



MERGER PROJECT

Banca Transilvania S.A.,

having its headquarters in Cluj-Napoca, Calea Dorobantilor, no.30-36 with

OTP Bank Romania S.A.,

with headquarters in Bucharest, Buzesti str. 66-68 and

BT Building S.R.L.,

based in Cluj-Napoca, Calea Dorobantilor, no.30-36

CONTENTS

| | | |
|--------|--|----|
| 1. | GENERAL INFORMATION ON THE MERGER | 4 |
| 1.1. | Purpose of the document..... | 5 |
| 1.2. | Identification of the entities involved in the merger | 6 |
| 1.3. | Legal and economic reasons for the merger | 8 |
| 1.3.1. | Reasons legal of the merger..... | 8 |
| 1.3.2. | Economic reasons for the merger..... | 11 |
| 1.4. | Terms and conditions of the merger..... | 17 |
| 1.4.1. | Merger direction | 17 |
| 1.4.2. | Effective date of the merger | 18 |
| 1.4.3. | Special rights..... | 18 |
| 1.4.4. | Special advantages..... | 18 |
| 2. | ACCOUNTING AND FINANCIAL INFORMATION | 20 |
| 2.1. | Reference date of the merger financial statements | 20 |
| 2.2. | Shareholding structure | 20 |
| 2.3. | Share exchange rates | 22 |
| 2.4. | Number of shares to be issued and share capital increase..... | 23 |
| 2.5. | Merger premium | 24 |
| 2.6. | Cancellation of reciprocal participations..... | 24 |
| 3. | INFORMATION ON THE SHARE CAPITAL INCREASE AND SHAREHOLDING STRUCTURE OF BANCA TRANSILVANIA S.A. FOLLOWING THE MERGER..... | 25 |
| 3.1. | Registration of shares and date of shareholders' dividend rights | 25 |

| | |
|---|----|
| 3.2. The date on which the transactions of OTP Bank Romania S.A. and BT Building SRL will be considered, from an accounting point of view, as belonging to Banca Transilvania S.A. | 25 |
| 4. OTHER INFORMATION RELEVANT TO THE MERGER PROCESS | 26 |
| ANNEX NO. 1 - IFRS FINANCIAL STATEMENTS OF BT AS AT 31.12.2023 (THOUSANDS RON)..... | 29 |
| ANNEX NO. 2 - IFRS FINANCIAL STATEMENTS OF OTP BANK ROMANIA AS AT 31.12.2023 (THOUSANDS OF LEI) | 30 |
| ANNEX NO. 3 - FINANCIAL STATEMENTS OF BT BUILDING S.R.L. AS AT 31.12.2023 (THOUSANDS OF LEI) | 31 |
| ANNEX NO. 4 - MERGER BALANCE SHEET AS AT THE REFERENCE DATE (THOUSANDS OF LEI) | 32 |
| ANNEX NO. 5 - LIST OF PROPERTIES TO BE TAKEN OVER FROM OTP BANK ROMANIA SA AS A RESULT OF THE MERGER..... | 33 |
| ANNEX NO. 6 - LIST OF PROPERTIES TO BE ACQUIRED FROM BT BUILDING SRL AS A RESULT OF THE MERGER | 47 |

1. GENERAL INFORMATION ON THE MERGER

During 2022, the shareholders of OTP Bank Romania S.A. ("OTP" or the "Absorbed Company"), OTP Leasing IFN S.A. ("OTL"), OTP Factoring S.R.L. ("OTF") and its subsidiaries, OTP Asset Management România S.A.I. S.A. ("OTA"), OTP Advisors SRL ("OTA"), OTP Consulting SRL ("OTC") and Foundation OTP Bank Romania ("Foundation") have started the process of selling their shares in these companies and exiting the Romanian market.

Banca Transilvania S.A. ("Banca Transilvania", "BT" or the "Acquiring Company") has expressed its interest in the potential transaction, in line with its current development, both through organic growth and possible acquisitions, while in compliance with general principles regarding the degree of complementarity or alignment of businesses.

Thus, following a step-by-step evaluation process which included a preliminary analysis of the OTP entities in Romania, considering financial aspects, compatibility of business models and capabilities of integrating new entities into the Banca Transilvania Group, and rounds of negotiations with OTP Bank Nyrt ("OTP Nyrt"), Merkantil Bank Zrt. ("Merkantil") and OTP Alapkezelő Zártkörűen Működő Részvénytársaság ("OTP AZMR"), representing the sellers of the OTP entities in Romania, the parties agreed on the terms of the transaction.

The transaction documents were signed on February 9, 2024, consisting of the Share Purchase and Sale Agreement ("the Agreement"), to which a number of annexes have been attached to supplement or detail the contractual terms. Under the Agreement, BT acquires, by way of a direct takeover from its shareholders OTP Nysrt and Merkantil, 100% of the shares in OTP, the sellers withdrawing from the company.

As preliminary steps prior to the merger process, Banca Transilvania S.A. and OTP Bank Romania S.A. have fulfilled a number of regulatory requirements.

On June 28, 2024 a non-compete decision was obtained from the Competition Council by Decision no. 123 of 28.06.2024 regarding the economic concentration operation carried out through the acquisition by Banca Transilvania S.A. of sole direct control over OTP Bank România S.A., OTP Leasing Romania IFN S.A., OTP Asset Management Romania S.A.I. S.A., OTP Factoring S.R.L. (including its subsidiaries), OTP Advisors S.R.L., OTP Consulting Romania S.R.L. and Foundation OTP Bank Romania, pursuant to the provisions of Article 47 para. (2) letter a) of Competition Law no. 21/1996, republished, as amended and supplemented.

On July 12, 2024, a letter of no objection was obtained by whereby the National Bank of Romania does not oppose the intention of Banca Transilvania S.A. to directly acquire a controlling stake, representing 100% of the share capital and voting rights in OTP Bank Romania S.A., on the basis of the documentation submitted and the provisions of Art. 25 para. (1) and Art. 26 para. (1) of the Government Emergency Ordinance no. 99/2006 on credit institutions and capital adequacy, approved with amendments and additions by Law no. 227/2007, with subsequent amendments and additions.

Concurrently with the acquisition by absorption of OTP Bank Romania S.A., Banca Transilvania intends to merge with BT Building S.R.L., in which BT holds a direct and indirect ownership of 100%.

1.1. Purpose of the document

The merger operation is the continuation and natural consequence of the acquisition by Banca Transilvania S.A. of OTP Bank Romania S.A.. The merger will be carried out in the legal form of a merger by absorption, in accordance with the provisions of Law no. 31/1990 on commercial companies, republished, as amended ("Companies Law"), by means of the universal transfer of the entire assets of OTP Bank Romania S.A. and BT Building S.R.L., which ceases to exist by dissolution, without liquidation, to Banca Transilvania S.A.

To this end, the administrators of Banca Transilvania S.A. and the administrators of OTP Bank Romania S.A. and BT Building S.R.L., respectively, have jointly prepared the terms and conditions of this merger project ("Merger Project") regarding the merger by absorption between Banca Transilvania S.A., as absorbing company and OTP Bank Romania S.A. and BT Building S.R.L., as absorbed companies, in compliance with the provisions of the following normative acts:

- Law no. 31/1990 on Companies, republished, as amended and supplemented ("Companies Law");
- Accounting Law no. 82/1991, republished, as amended and supplemented ("Accounting Law");
- GEO no. 99/2006 on credit institutions and capital adequacy, as amended and supplemented ("GEO 99/2006");
- NBR Regulation no. 12/2020 on the authorization of credit institutions and changes in their status ("NBR Regulation no. 12/2020")
- Order no. 897/2015 for the approval of the Methodological Norms on the reflection in the accounts of the main operations of merger, division, dissolution

and liquidation of companies, as well as the withdrawal or exclusion of some associates from companies ("Order 897/2015);

- Order no. 27/2010 for the approval of the Accounting Regulations in accordance with International Financial Reporting Standards applicable to credit institutions, with subsequent amendments and additions ("Order 27/2010");
- Order no. 1802/2014 for the approval of the Accounting Regulations on the annual individual financial statements and consolidated annual financial statements, as amended and supplemented ("Order 1802/2014");
- Law no. 227/2015 on the Tax Code, as amended and supplemented ("Tax Code");
- Law no. 67/2006 on the protection of employees' rights in the event of transfer of the enterprise, unit or parts thereof ("Law 67/2006");
- Order of the Minister of Public Finance no. 2861/2009 for the approval of the Norms on the organization and performance of the inventory of assets, liabilities and equity ("Order 2861/2009");
- Competition Law no. 21/1996, republished, with subsequent amendments and additions ("Law 21/1996").

