
Other liabilities	1,175,670	652,039	1,237,080	80.3%	-5.0%
<b>Total liabilities</b>	<b>70,003,739</b>	<b>66,707,698</b>	<b>56,161,149</b>	<b>4.9%</b>	<b>24.6%</b>
Share capital	4,901,594	4,898,982	4,427,940	0.1%	10.7%
Own shares	-	(23,271)	-	-100.0%	
Share premium	28,396	28,381	28,381	0.1%	0.1%
Retained earnings	2,076,958	2,075,470	2,039,398	0.1%	1.8%
Revaluation reserve	20,139	20,722	19,592	-2.8%	2.8%
Reserves from changes in fair value of financial assets	133,936	(162,605)	(297,057)	-182.4%	-145.1%
Other reserves	573,537	573,537	491,414	0.0%	16.7%
<b>Total shareholders' equity</b>	<b>7,734,560</b>	<b>7,411,216</b>	<b>6,709,668</b>	<b>4.4%</b>	<b>15.3%</b>
<b>Total liabilities and equity</b>	<b>77,738,299</b>	<b>74,118,914</b>	<b>62,870,817</b>	<b>4.9%</b>	<b>23.6%</b>

At the end of the first 6 months of 2019, the bank's assets are in amount of RON 77,738.30 million, 23.6% higher than in the same period of the previous year.

Significant increases were registered for the following assets categories:

- Intangible assets are 71.7% higher than the same period of the previous year reaching RON 257.25 million;
- Cash and cash equivalents with the Central Bank increased by 68.4% compared to the first semester of 2018, reaching to RON 10,641.71 million as at 30.06.2018;
- Bank placements in the first semester of 2019 represent RON 4,732.24 million, increasing by 10.6% as compared to the same period of the previous year and by 18.3% as compared to end of year 2018;
- Net loans in the first semester of 2019, account for RON 37,709.49 million, growing by 20.3% as compared to the balance of the net loans as at 30.06.2018, while as compared to December 2018, loans granted to customers increased by 3.7%;

- Other assets increased almost 3 times vs. the same period of the previous year, reaching RON 1,023.20 million as at 30.06.2019 vs. RON 377.81 million at 30.06.2018.

More than 100,000 new loans were granted to individuals and corporates during the first semester of 2019.

The rate of NPE according to EBA is 4.65% as of June 30, 2019.

The loans to deposits ratio at the end of June 2019 is 62%.

The bank's solvency calculated as at June 30, 2019, taking into account the cumulative profit for the first semester of 2019, is 20.53% (18.63% without including the profit), comfortably above the 8% minimum reference threshold - the adequacy of own funds, required by the Regulation (EU) no. 575/2013 on prudential requirements for credit institutions, which applies starting with 2014.

The financial data of Banca Transilvania S.A. confirm that the bank has adequate capitalization and a comfortable level of liquidity.

The equity of Banca Transilvania S.A. on June 30, 2019 amounts RON 7,734.56 million, showing a 15.3% increase compared to the same period of last year, when it amounted RON 6,709.67 million.

The Extraordinary General Meeting of Shareholders of Banca Transilvania from April 24, 2019, approved the granting of dividends amounting RON 815,565,850 the gross dividend/share amounting RON 0.17 as well as the granting of free shares by increasing the share capital with the amount of RON 400,824,754 by issuing 400,824,754 new shares with a nominal value of RON 1/ share.

We state that the bank's shareholding structure is constantly changing due to the fact that Banca Transilvania's shares are traded on the securities market, in compliance with the provisions of Law 52/1994 and the Norms of A.S.F. Currently, Banca Transilvania's shares are listed on the Bucharest Stock Exchange, Category I.

The structure of Banca Transilvania S.A. shareholders as at June 30, 2019 is presented in the Annex to this document.

