



**THE DECISIONS ADOPTED BY THE ORDINARY GENERAL SHAREHOLDERS'
MEETING**

BANCA TRANSILVANIA S.A. CLUJ-NAPOCA

April 29(/30), 2014

On April 29(/30), 2014, 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 statutory IFRS financial statements for the 2013 financial exercise, in compliance with 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 2013 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 2014 (business plan for 2014);

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

4. Election of the new members of the Council of Administration for the 2014-2018 mandate; the deadline for applications is 14.04.2014; the final list with the names, addresses and professional expertise of the persons proposed to be administrators will be made available to the shareholders starting with 15.04.2014 at the bank's premises / on the website;

1. Horia Ciorcila

For _____ Against _____ Abstention _____

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

2. Roberto Marzanati

For _____ Against _____ Abstention _____

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

3. Costel Ceocea

For _____ Against _____ Abstention _____

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

4. Radu Danut Palagheanu

For _____ Against _____ Abstention _____

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

5. Vasile Puscas

For _____ Against _____ Abstention _____

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

6. Thomas Grasse

For _____ Against _____ Abstention _____

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

7. Ivo Gueorguiev

For _____ Against _____ Abstention _____

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

8. Carmen Retegan

For _____ Against _____ Abstention _____

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

5. Decision regarding the remuneration of administrators for the 2014 exercise, including the maximum cap of additional remunerations granted to the administrators and managers;
(adopted with _____ votes, representing ____% of the capital share; the number of valid votes is _____, of which _____ votes **for**, _____ votes **against**; _____ **abstention**)

6. The extension of the service provision contract with S.C. KPMG Audit S.R.L. in regard to auditing the Bank's financial statements for the 2014 financial period, prepared in accordance with International Financial Reporting Standards, according to N.B.R. order no. 27/2010, with subsequent modifications;

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

7. Approval of the date of May 30, 2014 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**)

8. Approval of mandates for the Council of Administration and its members individually to carry out the decisions adopted by the Ordinary General Shareholders Meeting.

(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