

Shareholder briefing

Following the Decisions of the Extraordinary General Meeting of Shareholders of April 28th/(29th), 2022, Banca Transilvania S.A. informs the shareholders that **the equivalent value of the fractions resulting from the consolidation** due to shareholders registered at Central Depository SA on August 17th, 2022 – registration date, will be paid starting with August 29th, 2022 - the date of payment, in accordance with the provisions below (while also taking into account the provisions of the legal regulations in force).

The transfer of the new shares resulting from the consolidation operation will be carried out by the Central Depository, following the legal procedures, to the shareholders as follows:

1. If the shareholder is represented by one **Participant/ several Participants - the stock brokerage companies (respectively holds shares registered in Section 2)**, he will receive the new shares related to the respective holdings directly in the Participants' account.
2. If the shareholder is not represented by a Participant or holds shares registered in Section 1, his shares will be transferred to the account corresponding to Section 1, at the Central Depository.

According to new regulations regarding the stock market, if there will be resulting fractions of financial instruments, subsequent of the application of the algorithm for calculating the number of shares that result from the consolidation, the number of shares will be rounded down to the lower value. If the shareholder is represented by several Participants and/or appears with shares logged in both Section 1 (at the Central Depository) and Section 2, the new shares will be granted **pro rata and the rounding at the lower value will be done in relation to each package of shares identified according to those mentioned above and not related to the total shares held by the shareholder**. Therefore, to avoid possible rounding operations as a result of the consolidation, in accordance with the applicable legal provisions, **our recommendation to shareholders is to ensure that until August 15, 2022 inclusive (previous date by reference to the *ex-date*), the portfolios they hold are unified, either in Section 1, or to a single participant, and regardless of the situation, they should be a number divisible by 10**.

Also, the shareholders who, as a result of the consolidation process, would not benefit from the allocation of a whole number of shares, can trade on their own initiative, until August 15, 2022 inclusive (previous date by reference to the *ex-date*), a number of shares with TLV symbol to ensure the allocation, following the consolidation operation, of a whole number of shares. We also specify that the shareholders who will have a number of less than 10 shares, after August 15, 2022, will lose the shareholder status of the issuer, as a result of the completion of the consolidation operation, and will be properly compensated for the resulting fraction.

The processes indicated above can be performed only by the shareholder according to his own decision, the issuer not being involved in this process of trading shares in any capacity.

The compensation of the resulting fractions will be paid to all the affected shareholders starting with August 29, 2022, these not being prescriptive in accordance with the applicable legal provisions. The price of the instrument, established by the EGMS is 2.5273 RON/share and, considering the consolidation of the nominal value from 1 to 10 RON, the price of the compensation of fractions is 25.273 RON. The actual compensation will follow the following formula:

Compensation value = Fraction compensation price (25.273 RON) x Resulting fraction