1.2. Identification of the entities involved in the merger

ABSORBING ENTITY

| | |
|---|---|
| Institution name | Banca Transilvania S.A. |
| Legal form | Joint stock company The shares are ordinary, admitted to trading on the Bucharest Stock Exchange |
| Headquarters | Calea Dorobantilor 30-36, Cluj Napoca 400117, Jud. Cluj, Romania |
| Trade Register No. | J12 / 4155 / 1993 |
| CUI | 5022670 |
| Tax attribute | RO |
| Bank Register No. | RBP-JR- 12-019 of 18.02.1999 |
| Share capital (subscribed and paid up) | 9.168.798.460 RON as at June 30, 2024, according to the Certificate of the Auditor dated 20.06.2024 (the date of completion of the capital increase before the capital market authorities was 22.07.2024) |
| Main object of activity | CAEN Code 6419 - other monetary intermediation activities |

Shareholder structure

Shareholding structure at December 31, 2023:
NN Group - 9.36%, where NN Group is defined as NN Group N.V. and the pension funds managed by NN Pensii SAFPAP S.A. and NN Asigurari de Viata S.A
European Bank for Reconstruction and Development - 6.87%
Other shareholders - 83.77%, representing individuals and legal entities.

ABSORBED ENTITY**Institution name**

OTP Bank Romania S.A.

Legal form

Joint stock company
The shares are ordinary

Headquarters

66-68 Buzesti Street, Sector 1, Bucharest, Romania

Trade Register No.

J40/10296/1995

CUI

7926069

Tax attribute

RO

Bank Register No.

RB-PJR-40-028 of February 18, 1999

**Share capital
(subscribed and paid in)**

2.279.253.360 RON as of June 30, 2024

Main object of activity

CAEN Code 6419 - other monetary intermediation activities

Shareholder structure

Shareholding structure at December 31, 2023:
OTP Bank Nyrt, which holds 9,496,885 shares, representing 99.9999578809439% of the company's share capital.
Merkantil Bank ZRT, which holds 4 shares, representing 0.0000421190561% of the company's share capital.

Institution name

BT Building S.R.L.

Legal form

Limited liability company

Head office

Calea Dorobantilor 30-36, Cluj Napoca 400117, Jud.
Cluj, Romania

Trade Register No.

J12/1074/2003

| | |
|---|---|
| CUI | 15397406 |
| Tax attribute | RO |
| Share capital (subscribed and paid in) | 40.448.400 RON as of June 30, 2024 |
| Main object of activity | CAEN code 6820 - Renting and subleasing of own or rented real estate |
| Shareholder structure | Shareholding structure at December 31, 2023: BT Investments SRL holding 42,970 shares, representing 1.0623% of the company's share capital. Banca Transilvania SA holding 1,170,482 shares, representing 28.9377% of the company's share capital. BT Property Alternative Investment Real Estate Fund which holds 2,831,388 shares, representing 70% of the company's share capital. |

1.3. Legal and economic reasons for the merger

1.3.1. Reasons legal of the merger

Pursuant to the provisions of Article 239 of the Companies Law, the initiation of the merger process between Banca Transilvania S.A., OTP Bank Romania S.A. and BT Building SRL was approved, in principle, by the Extraordinary General Meetings of Shareholders/Associates or by the Management Body, as the case may be, of the three merging companies, in their capacity as competent statutory bodies, as follows:

- The Extraordinary General Meeting of the Shareholders of OTP Bank Romania S.A. approved in principle the merger by the Decision of 01.11.2024.
- The Extraordinary General Shareholders' Meeting of BT Building SRL approved in principle the merger by the Decision of 01.11.2024.
- The Board of Directors of Banca Transilvania SA approved in principle the merger by Resolution dated 01.11.2024.

In this regard, the statutory bodies of the three entities involved in the merger process decided to initiate the merger process by authorizing their Boards of Directors/Supervisory Boards, as the case may be, to:

- draft the merger project;
- determine the reference date of the financial statements used for the preparation of the draft terms of the merger;

- prepare any documents and give any declarations required in connection with the merger project or for its filing with the Trade Register Office;
- take any other necessary action in connection with the draft terms of merger; and
- carry out the provisions of the merger resolutions.

According to the same decisions, the draft terms of the merger shall be signed by the persons authorized to represent each entity in relations with third parties, in accordance with the provisions of the articles of incorporation of each entity.

The merger process may be finalized only subject to obtaining the approval of the National Bank of Romania ("NBR") and shall become effective on the date established by the statutory bodies of the companies involved in the merger by this Merger Project.

According to art. 243 index 4 of the Companies Law, in case the merger by absorption is carried out by an absorbing company which holds 100% (as in the present case) of the shares/shares or other securities conferring their holders the right to vote in the general meetings of the companies, it is not necessary to prepare the reports provided for in art. 243 index 2 and 243 index 3 together with the need to appoint experts to examine this Draft, and fulfill the requirements on the information of shareholders/associates provided for in art. 241 lit. c) - e), Art. (1) lit. b) and f), Art. 245 and Art. 250 para. (1) letter b), but Article 242 paragraph 3 remains applicable.

Thus, in consideration of Banca Transilvania S.A.'s shareholdings of 100% in the share capital of OTP Bank Romania S.A. and of 100% in the share capital of BT Building SRL (i) the obligation of the directors of the companies participating in the Merger to prepare a report on the merger project (pursuant to Art. 243, index 2 of the Companies Law) and, respectively, (ii) the obligation of independent experts to prepare a report on the exchange ratio (pursuant to Art. 243, index 3 of the Companies Law) will not be applicable.

The merger is carried out with the full transfer, by universal transfer, of the assets of the Absorbed Companies to the Acquiring Company, including the real estate existing in the books (as detailed in Annex no. 5 - OTP Bank Romania real estate and Annex no. 6 - BT Building real estate), including all rights, obligations, assets, including real estate, both own and those pledged as collateral as part of the business, and liabilities that the Absorbed Companies have at the effective date of the merger, as this term is defined in the chapters below.

For the avoidance of doubt, if any asset of the Absorbed Companies is not mentioned in the Merger Plan as a result of any error or omission or any other reason, regardless of fault or intent, such asset shall be deemed to be the property of the Acquiring Company and shall be automatically transferred to the Acquiring Company and no compensation shall be payable as a result thereof.

Following the merger, OTP Bank Romania S.A. (as the Absorbed Company) will cease to exist, losing its legal personality and will be dissolved without liquidation, and will be deleted from the Register of Banking Companies kept by the NBR, respectively from the Trade Register.

As a result of the merger, BT Building S.R.L. (as Absorbed Company) will cease to exist, losing its legal personality and will be dissolved without liquidation, and will be deleted from the Trade Register.

Banca Transilvania S.A. (as Absorbing Company) will maintain its main activity consisting in monetary intermediation activities, according to CAEN code 6419, as well as the remaining secondary activities.

The merger draft will be signed by the persons empowered to represent each entity in relations with third parties, in accordance with the provisions of the articles of incorporation of each entity. Once approved by the competent corporate bodies of each entity participating in the merger, the draft terms of merger will be filed with the competent Trade Register Office and published on the website of each company involved in the merger, in accordance with Article 242 of the Companies Law.

After the expiration of the opposition period provided by the law, the extraordinary general meetings of the shareholders of Banca Transilvania S.A., OTP Bank Romania S.A. and BT Building S.R.L. will adopt, according to Article 246 of the Companies Law, the decision approving the merger.