### 1.1.a.2 Assets, liabilities and equity at the group level

Group BT Indicators (RON thousands)	Jun-19	Dec-18	Jun-18	Jun-19 vs Dec-18%	Jun-19 vs Jun-18%
Cash and cash equivalents at the Central Bank	11,648,252	10,322,121	8,937,589	12.8%	30.3%
Bank placements	5,464,517	4,650,137	5,210,576	17.5%	4.9%
Derivatives	6,929	3,066	17,555	126.0%	-60.5%
Financial assets held for trading and measured at fair value through profit or loss	199,089	210,461	289,440	-5.4%	-31.2%
Financial assets mandatorily measured at fair value through profit or loss	551,594	456,127	471,739	20.9%	16.9%
Financial assets measured at fair value through other comprehensive income	19,832,456	21,374,708	19,465,178	-7.2%	1.9%
Debt instruments	2,074,337	1,082,418	1,077,491	91.6%	92.5%
Loans and advances to customer, net	38,169,118	36,796,502	36,915,267	3.7%	3.4%
Finance lease receivables	1,096,700	1,020,582	974,321	7.5%	12.6%
Property, plant and equipment	643,343	593,903	533,205	8.3%	20.7%
Right of use assets	456,311	-	-		
Intangible assets	287,201	283,219	279,282	1.4%	2.8%
Goodwill	4,295	4,295	2,774	0.0%	54.8%
Deferred tax assets	-	73,920	126,323		
Other assets	1,131,158	1,025,295	1,004,226	10.3%	12.6%
<b>Total assets</b>	<b>81,565,300</b>	<b>77,896,754</b>	<b>75,304,966</b>	<b>4.7%</b>	<b>8.3%</b>

Group BT Indicators (RON thousands)	Jun-19	Dec-18	Jun-18	Jun-19 vs Dec-18%	Jun-19 vs Jun-18%
Deposits from banks	249,286	195,348	659,646	27.6%	-62.2%
Deposits from clients	67,380,562	65,160,466	61,482,689	3.4%	9.6%
Loans from banks and other financial institutions	1,544,051	1,703,551	1,939,618	-9.4%	-20.4%
Subordinated liabilities	1,681,641	1,655,377	1,747,875	1.6%	-3.8%
Current tax liabilities	109,086	40,953	96,256	166.4%	13.3%
Deferred tax liabilities	736	-	-		
Provisions for other risks and charges	463,717	472,722	386,947	-1.9%	19.8%
Lease liabilities	454,692	-	-		
Other liabilities	1,387,816	786,487	1,704,723	76.5%	-18.5%
<b>Total liabilities except for financial liabilities to fund units holders</b>	<b>73,271,587</b>	<b>70,014,904</b>	<b>68,017,754</b>	<b>4.7%</b>	<b>7.7%</b>
Financial liabilities to fund units holders	19,147	1,777	342	977.5%	5,498.5%
<b>Total liabilities</b>	<b>73,290,734</b>	<b>70,016,681</b>	<b>68,018,096</b>	<b>4.7%</b>	<b>7.8%</b>
Share capital	4,901,594	4,898,982	4,427,940	0.1%	10.7%
Own shares	(15,287)	(38,558)	(15,287)	-60.4%	0.0%
Share premium	27,643	28,381	28,381	-2.6%	-2.6%
Retained earnings	2,286,523	2,257,065	2,388,501	1.3%	-4.3%
Revaluation reserve	17,264	17,847	12,300	-3.3%	40.4%

Reserves from changes in fair value of financial assets	133,834	(162,841)	(339,853)	-182.2%	-139.4%
Other reserves	591,403	586,660	503,065	0.8%	17.6%
<b>Total equity attributable to equity holders of the Bank</b>	<b>7,942,974</b>	<b>7,587,536</b>	<b>7,005,047</b>	<b>4.7%</b>	<b>13.4%</b>
Non-controlling interests	331,592	292,537	281,823	13.4%	17.7%
<b>Total shareholders' equity</b>	<b>8,274,566</b>	<b>7,880,073</b>	<b>7,286,870</b>	<b>5.0%</b>	<b>13.6%</b>
<b>Total debts and shareholders' equity</b>	<b>81,565,300</b>	<b>77,896,754</b>	<b>75,304,966</b>	<b>4.7%</b>	<b>8.3%</b>

The group ended the first semester of 2019 with RON 81.6 billion worth of assets, of which RON 77.7 billion are the bank total assets, net loans (including leasing receivables) accounting for 48.1% of group's assets.

As at June 30, 2019, the weight of Banca Transilvania's assets in the total assets of the group was 95.3%.

### 1.1.b. Profit and loss account

The main elements of the Individual Profit and Loss Account prepared in accordance with the International Financial Reporting Standards adopted by the European Union (IFRS), as compared to the same period last year, are as follows:

