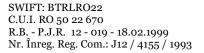
SWIFT: BTRLRO22 C.U.I. RO 50 22 670 R.B. - P.J.R. 12 - 019 - 18.02.1999 Nr. Înreg. Reg. Com.: J12 / 4155 / 1993

## FORM OF VOTE BY CORRESPONDENCE<sup>1</sup>

## - natural persons -

I, undersigned		with the ID series			
nowith the address in with					
of shares issued by B	anca Transilvania S.A., givin	g me the right to the same			
number of votes in the General Mee	ting of Shareholders and acc	ounting for% of the			
share capital and% of the to	otal number of voting rights,	express my voting right by			
correspondence in the General Mee	ting of Shareholders, ordina	ry and extraordinary, to be			
held on <b>April 24, 2019</b> hours 14,0	o respectively hours 15,00 at	Hotel Opera Plaza in Cluj-			
Napoca, General Traian Mosoiu St	reet, no. 10-12 or on <b>Apr</b> i	d 25, 2019, hours 14,00,			
respectively hours 15,00, when a second meeting is to be held in case the first meeting has					
not been held, to exercise the voting rights for its shares recorded in the Shareholders'					
Register at the end of the day April 15th, 2019 as follows:					
For the Ordinary General Meeting:					
I. Approval of the annual statutory IFRS financial statements for the 2018					
financial year, in compliance with NBR's Order No. 27/2010, as subsequently					
amended, together with the Report of the Board of Directors and the Report of					
the Independent Auditor.					
		П			
For $\square$	Against $\square$	Abstention $\square$			

<sup>&</sup>lt;sup>1</sup> This form (filled in by the shareholder with the signature authenticated by a public notary and accompanied by a copy of the identification document) must be sent in original to the bank's Head Office in Cluj-Napoca, street George Baritiu no. 8, Cluj county until **April 19, 2019 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: actionariat@btrl.ro.





which RON 818,565,850 will be paid as dividends. Approval of a gross dividend per share of RON 0.17.					
For $\square$	Against $\square$	Abstention $\square$			
III. Discharge of directors for 2018.					
For	Against	Abstention $\square$			
IV. Approval of the revenue and expenditure budget and the investment plan for 2019 (business plan for 2019).					
For	Against	Abstention			
V. Establishing the directors' remuneration for 2019, including the maximum cap of additional remunerations (fixed and variable) granted to directors and managers.					
For	Against $\square$	Abstention			
VI. Approval of the date of June 5th, 2019 as the registration date and of the ex date – June 4th, 2019, for the identification of the shareholders who will benefit from the results of the Ordinary GMS and to whom the effects of the Ordinary GMS Decisions are applicable, including but not limited to the identification of the shareholders who will benefit from dividends.  For   Against   Abstention   WII. Approval of the date of June 14th, 2019 as the payment date for dividend					
distribution. 	_	_			
For	Against	Abstention $\square$			

II. Approval of 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,



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members to carry out the decisions adopted by the Ordinary General Meeting of Shareholders. For  $\square$ Against  $\square$ Abstention  $\square$ For the Extraordinary General Meeting: I. Increase of the share capital with the amount of RON 400,824,754 by issuing 400,824,754 new shares, at a nominal value of RON 1/share as well a mandate to the Board of Directors in order to determine the price at which the fractions of shares will be compensated following the application of the algorithm and the rounding of the results, in accordance with the applicable legal provisions. The increase in the share capital will be carried out through the capitalization of reserves from the net profit of the year 2018 and the reserves from net profit of the previous years in amount of RON 400,824,754, by issuing a number of 400,824,754 shares, with a nominal value of RON 1/share in the benefit of the shareholders registered with the Shareholding Register held by the Central Depository at the registration date that will be established by the GSM (proposed date August 2nd, 2019). Against  $\square$ For  $\square$ Abstention  $\square$ II. Approval of the share buyback by the Bank, in accordance with the applicable legal provisions, under the following terms and conditions: up to 35,000,000 shares (0,7268% of the total shares included in the share capital) with a nominal value of RON 1/share at a minimum price equal to the market price on BSE at the moment of the buyback and a maximum price of RON 4 for a period of maximum 18 months as of the publishing date of the EGMS

resolution in the Official Gazette of Romania, Part IV, part of a stock option plan with the purpose of implementing a remuneration program and a personnel incentive program for a period of at least 3 years as well as the

VIII. Approval of the mandates for the Board of Directors and for its individual



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payment of fixed remuneration, and the granting of a mandate for the Board of Directors for the enforcement of this resolution.

For $\square$	Against	Abstent	tion		
ex-date – benefit fr the Extra the identi	oval of the date of August 2nd August 1st, 2019, for the ide om the results of the Extraor ordinary GMS Decisions are fication of the shareholders with capital increase.	ntification of the shareh dinary GMS and to who applicable, including bu	nolders who will om the effects of at not limited to		
For $\square$	Against	Abstent	Abstention		
	oval of the date of August on of shares following the sha Against	re capital increase.	yment date for		
V. Approval of the mandates for the Board of Directors and individually for each of its members, in order to carry out the decisions of the Extraordinary General Shareholders Meeting.					
For $\square$	Against	Abstent	tion 🗆		
The shareholder assumes full responsibility regarding the correct filling in and safe transmission of the herein voting form.					
Date:					
Name (cap	ital letters)				
Signature:					