After the expiration of the 30-day period for exercising the shareholders' right of withdrawal, calculated from the date of the decision approving the merger, set in accordance with Article 134 para. (2) of the Companies Law, the credit institutions shall submit to the National Bank of Romania, in accordance with the provisions of NBR Regulation no. 12/2020, the application for prior approval of the merger. It should be noted that, in view of the method chosen for the merger between the companies, at the end of which Banca Transilvania S.A. will be the entity that absorbed OPT Bank România S.A. and BT Building SRL and which will be the sole entity resulting from the merger operation within the meaning of the above-mentioned regulation, we hereby

specify that this operation will not lead to any change in the name or logo of Banca Transilvania, its articles of incorporation, its significant shareholders, beneficial owners or persons exercising managerial powers and currently approved by the NBR or persons exercising key functions, or the Bank's auditor, having regard to the provisions of Art. 54 of the NBR Regulation No. 12/2020. The absorbing entity will carry out its activity in the same parameters as at present.

In relation to Banca Transilvania SA, the price established in accordance with the valuation standards in force, according to the law, by an independent valuator registered with the ASF and to be paid for the shares to be paid to the persons exercising their right to withdraw from the company is RON 21.9836/share. It will be paid to the shareholders who have exercised their right of withdrawal and taking into account the fulfillment of the legal conditions.

The merger process can be finalized only subject to obtaining the approval of the National Bank of Romania and will become effective on the date determined by the shareholders of the companies involved in the merger through this Merger Project. After receiving the approval from the Supervisory Authority, the Merger shall be registered with the competent Trade Register Office and shall be effective as of the effective date of the Merger.

Subsequently, the Absorbing Company shall submit to the NBR the documents attesting the realization of the merger in accordance with the provisions of NBR Regulation no. 12/2020.

1.3.2. Economic reasons for the merger

Banca Transilvania S.A. has been and is an active player on the Romanian banking market, consolidating its top position (in terms of total assets) among Romanian banks. BT is the main company of the Banca Transilvania Financial Group ("BT Group"), which offers a wide range of financial services in Romania such as banking, investment services, portfolio management and leasing services.

Banca Transilvania's business strategy includes both organic growth and growth through acquisitions, taking into account its interest and commitment to participate in and support Romania's economic development and, implicitly, the preservation of a strong and healthy banking system. Thus, Banca Transilvania has shown its openness to investment opportunities that contribute to the strengthening of the BT Group's position in all segments of the financial-banking market.

Over the last ten years, Banca Transilvania has acquired three banks from investors in Austria, Greece and Poland: Volksbank Romania, Bancpost and Idea::Bank, representing a combined market share of almost 7%. The first large-scale transaction was the acquisition of Volksbank Romania in 2015, with the integration of this bank into BT being finalized later that year. Similarities in the business model between Banca Transilvania and Bancpost, as well as similar IT systems, led to the operational integration and legal merger within nine months of the finalization of the Bancpost acquisition. Idea::Bank's acquisition strategy entailed a total digital transformation process in order to become the first fully digital bank "made in Romania", with no banking units, offering its customers banking services only through digital channels. The entire transformation process took approximately 18 months from the finalization of the acquisition, and in the first quarter of 2024, Salt Bank (formerly Idea::Bank) was launched on the market.

In addition to banks, companies with complementary activities to the banking system were acquired: three leasing companies: Tiriac Leasing (2022), Idea::Leasing (2021) and ERB Leasing (2018); a pension administration company (2019); a consumer financing company from the Bancpost group (2018) and an investment banking company: Capital Partners (2016). All these entities have been fully integrated within the BT Group and, through their enhanced and diversified offer, serve more than 4 million customers, individuals, entrepreneurs and companies.

Together with the European Bank for Reconstruction and Development, Banca Transilvania S.A. entered the Republic of Moldova in 2018 by acquiring Victoriabank. This was the first investment by a foreign bank in Moldova in the last ten years, paving the way for further investments in the country. It was also the first acquisition of Banca Transilvania S.A. outside Romania. A second acquisition in the Republic of Moldova followed in 2023, when Victoriabank, part of the Banca Transilvania Financial Group, acquired BCR Chisinau, a transaction that materialized in 2024.

At the same time, BT continued to grow organically, with the bank doubling its level of assets, its portfolio of loans and financing granted to the Romanian population and companies, deposits attracted from customers, while the active customer base grew by almost 50% during the same period.

Throughout its existence, Banca Transilvania S.A. has kept constant several guidelines that have come to be defining for BT's identity:

- Positioning as a bank with products and services dedicated to the private sector in Romania, with a special focus on the small and medium enterprises sector;

- Balanced development of balance sheet structures, both in terms of assets and liabilities, with exposures dispersed across business lines, economic sectors, currencies, etc.
- The granularity of the loan portfolio and depositor base, the narrow focus on business sectors or customer segments contributed significantly to good asset quality.

These guidelines have led to financial and business performance that has also been recognized by international rating agencies. BT's ratings reflect BT's strong and well-established presence in the domestic market, robust capitalization underpinned by strong internal capital generation capacity, solid profitability, good asset quality and a stable funding profile.

Thus, in 2023, Banca Transilvania received a credit rating from Moody's for the first time. Banca Transilvania received the investment grade rating, which noted the bank's robust capital, solid profitability indicators, aided by its market leading position and strong business growth potential, granular deposit-based funding and ample liquidity.

Moody's considers that Banca Transilvania is adequately managing risks, despite its appetite for growth, both organically and through acquisitions. The stable outlook on Banca Transilvania's long-term ratings reflects Moody's expectation that financial performance, in particular capital and profitability, will remain strong despite a less favorable macroeconomic environment.

Regarding the acquisition of the OTP entities in Romania, Moody's notes that the acquisition is positive for BT as it will strengthen BT's domestic market leadership position and has the potential to further enhance operational efficiency, while the potential gain on the acquisition will act as a hedge against transaction execution risks.

Fitch Ratings has reaffirmed BT's long-term rating at 'BB+' with a stable outlook and its viability rating (VR) at 'bb+'. Fitch Ratings also notes that the announced acquisition of the OTP entities in Romania is credit rating neutral and will strengthen BT's leading position in the domestic market.

Among the objectives included in the bank's current development strategy are the following:

- Maintaining its position as the largest lender in Romania through organic growth and maintaining interest in acquisitions or mergers with entities that can

complement the value offered to customers in the context of identifying attractive opportunities;

- Consolidating its position as a top player in all business segments: leasing, asset management, financial intermediation, etc. and increasing synergies between group companies;
- Constant focus on automating operations and innovating interaction workflows for the benefit of customers through investments in technology, digitization initiatives and related infrastructure;
- Actualization of an organizational culture characterized by values of collaboration and functional interaction, diversification and continuous adaptation to changes in the business environment through continuous professional and personal development of employees;
- Providing an attractive investment opportunity for shareholders;
- Maintain a capital adequacy ratio robust enough to accommodate any additional requirements that will be implemented in the coming years, but at the same time maximizing the efficiency of invested capital and ensuring that the objectives of the business strategy are met in a safe and secure manner;
- Maintaining leadership in customer experience;
- Promoting best practice in corporate governance and reinforcing a culture of responsible risk management;
- Robust and balanced growth in all five business lines (Corporate, SME, Retail), in line with the proposed objectives in terms of portfolio quality and preserving the prudential indicators of Banca Transilvania S.A.;
- Incorporation of sustainable development principles;
- Support and active participation in national and European governmental programs aimed at supporting companies and population, access to finance, implementation of projects at national level (infrastructure, reforms in administration, digitalization and transition towards a more sustainable economy).

From the perspective of the points listed above, the merger by absorption of OTP Bank fits into BT's set of strategic objectives.

Regarding the absorption of OTP Bank Romania, BT aims to strengthen its position on the financial-banking services market as a solid financial institution, able to face both periods of growth and periods of decline in the Romanian economy, boosting its lending and other adjacent financial services activities, offering advantageous service packages to customers on the Romanian market.

The main characteristics of the transaction is complementarity, with the OTP entities in Romania contributing to the development of the BT Group with their extensive experience and expertise in the financial-banking services markets.

The transaction also strenghtens BT's reputation by reinforcing its presence on the Romanian banking market, increasing its product portfolio and volume of operations, deepening relations with its customer base and, in particular, attracting new customers. Moreover, the BT Group's investment strategy is based on the conviction that, through the totality of the services offered and by strengthening synergies between the companies within the group, it can help customers and the Romanian economy to develop and sustainably grow their own businesses.