Indicators (RON thousands)	Bank		Jun-19 vs Jun-18%	Group		Jun-19 vs Jun-18%
	Jun-19	Jun-18		Jun-19	Jun-18	
Interest income	1,565,140	1,141,350	37.1%	1,778,524	1,438,015	23.7%
Interest expenses	(234,048)	(129,633)	80.5%	(265,586)	(161,518)	64.4%
<b>Net interest income</b>	<b>1,331,092</b>	<b>1,011,717</b>	<b>31.6%</b>	<b>1,512,938</b>	<b>1,276,497</b>	<b>18.5%</b>
Fee and commission income	476,263	387,713	22.8%	542,230	462,820	17.2%
Fee and commission expense	(128,137)	(85,138)	50.5%	(145,119)	(100,944)	43.8%
<b>Net fee and commission income</b>	<b>348,126</b>	<b>302,575</b>	<b>15.1%</b>	<b>397,111</b>	<b>361,876</b>	<b>9.7%</b>
Net trading income	151,001	107,076	41.0%	191,227	96,357	98.5%
Net loss (-)/gain on financial assets measured at fair value through other comprehensive income	30,860	(2,930)	-1,153%	30,888	(2,606)	-1,285.3%
Net loss (-)/gain from financial assets mandatorily measured at fair value through profit or loss	63,383	(19,936)	-417.9%	78,374	12,624	520.8%
Contribution to the Banking Deposits Guarantee Fund and Resolution Fund	(107,615)	(34,646)	210.6%	(109,247)	(36,900)	196.1%
Other operating income	64,269	59,730	7.6%	82,521	408,228	-79.8%
<b>Total operating income</b>	<b>1,881,116</b>	<b>1,423,586</b>	<b>32.1%</b>	<b>2,183,812</b>	<b>2,116,076</b>	<b>3.2%</b>

Loan impairment charges and other risk provisions	(3,782)	181,926	-102.1%	(50,650)	87,870	-157.6%
Personnel expenses	(458,435)	(397,163)	15.4%	(522,894)	(477,248)	9.6%
Depreciation and amortisation expenses	(137,812)	(51,729)	166.4%	(149,798)	(83,050)	80.4%
Other operating expenses	(266,627)	(258,840)	3.0%	(322,164)	(528,505)	-39.0%
<b>Total operating expenses</b>	<b>(866,656)</b>	<b>(525,806)</b>	<b>64.8%</b>	<b>(1,045,506)</b>	<b>(1,000,933)</b>	<b>4.5%</b>
Gain from acquisition	-	-	-	-	111,552	-100.0%
<b>Profit before income tax</b>	<b>1,014,460</b>	<b>897,780</b>	<b>13.0%</b>	<b>1,138,306</b>	<b>1,226,695</b>	<b>-7.2%</b>
Income tax expense	(166,465)	(235,074)	-29.2%	(195,949)	(362,092)	-45.9%
<b>Net profit for the period</b>	<b>847,995</b>	<b>662,706</b>	<b>28.0%</b>	<b>942,357</b>	<b>864,603</b>	<b>9.0%</b>
Profit attributable to the equity holders of the Bank	-	-	-	906,191	853,807	6.1%
Profit attributable to the non-controlling interest	-	-	-	36,166	10,796	235.0%
<b>Net profit for the year</b>	<b>847,995</b>	<b>662,706</b>	<b>28.0%</b>	<b>942,357</b>	<b>864,603</b>	<b>9.0%</b>

Gross profit obtained by Banca Transilvania S.A. in the first six months of 2019 exceeded RON 1 billion and reached RON 1,014.46 million, increasing with 13% versus previous semester in 2018.

Net profit obtained by Banca Transilvania S.A. at 30.06.2019 was RON 848.00 million, 28% higher versus the same period in 2018 (RON 662.71 million as at June 30, 2018).

The net interest income rose by 31.6% as compared to the corresponding period of last year.

The net pace of fee and commission income during first semester of 2019 compared to the same period in 2018 was 15.1 %.

Operating income registered RON 1,881.12 million in the first half of 2019, 32.1% higher than the same period of last year, when it reached RON 1,423.59 million.

The Bank's operating efficiency is maintained at a comfortable level of 45.9%.

The coverage of NPE with total provisions is 96% (according to EBA).

The result per share after the first 6 months of 2019, respectively after the first 6 months of 2018, restated taking into consideration BT's share capital increase from August 2019, respectively August 2018 is the following:

Indicators	Bank Jun-19	Bank Jun-18	Jun-19 vs Jun-18 %	Group Jun-19	Group Jun-18	Jun-19 vs Jun-18 %
<b>Net profit for the period (RON thousands)</b>	<b>847,995</b>	<b>662,706</b>	<b>28.0%</b>	<b>942,357</b>	<b>864,603</b>	<b>9.0%</b>
Basic earnings per share	-	-	-	0.1744	0.1650	5.70%
Diluted earnings per share	-	-	-	0.1740	0.1648	5.58%



Other information regarding first half of 2019:

