



**THE DECISIONS ADOPTED BY THE ORDINARY GENERAL SHAREHOLDERS' MEETING
BANCA TRANSILVANIA S.A. CLUJ-NAPOCA
April 29(/30), 2015**

On Aprilie 29(/30), 2015, the Ordinary General Shareholders' Meeting of Banca Transilvania took place at Grand Hotel Italia in Cluj-Napoca. The meeting was attended by shareholders and representatives of shareholders, accounting for _____% of the share capital, respectively _____ shares, thus the meeting was held in compliance with the legal and statutory requirements.

After the debates, the **Ordinary General Shareholders Meeting** adopted the following decisions:

1. Approval of the annual financial statements (statutory individual and IFRS consolidated) for the 2014 financial exercise, in compliance with the NBR order no. 27/2010, together with the Report of the Council of Administration and the Report of the Independent Auditor as well as the approval of the proposed profit distribution.

(adopted with _____ votes, representing ____% of the capital share; the number of valid votes is _____, of which _____ votes for, _____ votes against; _____ abstention)

2. Discharge of administrators for the 2014 exercise.

(adopted with _____ votes, representing ____% of the capital share; the number of valid votes is _____, of which _____ votes for, _____ votes against; _____ abstention)

3. Approval of the Budget for expenditure and revenues and the investment plan for 2015 (business plan for 2015).

(adopted with _____ votes, representing ____% of the capital share; the number of valid votes is _____, of which _____ votes for, _____ votes against; _____ abstention)

4. Maintaining the current cap on the remuneration of administrators for the 2015 exercise, including the maximum cap of additional remunerations granted to the directors and the managers.

(adopted with _____ votes, representing ____% of the capital share; the number of valid votes is _____, of which _____ votes for, _____ votes against; _____ abstention)

5. The extension of the contract signed with KPMG Audit S.R.L. by which it will audit the financial situations of the Bank for the 2015 financial exercise, in accordance with the IFRS Standards, as stated in the N.B.R. order no. 27/2010.

(adopted with _____ votes, representing ____% of the capital share; the number of valid votes is _____, of which _____ votes for, _____ votes against; _____ abstention)

6. Approval of the date of May 29, 2015 as the registration date (defined as the date of identification of the shareholders who are to benefit from dividends and other rights under the GSM decisions).

(adopted with _____ votes, representing ____% of the capital share; the number of valid votes is _____, of which _____ votes for, _____ votes against; _____ abstention)

7. Approval of mandates to carry out the decisions mentioned above given to the Council of Administration and to each of its members individually.

(adopted with _____ votes, representing ____% of the capital share; the number of valid votes is _____, of which _____ votes for, _____ votes against; _____ abstention).

COUNCIL OF ADMINISTRATION

CHAIRMAN

Horia CIORCILA