BT Building S.R.L. is the subsidiary of Banca Transilvania that built and manages the bank's headquarters at Calea Dorobantilor 30-36, Cluj Napoca. The merger between the bank and BT Building is part of an internal reorganization and optimization process of the BT Group. Thus, the merger of the two companies is intended to:

- Optimization of the companies' management structures through synergies at the level of operational expenses, given that the bank already has an administrative-logistic structure that can take over the management of the BT Building real estate assets.
- The financing lines granted by BT to BT Building for the purchase of the land and the construction of the BT Building building will be released upon the merger, the building and the land will become part of the bank's assets and the financing will be channeled to other companies with a view to developing the Romanian economy.

The following issues will contribute to value creation through the merger process:

- OTP has a diversified balance sheet structure, ranking in the top 10 banks in Romania at the end of 2022 in terms of assets and having a market share of around 2.8%. Thus, in terms of its presence in the financial-banking services markets, the transaction has as its main feature the consolidation of the BT Group's position; As of July 30, 2024, OTP Bank Romania S.A. and Banca Transilvania S.A. are part of the same financial-banking group, BT Building S.R.L. being part of the BT Group since its establishment ;

With 96 units, 156 ATMs and a strong POS network, OTP represents an important national presence throughout Romania, but especially in the central regions and Bucharest (where 21 units are located) - areas of strategic interest for BT.

- The complementarity of the addressable loan portfolio, especially in the retail and small and medium-sized enterprise sectors, represents an opportunity for BT to strengthen its commitment to support the Romanian economy. The portfolio of loans granted to SME customers represents exposures that fit perfectly into BT's business strategy and growth plans, as this type of customer has been the focus area for the entire BT Group since its inception;
- The completion of the BT Group's previous acquisition transactions has had a beneficial effect on the customers of the acquired companies, as they have access to an enhanced base of BT Group's financial and banking products and services. Similarly, OTP's customers will have access to a diversified range of banking products, based on the established product offering of BT and the BT Group, which will be complemented by OTP's products that have been appreciated by its customers, particularly in the areas of mortgage and consumer loans, online contracted services, leasing solutions and investment funds;
- Another benefit to customers is the experience BT has gained from previous transactions and integrations, in particular with regard to the general handling of all aspects of business and customer transfers following a merger in the banking market;
- The additional potential to retain and attract talent through increased investment capacity;
- Creating opportunities for cost efficiency, based on creating economies of scale by streamlining distribution channels and increasing resource allocation efficiency.

The main coordination actions (synergies) to be pursued as a result of the merger are listed below:

- Increasing revenues as a result of diversifying the offer to customers (by introducing new products and services and adjusting existing ones);
- Increased revenues by streamlining distribution channels;
- Improved long-term cost structure due to economies of scale;
- Optimize the infrastructure, combining the competences of the two institutions, as the territorial structure of OTP will be integrated within BT and will lead to a new structure that will optimize both customer service and operational efficiency;
- With regards to central operations, resources will be allocated more efficiently by creating a single administrative unit;

- Decision-making flows will be optimized by integrating the existing structures, know-how and experience of the two entities;
- Simplification of processes related to management, control and reporting across all business segments and in terms of financial, risk, etc. reporting;
- Optimization of funding resources by streamlining the loan - deposit ratio currently existing in each of the two banks;
- To optimize the efficient use and allocation of capital by consolidating the product portfolio;

In addition, an important objective of the merger of the two institutions is to manage the significant risks to which the merged credit institution is exposed in order to maintain the target risk profile defined for the post-merger bank. Thus, the merger by absorption will manage the differences between the two banks and the aggregate exposure in such a way as to ensure:

- A smooth transition and ensure an adequate and sustainable risk management framework for BT post-merger;
- The optimization of systems, policies, corporate governance, human resources, capital and liquidity to be appropriate to the size and risk profile of the post-merged credit institution.

The analyses conducted from the date of acquisition to the date of preparation of this merger draft indicate that the significant risks to the credit institution resulting from the merger by absorption of OTP and BT Building have been adequately identified and the comfortable level of prudential indicators (in particular the regulatory capital adequacy ratio and the tier 1 own funds ratio) of the Absorbing Company indicate that the risks are well covered also internally for the proper conduct of the merger by absorption process.

1.4. Terms and conditions of the merger

1.4.1. Merger direction

The merger will take place in the form established in art. 238 paragraph 1, letter a of the Companies Law, by absorption of OTP Bank Romania S.A. and BT Building S.R.L., as absorbed companies, by Banca Transilvania S.A., as absorbing company.

The method of merger will be the universal transfer of the assets and liabilities of the companies being merged. The assets and liabilities of the merged companies will be

transferred by the effect of the merger by absorption and by operation of law, by universal transfer, to the absorbing company as from the effective date of the merger.

Simultaneously, OTP Bank Romania S.A. and BT Building S.R.L. will be dissolved without being subject to liquidation and will be removed from the Bucharest Trade Register Office on the effective date of the merger.

1.4.2. Effective date of the merger

The date on which the merger will become legally effective (the "Effective Date") will be February 28th, 2025 , subject to obtaining the approval of the NBR.

On that date, OTP Bank Romania S.A. shall cease to exist, the merger having the effect of dissolution without liquidation and the universal transfer of its entire assets and liabilities to Banca Transilvania S.A., which shall acquire the rights and be bound by the obligations of OTP Bank Romania S.A.. Similarly, BT Building S.R.L. ceases to exist on February 28, 2025, the effect of the merger being the dissolution without liquidation and universal transfer of its entire assets and liabilities to Banca Transilvania S.A., which thereby acquires the rights and is bound by the obligations of BT Building S.R.L.

For the avoidance of doubt, if any asset of the merged companies is not mentioned in the Merger Plan as a result of an error or omission or any other reason, regardless of fault or intent, such asset shall be deemed to be the property of the Acquiring Company and shall be automatically transferred to the Acquiring Company and, as a result, no compensation shall be payable.

1.4.3. Special rights

Banca Transilvania S.A. hereby declares that, as of the date of this Merger Plan, it has not issued any shares granting special rights to the shareholders, nor any bonds or other securities other than ordinary shares.

As a result, Banca Transilvania S.A. will not grant, following the merger, any rights of the nature referred to in art. 241 letter g) of the Companies Law.

1.4.4. Special advantages

No special advantage will be granted, following the merger, to the members of the management or supervisory bodies of the companies participating in the merger or to

the independent experts, appointed according to the applicable legal provisions, not being applicable the provisions of Article 241 letter h) of Law no. 31/1990.

2.ACCOUNTING AND FINANCIAL INFORMATION

2.1. Reference date of the merger financial statements

The date of December 31, 2023 has been established and agreed by the merging companies as the reference date of the merger financial statements, given that this is the latest date on which the financial statements of the merging companies have been audited .

As a result, the financial statements of the merging companies have been prepared on the basis of the financial and accounting data as at December 31, 2023 as attached: Annex 1 "IFRS financial statements of Banca Transilvania S.A. as at December 31, 2023, Annex 2 "IFRS financial statements of OTP Bank Romania S.A. as at December 31, 2023 and Annex 3 "Financial statements of BT Building S.R.L. as at December 31, 2023". The simplified balance sheets of the merging companies as at reference date December 31, 2023 are set out in Annexes 1, 2 and 3 to this merger draft.

The assets and liabilities of the companies participating in the Merger have been valued using the net book assets method, in accordance with the provisions of the Accounting Law and Order No. 897/2015. The net book asset method assumes that the values used in the reorganization operations are based on the net book assets. In this case, in merger operations, the balance sheet items are taken over by the acquiring company at the value at which they were recognized in the accounts of the transferring company.

For the merging companies, the net assets have been calculated on the basis of the inventory and valuation of all their assets and liabilities, the results of the valuations being also included in the estimated merger balance sheet (Annex 4).

The settlement of the liabilities of the absorbed companies will be made by their assumption by the absorbing company as a result of the merger, in accordance with the provisions of the Companies Law and the provisions of Order No. 27/2010, in conjunction with the provisions of Order No. 897/2015.