- The automation and digitalization of processes aiming to give a better experience to customers represents one of the main areas where Banca Transilvania has invested and continues to invest. The main accomplishments in this field in the first semester of 2019 are the following:
  - Banca Transilvania become one of the pioneers of the Instant Payments in Romania. This service supports the 24/7 money transfer (RON) in less than 10 seconds between the banks which adder to this payment system;
  - The customers of Banca Transilvania, owners of iPhone or Apple Watch, can pay contactless directly with the phone by enrolling their cards in Apple Pay;
  - Banca Transilvania issued BT Visual Help, a new digital method that allows users to easily manage any time their cards for free through their mobile phones. By using BT Visual Help the retail customers can temporarily or permanently block their cards, can request the reissuing of a new card after the permanent blocking of it and can modify the cards transactions limits;
- Banca Transilvania, market leader in the cards market, has surpassed 490,000 credit cards;
- The transactions performed with 3.9 million cards and BT Pay accessories - application, watch, bracelet and contactless sticker - increased almost by 46% vs. the same period of the last year;
- At June 30, 2019 1,592 ATMs and 54,573 POSs were installed vs. 1,323 ATMs and 45,616 POSs at June 30, 2018;
- The Bank's number of active employees as at June 30, 2019 is 7,734 (6,976 at June 30, 2018).

### **1.1.c. Cash flow statement and liquidity position**

The cash flow statement detailing the cash flows from operating, investment and financing activities is part of the Financial Statements that accompany this report.

The liquidity ratio computed in accordance with NBR regulations in force at 30.06.2019 was between 1.85 and 18.23, being above the minimum level of 1, as required by the NBR Regulation No. 25/8.11.2011, applied from 31.01.2012.

Banca Transilvania continues to have excess liquidity, with a quick liquidity ratio of 55.05% at 30.06.2019.

## **2. The analysis of the bank's activity**

### **2.1 Presentation and analysis of trends, elements and events or uncertainty factors that could impact the bank's liquidity vs. the same period of the last year**

The Romanian economic environment:

- According to the data published by the National Trade Register Office, 77.9 thousand companies were launched in the first semester of 2019, i.e. YoY increase by 9%.
- Likewise, the number of companies under insolvency decreased by 28.9% YoY to 3,196 in the first half of 2019.
- The National Bank of Romania maintained the reference interest rate to 2.50% and the levels of the the minimum reserve requirements applicable to the RON and FCY liabilities of the credit institutions to 8% in the first half of this year.
- Pursuant to the statistics of the National Bank of Romania, total non-governmental loans increased by 0.8% MoM and by 7.1% YoY to RON 259.6 billion in June (record level), a trend supported by the low level of real financing costs and the positive domestic demand climate.
- Increase of the RON denominated loan balance, at a monthly pace of 1.3% and 9.6% YoY, to RON 172.8 billion in June.
- In the first six months of 2019, household loans went up 3.1% ytd, to RON 137.1 billion, and company loans increased by 3.7% ytd to RON 122.4 billion.
- Non-governmental deposits increased at a monthly pace of 0.1% to RON 337 billion in June (advance of 7.7% YoY).
- In the period January-June 2019, customer deposits increased by 5.3% ytd, to RON 209.2 billion, and company deposits decreased by 2.4% ytd to RON 127.8 billion.
- Thus, the loan-deposit ratio end of June was 77% (78.5% to RON and 74.2% to FCY).

### **2.2 Presentation and analysis of the effects on financial statements of all capital expenditures, current and anticipated, compared to the same period of last year**

Investments in tangible and intangible assets were RON 765.37 million at June 30, 2019, compared to RON 561.45 million at June 30, 2018. The value of tangible and intangible assets increased versus first half of 2018 by RON 203.93 million, due to the Bancpost integration and implementation of the investment budget for the period from January to June 2019.

### **2.3 Presentation and analysis of the economic events, transactions and changes that significantly impact the main revenues of the bank**

The main activity of the bank was performed under normal conditions, with no exceptional circumstances. All legal requirements were followed, in terms of the correct and up-to-date organization and management of accounting, in terms of accounting principles, as well as in terms of complying with the accounting rules and regulations in force.

The Separate and Consolidated Financial Statements were prepared in accordance with the International Financial Reporting Standards as adopted by the European Union (“IFRS”) and in force as at June 30, 2019. The data presented regarding the first semester of 2019 is based on the organisation and accounting rules as stated by the Law no. 82/1991, republished and further amended and completed, with NBR Order no.27/2010 approving the accounting rules under the International Financial Reporting Standards adopted by the European Union, as subsequently amended and supplemented, NBR Order no. 29/29.12.2011, Order no. 2/7.03.2013, Order 7/30.10.2014, Order 7/20.07.2015, 7/3.10.2016, 8/11.08.2017 and 10/31.12.2018 as well as other NBR instructions in the field.

