

*This form (filled in by the shareholder with the signature authenticated by a public notary and accompanied by a copy of the registration certificate) must be sent in original to the bank's Head Office in Cluj-Napoca, street George Baritiu no. 8, Cluj county in an envelope on which the following is written clearly: "For the General Meeting of Shareholders of the 8th/9th of October 2015" until **October 2, 2015 hours 17:00**. The correspondence voting form may be sent also by e-mail (until the same date mentioned above) by means of document signed with extended electronic signature, according to Law no. 455/2001 regarding electronic signatures – to the e-mail address: [flavia.vandor@btrl.ro](mailto:flavia.vandor@btrl.ro), with a subject as follows: "For the General Meeting of Shareholders of the 8th/9th of October 2015".*

### **FORM OF VOTE BY CORRESPONDENCE**

**for the Ordinary and Extraordinary General Meetings of the Shareholders of**

**Banca Transilvania S.A.**

**- juridical persons -**

The Company \_\_\_\_\_ registered with the Trade Registry attached to the Tribunal in \_\_\_\_\_ under no \_\_\_\_\_ with the registered offices in \_\_\_\_\_ legally represented by Mr/Mrs \_\_\_\_\_ holder of \_\_\_\_\_ shares issued by Banca Transilvania S.A., giving it the right to the same number of votes in the General Meeting of Shareholders and accounting for \_\_\_\_\_% of the share capital and \_\_\_\_\_% of the total number of voting rights, expresses its voting right by correspondence in the General Meeting of Shareholders, extraordinary and ordinary, to be held on **October 8, 2015** hours 14,00 respectively hours 15,00 at the Grand Hotel Italia in Cluj-Napoca, Trifoiului – Vasile Conta Street or on **October 9, 2015**, hours 14,00, respectively hours 15,00, when a second meeting is to be held in case the first meeting was not be held, to exercise the voting rights for its shares recorded in the Shareholders' Register at the end of the day September 28, 2015, as follows:

#### **For the Extraordinary General Meeting:**

1. The approval of the merger (by absorption) which would take place between Banca Transilvania S.A. (acquiring company) and Volksbank Romania S.A.

(absorbed company) in accordance with the merger plan (September 2015), notarized on the 1<sup>st</sup> of September 2015.

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

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 (acting as an operator of the Electronic Archive of Security Interests in Movable Properties)”.**

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

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.

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

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.

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

**For the Ordinary General Meeting:**

1. The approval of the financial auditor for the Bank who will audit the financial situations of the Bank for the 2016 - 2018 financial exercises, in accordance with the IFRS Standards, as stated in the N.B.R. order no. 27/2010.

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

2. The approval of the actualization of Banca Transilvania's annual budget following the approval of the merger between Banca Transilvania and Volksbank.

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

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.

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

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.

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

**The shareholder assumes full responsibility regarding the correct filling in and safe transmission of the herein voting form.**

Date: \_\_\_\_\_

Company \_\_\_\_\_

Represented by \_\_\_\_\_ (*capital letters*)

\_\_\_\_\_

(*signature*)