2.2. Shareholding structure

On the Reference Date, December 31, 2023, OTP Bank Romania S.A. had the following shareholding structure:

| Shareholder | Number of shares on the Reference Date | % of share capital on the Reference Date | Share capital held on the Reference Date (RON) |
|--------------------|---|---|---|
| OTP Bank Nyrt | 9.496,885 | 99.9999578809439% | 2.279.252.400,00 |
| Merkantil Bank ZRT | 4 | 0.0000421190561% | 960,00 |
| Total | 9.496.889 | 100,00000% | 2.279.253.360,00 |

On the date of the merger project, OTP Bank Romania S.A. had the following shareholder structure:

| Shareholder | Number of shares on the date of the Merger Project | % of share capital at the date of the Merger Project | Share capital held at the date of the Merger Project (RON) |
|-------------------------|---|---|---|
| Banca Transilvania S.A. | 9.496.889 | 100,00000% | 2.279.253.360,00 |
| Total | 9.496.889 | 100,00000% | 2.279.253.360,00 |

On the Reference Date, December 31, 2023 BT Building S.R.L. had the following shareholding structure:

| Shareholder | Number of shares on the Reference Date | % of share capital on the Reference Date | Share capital held on the Reference Date (RON) |
|---|---|---|---|
| Banca Transilvania S.A. | 1.170.482 | 28,9377% | 11.704.820 |
| BT Investments S.R.L. | 42.970 | 1,0623% | 429.700 |
| BT Property Alternative Investment Real Estate Fund | 2.831.388 | 70,0000% | 28.313.880 |
| Total | 4.044.840 | 100,0000% | 40.448.400 |

On the date of the merger project, BT Building S.R.L. had the following shareholding structure:

| Shareholder | Number of shares on the date of the Merger Project | % of share capital on the date of the Merger Project | Share capital held on the date of the Merger Project (RON) |
|-------------------------|---|---|---|
| Banca Transilvania S.A. | 4.044.840 | 100% | 40.448.400 |
| Total | 4.044.840 | 100,0000% | 40.448.400 |

On the Reference Date, December 31, 2023, Banca Transilvania S.A. had the following shareholding structure:

| Shareholder | Number of shares on the Reference Date | % of share capital on the Reference Date | Share capital held on the Reference Date (RON) |
|--|---|---|---|
| NN Group (*) | 74,799,629 | 9.36% | 747,996,290 |
| European Bank for Reconstruction and Development | 54,918,628 | 6,87% | 549,186,280 |
| Romanian natural persons | 178,657,903 | 22,37% | 1,786,579,030 |
| Romanian legal entities | 360,412,230 | 45,13% | 3,604,122,300 |
| Foreign natural persons | 8,689,213 | 1,09% | 86,892,130 |
| Foreign legal entities | 121,180,630 | 15,18% | 1,211,806,300 |
| Total | 798,658,233 | 100,00% | 7.986.582.330 |

2.3. Share exchange rates

In accordance with the provisions of 250 paragraph (1) letter b. of the Companies Law, the shareholders or associates of the absorbed or divided companies become shareholders or associates of the absorbing company or of the receiving companies, respectively, in accordance with the distribution rules set out in the merger project.

| INDICATOR | Banca Transilvania S.A. | OTP Bank Romania S.A. | BT Building S.R.L. |
|--|------------------------------------|----------------------------------|-------------------------------|
| | 31.12.2023 | 31.12.2023 | 31.12.2023 |
| A | B | C | C |
| Net book asset value (thousand lei) | 11.829.366 | 2.397.477 | 60.670 |
| Number of shares | 798.658.233 | 9.496.889 | 4.044.840 |
| Book value per share (thousand lei) | 14,81155 | 252,44867 | 14,99936 |
| Exchange ratio | | 17,044042 | 1,012680 |

Based on the above information, the exchange rate or exchange ratio is determined by comparing the book value of a share of the absorbed company with the book value of a share of the absorbing company. The determination of the number of shares to be issued by the acquiring company as a result of the merger shall be made either by relating the net assets of the acquired company to the book value of a share of the acquiring company or by multiplying the number of shares of the acquired company by the exchange ratio of the shares. Likewise, the increase in the share capital of the acquiring company, relating only to minority interests, if any, shall be determined by multiplying the number of newly issued shares of the acquiring company by the nominal value of one share of the acquiring company.

2.4. Number of shares to be issued and share capital increase

The determination of the number of shares to be issued by the Acquiring Company following the merger shall be carried out either by relating the net assets reported of the Acquired Companies to the book value of one share of the Acquiring Company, or by multiplying the number of shares of the Acquired Companies by the exchange rate of the shares.

However, taking into account that, at the date of the merger project, Banca Transilvania S.A., as the absorbing company, holds 100% of the share capital of OTP Bank Romania S.A. and 100% of the share capital of BT Building S.R.L., as the absorbed companies, the provisions of Article 250, paragraph (2) of the Companies Law shall be taken into account.

Accordingly, no shares/shares in the absorbing company may be exchanged for shares/shares issued by the absorbed companies and which are held by the absorbing company, directly or through a person acting in its own name, but on behalf of the company. As such, the issue of shares as a result of the merger process will not take

into account the reciprocal holdings of the merging companies, i.e. the acquiring company will not increase its share capital and will not issue new shares. The shares that would be owed to Banca Transilvania S.A., as shareholder of OTP Bank România S.A. and BT Building S.R.L. will be cancelled, given that the acquiring company holds 100% of the share capital of the merged companies.

In conclusion, as a result of the merger, the value of the share capital and the shareholding structure of Banca Transilvania S.A. will remain unchanged.

2.5. Merger premium

Taking into the account the provisions of Order 897/2015, as well as the provisions of IFRS accounting and financial reporting standards (in particular IFRS 3 - Business Combinations), the merger premium in this case represents the difference between the net contribution of the absorbed companies and the amount by which the share capital of the absorbing company increased, related exclusively to minority interests.

Given that there are no minority stakes in the absorbed companies and no new shares are issued in the merger, the transaction is deemed not to generate a merger premium. A final calculation of the number of shares issued and the merger premium will be determined by BT's Board of Directors in accordance with the approval of the AGM (following the completion of all legal procedures related to the merger), depending on the changes and the shareholding structure.

2.6. Cancellation of reciprocal participations

The cancellation of the investment of Banca Transilvania S.A. in OTP Bank România S.A. and in BT Building S.R.L. will be made as a result of the application of the International Financial Reporting Standards adopted by the European Union, namely IFRS 3 - Business Combinations, and will not be accounted for as a separate transaction.

3. INFORMATION ON THE SHARE CAPITAL INCREASE AND SHAREHOLDING STRUCTURE OF BANCA TRANSILVANIA S.A. FOLLOWING THE MERGER

Since Banca Transilvania S.A. is the sole shareholder of OTP Bank Romania S.A. and BT Building S.R.L., and no new shares will be issued to other minority shareholders upon the merger, the share capital of Banca Transilvania S.A. will not be modified.

3.1. Registration of shares and date of shareholders' dividend rights

The registration of the shares and the date of the shareholders' dividend rights will be carried out in accordance with the legislation in force and the practices of Banca Transilvania S.A.

3.2. The date on which the transactions of OTP Bank Romania S.A. and BT Building SRL will be considered, from an accounting point of view, as belonging to Banca Transilvania S.A.

From an accounting and tax point of view, the transactions of OTP Bank Romania S.A. and BT Building S.R.L. shall be considered as belonging to Banca Transilvania S.A. as of the Merger Effective Date, planned to be February 28, 2025, subject to the approval of the National Bank of Romania.

4. OTHER INFORMATION RELEVANT TO THE MERGER PROCESS

Banca Transilvania S.A. has made a number of changes in the management structure of OTP Bank Romania S.A. .

The executive management of OTP Bank Romania S.A. will be provided in the period between the closing date of the transaction (July 30, 2024) and the Effective Date of the merger by Luminita Runcan - CEO, Executive President; Luca Rogojanu - CRO, Executive Vice President, Risk and Constantin Mares - COO, Executive Vice President, Central Operations and IT. The members of the executive management have been approved by the National Bank of Romania in accordance with the regulations in force.

