

FORM OF VOTE BY CORRESPONDENCE¹

- natural persons -

I, undersigned _____ with the ID series _____
no _____ with the address in with PIN _____ holder
of _____ shares issued by Banca Transilvania S.A., giving me 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, express my voting right by
correspondence in the General Meeting of Shareholders, ordinary and extraordinary, to be
held on **April 28, 2021** hours 14,00 respectively hours 15,00 at Hotel Opera Plaza in Cluj-
Napoca, General Traian Mosoiu Street, no. 10-12 or on **April 29, 2021**, 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 19th, 2021 as follows:

For the Ordinary General Meeting:

1. Election of the meeting secretaries and technical secretaries, with the following proposals: Meeting secretaries - Ioana Olanescu, Gabriel Goga; Technical Secretaries - Flavia Vandor, Ioan Sumandea-Simionescu.

For Against Abstention

2. Approval of the annual statutory IFRS financial statements for the 2020 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.

For Against Abstention

¹ 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 Company's registry, indicated in the convening notice, namely Cluj-Napoca, Calea Dorobanților no. 30-36, Cluj County, Romania, until **April 23, 2021 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.

9. Approval of the mandates for the Board of Directors and for its individual members to carry out the decisions adopted by the Ordinary General Meeting of Shareholders.

For

Against

Abstention

For the Extraordinary General Meeting:

1. Election of the meeting secretaries and technical secretaries, with the following proposals: Meeting secretaries - Ioana Olanescu, Gabriel Goga; Technical Secretaries - Flavia Vandor, Ioan Sumandea-Simionescu.

For

Against

Abstention

2. Increase of the share capital with the amount of RON 573,769,971 by issuing 573,769,971 new shares, at a nominal value of RON 1/share, establishing a price to compensate for the fractions of shares resulting from applying the algorithm and rounding the results, according to the legal provisions in force and also granting a mandate to the Board of Directors in order to establish a price higher than the approved one (if applicable).

The increase in the share capital will be carried out through the capitalization of reserves from the net profit of the year 2020, in amount of RON 573,769,971, by issuing a number of 573,769,971 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 September 10th, 2021);

For

Against

Abstention

3. 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 (0.61% 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 3.5 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

7. 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

Against

Abstention

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

Date: _____

Name (*capital letters*) _____

Signature: _____