### **3. Changes that affect the share capital and the administration of the company**

#### **3.1 Description of cases in which the company could not fulfill its financial obligations in the reporting period**

Not the case.

#### **3.2 Description of any changes in the rights of the shareholders of the company**

On the 24th of April 2019, the Ordinary and Extraordinary General Shareholders’ Meetings of Banca Transilvania S.A approved the net profit distribution in the sum of RON 1,219,390,604 as follows:

- Allocation of the sum of RON 196,188,315 for legal and other reserves, of the sum of RON 1,023,202,289 for net profit reserves to be distributed, of which RON 818,565,850 will be paid as dividends. Approval of a gross dividend per share of RON 0.17.

Dividends due to the shareholders registered with the Shareholders’ Register of the Central Depository as at **June 5, 2019** - registration date, were paid starting with **June 14, 2019** - payment date.

- Increase of the bank's share capital with the amount of RON 400,824,754, by the issue of 400,824,754 new shares, with a nominal value of RON 1/share (8.3243405651 new shares will be attributed for every 100 shares). The date of **August 2, 2019** was approved as registration date, **August 1, 2019** being the ex-date and **August 5, 2019** the payment date for the free shares to be issued after the increase of the share capital.

Following the increase, the share capital of the Bank worthing RON 4,815,093,171 will increase to RON 5,215,917,925, divided into 5,215,917,925 shares with a nominal value of RON 1 /share.

The legal procedures for the registration of the share capital increase required by the capital market authorities (the Financial Supervision Authority, the Central Depository) are to be completed in early August 2019.

### **3.3 Changes in the management structure of the bank (board, executive level etc.)**

Through the resolution from 14.06.2019 adopted in accordance with the provisions of the Law no. 31 of 1990 and the provisions of the banking legislation, the BT Board of Directors has decided the renewal of the mandates for the executive management members mentioned below:

- Ömer Tetik – Chief Executiv Officer;
- Luminița-Delia Runcan – Deputy CEO;
- Gabriela-Cristina Nistor – Deputy CEO;
- Leontin Toderici – Deputy CEO;
- George-Răzvan Călinescu – Deputy CEO;
- Tiberiu Moisă – Deputy CEO.

The mandates of the rest of the executive management members remain in force and unchanged.

## **4. Significant transactions**

There were no major contracts concluded by BT in the first half of 2019 related to acquisitions, mergers, divisions, etc. There was no information concerning significant major transactions concluded by BT with the persons it cooperates with or in which such persons were involved during the first half of 2019.

**ANNEX:** The present report has attached the copies of the following documents:

1. Summarized consolidated and separate financial statements according the International Financial Reporting Standards (IFRS) as endorsed by the European Union as at June 30, 2019:
  - Consolidated and Separate Statement of Profit or Loss and other Comprehensive Income;
  - Separate and consolidated statement of financial position;
  - Separate and consolidated statement of changes in equity;
  - Separate and consolidated statement of cash flow;
  - Notes to the summarized separate and consolidated financial statements;
2. The statement of the Deputy CEO of Banca Transilvania assuming the responsibility for the summarized financial statements for the first semester of 2019;
3. Copies of supporting documents for all amendments made to the Articles of Incorporation and to management structure of the bank (administration, executive, etc.).

**Note:** The financial statements for the first semester of 2019 were revised by PricewaterhouseCoopers Audit SRL – the external auditor of Banca Transilvania S.A.

**CHAIRMAN OF THE  
BOARD OF DIRECTORS  
HORIA CIORCILĂ**

**CHIEF EXECUTIVE OFFICER  
ÖMER TETIK**

## SHAREHOLDERS STRUCTURE AT

30.06.2019

EXPLANATIONS	No. of holders	No. Shares	Percentage %
<b>ROMANIAN CAPITAL</b>	<b>31,288</b>	<b>3,084,918,226</b>	<b>64.07</b>
Individuals	30,630	1,014,196,293	21.06
Companies	658	2,070,721,933	43.00
<b>of which Financial Investment Companies</b>	5	902,310,312	18.74
<b>FOREIGN CAPITAL</b>	<b>1,023</b>	<b>1,730,174,945</b>	<b>35.93</b>
Individuals	736	58,579,928	1.22
Companies	287	1,671,595,017	34.72
<b>TOTAL</b>	<b>32,311</b>	<b>4,815,093,171</b>	<b>100</b>