The Supervisory Board of OTP Bank Romania S.A. will be formed of five members in the period prior to the legal merger:

- Ömer Tetik - President
- Mirela Bordea - Independent member
- Bogdan Pleşuvescu - Member
- Leontin Toderici - Member
- Costel Lionăchescu - Independent member

The mandates of the members of the Board of Directors, of the persons in the executive management, as well as of the financial auditor will cease as of the Effective Date of the merger and they will be released from any liability related to the positions held within OTP Bank Romania S.A..

The intended merger operation does not represent a notifiable economic concentration within the meaning of the provisions of the Competition Law, given that the companies participating in the merger are part of the same group, with the Acquiring Company controlling the Acquired Companies through a 100% stake in the share capital of each of them.

On the Effective Date of the merger, the employees of OTP Bank Romania S.A. and BT Building S.R.L. will be taken over by Banca Transilvania S.A., the latter will obtain the status of employer with respect to the employees of the Merged Companies. Individual labor contracts and collective labor agreements, as the case may be, will remain applicable within Banca Transilvania S.A.. The Merger does not result in individual or collective dismissals and does not imply a substantial change in the working conditions to the detriment of the employees of OTP Bank Romania S.A., BT Building S.R.L. or Banca Transilvania S.A..

Given that the proposed date for the completion of the merger is February 28, 2025, as well as the scale and complexity of this process and, at the same time, given the need to integrate the customers of OTP Bank Romania S.A. into Banca Transilvania S.A. before the completion of this process, in collaboration with the business lines, it was decided to inform the customers of OTP Bank Romania S.A. and to contact them by mixed teams composed of employees of Banca Transilvania S.A. and OTP Bank Romania S.A.. The purpose of contacting OTP Bank Romania S.A.'s customers will be to present Banca Transilvania S.A.'s offer, so that they can analyze and make an informed decision as to whether they wish to become Banca Transilvania S.A.'s customers before the merger is finalized. In case OTP Bank Romania S.A. customers either do not accept to be contacted by Banca Transilvania S.A. or do not accept the new contractual terms and conditions applicable before the merger is finalized, OTP Bank Romania S.A. customers will be notified within the legal deadline prior to the merger, clearly indicating how the OTP Bank Romania S.A. products they have contracted (and any related guarantees) will be taken over by Banca Transilvania S.A.. This will apply to all types of customers (individuals and legal entities) and to all types of products that the Banca Transilvania Financial Group may offer (whether credit/non-credit products offered by Banca Transilvania S.A. or by subsidiaries of the Banca Transilvania Financial Group).

With regard to the territorial units of the absorbed company, the absorbing company will take over the active units on February 28, 2025, the Effective Date of the merger.

This merger proposal has been prepared and approved by the Board of Directors of Banca Transilvania S.A., by the Management Board of OTP Bank Romania S.A. and by the directors of BT Building S.R.L. and will be filed with the Trade Register Office and published on the website of each company in accordance with the provisions of art. 242 para. 2 index 1 of the Companies Act.

With regard to the absorbed company BT Building SRL, we specify that it ceases its existence by dissolution, without liquidation, and the ownership of the buildings (land and buildings) representing the bank's headquarters in Calea Dorobantilor 30-36, Cluj Napoca, with cadastral number 327436 related to the land and 327436-C1 and 327436-C2 buildings, and with cadastral number 327437, will be transferred on February 28, 2025 to the absorbing company. Currently, these buildings are handed over to Banca Transilvania SA as lessee in the contract concluded with BT Building SRL, as owner - lessor, a contract which will be terminated on the effective date of the merger, given the confusion between the two parties to the legal relationship.

Signatures,

BANCA TRANSILVANIA S.A.

Horia Ciorcila - Chairman BoD

OTP BANK ROMANIA S.A.

Luminita Runcan - Executive President

BT Building SRL

Ioana Olănescu – Director

ANNEX NO. 1 - IFRS FINANCIAL STATEMENTS OF BT AS AT 31.12.2023 (THOUSANDS RON)

ABSORBING ENTITY - BANCA TRANSILVANIA S.A.

Assets

| | |
|---|--------------------|
| Cash and current accounts with central banks | 22.286.257 |
| Derivative instruments | 124.817 |
| Financial assets held for trading | 36.303 |
| Financial assets measured at fair value through profit or loss | 1.670.155 |
| Financial assets at fair value through other comprehensive income | 40.264.202 |
| Placements with banks and public institutions | 12.619.341 |
| Loans and advances to customers | 71.550.404 |
| Debt instruments | 7.980.071 |
| Other financial assets | 1.829.702 |
| Investments in subsidiaries | 873.300 |
| Tangible fixed assets and real estate investments | 755.413 |
| Intangible fixed assets | 562.009 |
| Right of use assets | 697.963 |
| Deferred tax receivables | 337.282 |
| Other non-financial assets | 197.752 |
| Total assets | 161.784.971 |

Payables

| | |
|---|--------------------|
| Financial liabilities held for trading | 88.809 |
| Deposits from banks | 1.081.766 |
| | 134.443.35 |
| Deposits from customers | 0 |
| Loans from banks and other financial institutions | 8.583.795 |
| Subordinated debts | 2.403.652 |
| Liabilities under leasing contracts | 669.778 |
| Other financial debts | 1.847.667 |
| Current and deferred tax liabilities | 113.280 |
| Provisions for other credit risks and commitments | 551.539 |
| Other non-financial liabilities | 171.969 |
| Total liabilities | 149.955.605 |

| | |
|----------------------------|-------------------|
| <u>Total equity</u> | 11.829.366 |
|----------------------------|-------------------|

ANNEX NO. 2 - IFRS FINANCIAL STATEMENTS OF OTP BANK ROMANIA AS AT 31.12.2023 (THOUSANDS OF LEI)

ABSORBED ENTITY - OTP BANK ROMANIA S.A.

Assets

| | |
|--|-------------------|
| Cash and cash equivalents | 529.236 |
| Current accounts and deposits with banks | 129.849 |
| Accounts with the National Bank of Romania | 2.036.686 |
| Loans and advances granted to banks | 13.202 |
| Derivative financial instruments | 9.769 |
| Hedging derivatives | 8.884 |
| Investment securities – at fair value through profit and loss | 17.625 |
| Investment securities – at fair value through other comprehensive income | 513.199 |
| Held-to-maturity investments | 2.939.557 |
| Loans and advances to customers | 13.056.440 |
| Investments in subsidiaries and affiliated companies | 33.928 |
| Tangible fixed assets | 193.213 |
| Intangible fixed assets | 47.953 |
| Right of use of assets | 54.763 |
| Real estate investments | 516 |
| Other assets | 168.197 |
| Total assets | 19.753.017 |

Payables

| | |
|-------------------------------------|-------------------|
| Debts to banks | 36.835 |
| Derivative financial instruments | 15.563 |
| Hedging derivatives | 1.895 |
| Debts to customers | 14.316.405 |
| Loans | 2.489.911 |
| Liabilities from leasing operations | 55.745 |
| Provisions | 62.898 |
| Deffered tax liabilities | 4.211 |
| Current tax liabilities | 23.978 |
| Other financial debts | 348.099 |
| Total debts | 17.355.540 |

| | |
|----------------------------|------------------|
| <u>Total equity</u> | 2.397.477 |
|----------------------------|------------------|

ANNEX NO. 3 - FINANCIAL STATEMENTS OF BT BUILDING S.R.L. AS AT 31.12.2023 (THOUSANDS OF LEI)

ABSORBED ENTITY - BT BUILDING S.R.L.

Assets

| | |
|-------------------------|---------|
| Intangible fixed assets | 162 |
| Tangible fixed assets | 268.643 |
| Receivables | 7 |
| Short-term investments | 448 |
| House and bank accounts | 3.042 |
| Total assets | 272.303 |

Debts

| | |
|------------------|---------|
| Short-term debts | 9.009 |
| Long-term debts | 142.285 |
| Deferred income | 60.339 |
| Total debts | 211.633 |

| | |
|---------------------|--------|
| <u>Total equity</u> | 60.670 |
|---------------------|--------|

ANNEX NO. 4 - MERGER BALANCE SHEET AS AT THE REFERENCE DATE (THOUSANDS OF LEI)

| | |
|---|-------------|
| <u>Assets</u> | |
| Cash and current accounts with central banks | 24.852.179 |
| Derivative instruments | 257.708 |
| Financial assets held for trading | 73.029 |
| Financial assets at fair value through profit or loss | 1.670.155 |
| Financial assets at fair value through other comprehensive income | 40.777.401 |
| Placements with banks and public institutions | 12.632.543 |
| Loans and advances to customers | 84.606.844 |
| Debt instruments | 10.919.628 |
| Other financial assets | 1.829.702 |
| Investments in subsidiaries | 907.229 |
| Tangible fixed assets and real estate investments | 1.217.784 |
| Intangible fixed assets | 610.124 |
| Right of use assets | 752.726 |
| Deffered tax receivables | 337.282 |
| Other non-financial assets | 365.956 |
| Total assets | 181.810.291 |
| <u>Liabilities</u> | |
| Financial liabilities held for trading | 106.267 |
| Deposits from banks | 1.118.601 |
| Deposits from customers | 148.759.755 |
| Loans from banks and other financial institutions | 11.215.991 |
| Subordinated liabilities | 2.403.652 |
| Liabilities under leasing contracts | 725.523 |
| Other financial debts | 2.195.766 |
| Current or deferred tax liabilities | 141.469 |
| Provisions for other credit risks and commitments | 614.437 |
| Other non-financial liabilities | 241.317 |
| Total liabilities | 167.522.778 |
| <u>Total equity</u> | 14.287.513 |

ANNEX NO. 5 - LIST OF PROPERTIES TO BE TAKEN OVER FROM OTP BANK ROMANIA SA AS A RESULT OF THE MERGER

1) Apartment Commercial Space no. 1, situated in City Alba Iulia, Str. 1 Mai, Bl. 16 MC, Ap. SP.COM., County Alba, actual: str. P-ța Iuliu Maniu, nr.7A, inscribed in CF nr. 70605-C1-U30 Alba Iulia (old CF Nr.: 31033), with top nr. 884/XLVIII/b/II/a/I, 885/1/XLVIII/b/II/a/I, with a built area of 71 sq.m., undivided common shares of 2/100th part and land shares of 25/1105th part, with the following Remarks/References: commercial space nr.1, with an area of 70,77 sq.m. NOTE: The building has as common undivided property with the building in CF 27006 the foundation, walls, floor and installations.

2) Apartment Comercial Space nr. 2, situated in City Alba Iulia, Str. 1 Mai, Bl. 16 MC, County Alba, actual Piata Iuliu Maniu, nr. 7B, registered in CF nr. 70605-C1-U31 Alba Iulia (Old CF no.: 27006/ ALBA IULIA) with top. 884/XLVIII/b/II/a/II, 885/1/XLVIII/b/II/a/II, with a built area of 146 sq.m., undivided common parts in the corresponding share of 4.1/100th part and land shares of 50/1105th part, with the following Remarks/References: Commercial space no. 2, with a built area of 145.72 sq.m. Note: the undivided assets in common with the building in cf 31033 are: foundation, walls, floor and installations.

3) Apartment Commercial Space, situated in City Alexandria, Str. DUNARII, Nr. 220, Bl. BM1, Et. Parter, County Teleorman, inscribed in CF nr. 20150-C1-U13 Alexandria (Nr. CF old: 2500) with nr. cad 94/0/3, with built area of 73 sq.m., with the following Remarks/References: Commercial space in built area of 73,41 sq.m., together with the right of FOLOSINTA over the related land registered in CF nr. 20150 Alexandria (Old CF No. 172) with cadastral no. 94, undivided share of 6.45 sqm, part of the total area of 2246.15 sqm related to bl. BM1, current share 129/44920, initial share 645/22424600 and part of the share of the outbuildings of the building in common use, forced and perpetual use of all owners, namely: the built and unbuilt land, the staircase, the main entrance staircase, the entrance hall, the electrical installation, the drying room / laundry.

4) Apartment nr. 4, situated in City Arad, B-Dul. Revolutiei, Nr. 78, Et. parter, County Arad, registered in CF nr. 300329-C1-U99 Arad (old CF no.: 68521) with top no.: 897, 898, 899/IV/I, having undivided common shares in the related undivided shares of 463/12097-a part and land shares of 158/4075-a part, with the following Remarks/References: in surface of 463 sq.m., composed of spaces with other destination, together with the ownership of the related land in the share of 158/4075, of the land in total area of 4.075 sq.m., property of the Romanian State, registered in CF no. 300329 Arad (old CF no. 62547) with top no.: 897, 898, 899.

5) Apartment Apartment, situated in City Bacau, Str 9 MAI, Nr. 82, Sc. B, Et. parter, County Bacau, inscribed in CF nr. 61176-C1-U48 Bacău (Old CF no.: 29029, Old cadastral no.: 3319/B;0;1bis), with cadastral no. 61176-C1-U48, with built area of 180.48 sq.m. and the useful area of 153.1 sq.m., 18.05 sq.m. of land, with the following Remarks/References: commercial space, building on which is noted under C1 the concession right in favor of OTP BANK SA, concomitant with the transfer of rights and obligations of the concession contract No. 30294/01.09.2005 concluded with the Local Council of the Municipality of Bacău.

6) Property located in City Bucuresti Sectorul 3, Bdul UNIRII., Nr. 59, Bl. F2, Tronson II, inscrib in CF nr. 218714-C1-U72 Bucuresti Sectorul 3, with nr. cad. 218714-C1-U72, having a built area of 1.478 sq.m. and useful surface area of 1.402,23 sq.m., undivided common parts in unspecified share, land shares of 29100/100th part, with the following Observations/References: deeded surface area = 1478 sq.m. (total developed area), building composed of 3 levels: BASEMENT with a useful measured area of 271.04 sq.m., GROUND FLOOR with a useful measured area of 469.31 sq.m. and MEZZANINE with a useful measured area of 661.88 sq.m.; related land with an area of 291 sq.m., assigned in concession.

7) Building located in City Bucuresti Sectorul 1, Str. BUCURESTI PLOIESTI, Nr. 18-22, Bl. XIII/2, Et. P, inscrib in CF nr. 251524-C1-U9 Bucuresti Sectorul 1 (Nr. CF vechi: 50053, Nr. cad. vechi: 3469/0;10), with nr. cad. 251524-C1-U9, having land shares of 52.79, with the following Observations/References: Description: undivided land in property commercial space = 200.61 sq.m., according to the Contract of sale-purchase authenticated under no. 707/25.02.2005 by Notary Public Popa Carmen Marilena, the building is composed of: entrance = 6.52 sq.m., sales room = 112,90 sq.m., store room = 42,47 sq.m., hall = 15,68 sq.m., bathroom = 3,38 sq.m., toilet = 1,90 sq.m., wc = 1,36 sq.m., office = 16,40 sq.m., in total useful area of 200,61 sq.m. together with the right of ownership of the undivided share of land in the area of 52,79 sq.m., related to the building described above.

8) Apartment TECHNICAL SPACES, situated in City Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Et. SUBSOL 1, inscribed in CF nr. 208411-C1-U1 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_4, nr. cad. vechi 17969/-1) with nr. cad. 208411-C1-C1-U1, having a useful surface area of 306.59 sq.m., land cote 0, with the following Observations/References: Description: - 306,59 sq. m. technical premises;PI/ 3., on which is noted the Contract of Sale and Purchase with reservation of title for the amount of 6250000 Euro, concluded between OTP BANK ROMANIA SA as seller and SANADOR SRL as buyer, in favor of SANADOR SRL, CIF:12530000.

9) Apartment PARKING SPACES, situated in City Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Et. SUBSOL 2, inscribed in CF nr. 208411-C1-U2 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_5, nr. cad. vechi 17969/-2) with nr. cad. 208411-C1-U2, with a usable area of 432.27 sq.m., land cote 0, with the following Observations/References: Description: basement 2 - 432,27 sq.m. parking spaces;PI/ 3., on which is noted the Contract of Sale and Purchase with reservation of title for the amount of 6250000 Euro, concluded between OTP BANK ROMANIA SA, as seller and SANADOR SRL, as buyer, in favor of SANADOR SRL, CIF:12530000.

10) Apartment OFFICE SPACES, situated in City Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Et. P, Ap. OFFICE SPACES, inscribed in CF nr. 208411-C1-U3 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_6, nr. cad. vechi 17969/1) with nr. cad. 208411-C1-U3, with a useful surface area of 261.31 sq.m., land cote 143.04, with the following Observations/References: 261.31 sq.m. ground floor - office space; 34,26 sq.m. of land related to undivided ownership + 108,78 sq.m. of land free of buildings; PI/ 3, together with the land assigned to the property, with a surface area of 143,04 sq.m., registered in CF nr. 208411 Bucuresti Sectorul 1 (old CF no. 25735_3, old cadastral no. 17969), with cadastral no. 208411, real estate on which is noted the Sale and Purchase Contract with reservation of ownership for the amount of 6250000 Euro, entered into between OTP BANK ROMANIA SA as seller and SANADOR SRL as buyer, in favor of SANADOR SRL, CIF:12530000.

11) Apartment OFFICE SPACES, situated in City Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Et. 1, Ap. OFFICE SPACES, inscribed in CF nr. 208411-C1-U4 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_7, nr. cad. vechi 17969/2) with nr. cad. 208411-C1-U4, with a useful surface area of 348.28 sq.m., land area of 44.17 sq.m., with the following Remarks/References: Office space 1st floor - 348.28 + balcony 4.90 sq.m; land in ownership (undivided share); PI/3, together with the land assigned in ownership, with a surface area of 44.17 sq.m., registered in CF nr. 208411 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_3, nr. cad. vechi 17969), with nr. cad. 208411, property on which is noted the Contract of Sale and Purchase with reservation of ownership for the amount of 6250000 Euro, entered into between OTP BANK ROMANIA SA as seller and SANADOR SRL as buyer, in favor of SANADOR SRL, CIF:12530000.

12) Apartment FN, situated in City Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Et. 2, inscriis in CF nr. 208411-C1-U5 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_8, nr. cad. vechi 17969/3) cu nr. cad. 208411-C1-U5, having land cote 44,17, with the following Observations/References: Description: land related to undivided property; 353.18 sq. useful surface- floor 2- office space;PI/ 3, together with the land assigned in the

property, with a surface of 44,17 sq.m., inscribed in CF nr. 208411 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_3, nr. cad. vechi 17969), with nr. cad. 208411, property on which is noted the Contract of Sale and Purchase with reservation of ownership for the amount of 6250000 Euro, entered into between OTP BANK ROMANIA SA as seller and SANADOR SRL as buyer, in favor of SANADOR SRL, CIF:12530000.

13) Apartment FN, situated in City. Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Et. 3, inscriis in CF nr. 208411-C1-U6 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_9, nr. cad. vechi 17969/4) cu nr. cad. 208411-C1-U6, having land cote 44,17, with the following Observations/References: Description: undivided land attached to the property; 353.18 sq. supr. utila - 3rd floor - office space; PI/3, together with the land assigned to the property, with an area of 44.17 sq.m., registered in CF nr. 208411 Bucuresti Sectorul 1 (old CF no. 25735_3, old cadastral no. 17969), with cadastral no. 208411, property on which is noted the Contract of Sale and Purchase with reservation of ownership for the amount of 6250000 Euro, entered into between OTP BANK ROMANIA SA as seller and SANADOR SRL as buyer, in favor of SANADOR SRL, CIF:12530000.

14) Apartment FN, situated in City Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Et. 4, inscriis in CF nr. 208411-C1-U7 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_10, nr. cad. vechi 17969/5) cu nr. cad. 208411-C1-U7, having land cote 44,09, with the following Observations/References: Description: land undivided property; et.4 - 347,80 sq. meters. office space; PI/3, together with the land assigned to the property, 44.09 sq.m., registered in CF nr. 208411 Bucuresti Sectorul 1 (old CF no. 25735_3, old cadastral no. 17969), with cadastral no. 208411, property on which is noted the Contract of Sale and Purchase with reservation of ownership for the amount of 6250000 Euro, entered into between OTP BANK ROMANIA SA as seller and SANADOR SRL as buyer, in favor of SANADOR SRL, CIF:12530000.

15) Apartment FN, situated in City Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Et. 5, inscriis in CF nr. 208411-C1-U8 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_11, nr. cad. vechi 17969/6) cu nr. cad. 208411-C1-U8, having land cote 37,77, with the following Observations/References: Description: land undivided property; et.5- 297,99 sq. m. s. utila- spatiu birouri;PI/3, together with the land assigned to the property, with an area of 37.77 sq.m, registered in CF nr. 208411 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_3, nr. cad. vechi 17969), with nr. cad. 208411, real estate on which is noted the Contract of sale-purchase with reservation of ownership for the amount of 6250000 Euro, entered into between OTP BANK ROMANIA SA as seller and SANADOR SRL as buyer, in favor of SANADOR SRL, CIF:12530000.

16) Apartment FN, situated in City Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Et. 6, Ap. FN, inscribed in CF nr. 208411-C1-U9 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_12, nr. cad. vechi 17969/7) cu nr. cad. 208411-C1-U9, having land cote 37,77, with the following Observations/References: Description: undivided plot of land attached to the property; 6th floor - 297,99 sq. m. office space;PI/3, together with the land assigned to the property, with a surface area of 37.77 sq.m, registered in CF nr. 208411 Bucuresti Sectorul 1 (old CF no. 25735_3, old cadastral no. 17969), with cadastral no. 208411, real estate on which is noted the Sale and Purchase Contract with reservation of ownership for the amount of 6250000 Euro, entered into between OTP BANK ROMANIA SA as seller and SANADOR SRL as buyer, in favor of SANADOR SRL, CIF:12530000.

17) Apartment FN, situated in Loc. Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Et. 7, Ap. FN, inscribed in CF nr. 208411-C1-U10 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_13, nr. cad. vechi 17969/8) cu nr. cad. 208411-C1-U10, having land cote 37,77, with the following Observations/References: Description: undivided plot of land attached to the property; 7th floor- usable area- 294.01 sq. m. office space; PI/3, together with the land assigned to the property, with a surface area of 37.77 sq.m., registered in CF nr. 208411 Bucuresti Sectorul 1 (old CF no. 25735_3, old cadastral no. 17969), with cadastral no. 208411, real estate on which is noted the Sale and Purchase Contract with reservation of ownership for the amount of 6250000 Euro, entered into between OTP BANK ROMANIA SA as seller and SANADOR SRL as buyer, in favor of SANADOR SRL, CIF:12530000.

18) Apartment FN, situated in City Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Et. 8, Ap. FN, inscriis in CF nr. 208411-C1-U11 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_14, nr. cad. vechi 17969/9) cu nr. cad. 208411-C1-U11, having land cote 34,92, with the following Observations/References: Description: undivided plot of land attached to the property; et.8- 271,51 sq. m. useful surface- office space;PI/3, together with the land assigned to the property, with a surface area of 34.92 sq.m, registered in CF nr. 208411 Bucuresti Sectorul 1 (old CF no. 25735_3, old cadastral no. 17969), with cadastral no. 208411, real estate on which is noted the Sale and Purchase Contract with reservation of ownership for the amount of 6250000 Euro, entered into between OTP BANK ROMANIA SA as seller and SANADOR SRL as buyer, in favor of SANADOR SRL, CIF:12530000.

19) Apartment FN, situated in City Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Et. 9, Ap. FN, inscriis in CF nr. 208411-C1-U12 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_15, nr. cad. vechi 17969/10) cu nr. cad. 208411-C1-U12, having land cote 34,92,

with the following Observations/References: Description: undivided plot of land attached to the property; 9th floor- usable area- 271,51 sq. m. office space;PI/ 3, together with the land assigned to the property, in the area of 34,92 sq.m, registered in CF nr. 208411 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_3, nr. cad. vechi 17969), with nr. cad. 208411, property on which is noted the Contract of Sale and Purchase with reservation of ownership for the amount of 6250000 Euro, entered into between OTP BANK ROMANIA SA as seller and SANADOR SRL as buyer, in favor of SANADOR SRL, CIF:12530000.

20) Apartment TERASA, situated in City Bucuresti Sectorul 1, Str BUZESTI, Nr. 66-68, Ap. TERASA, inscribed in CF nr. 208411-C1-U13 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_16, nr. cad. vechi 17969/11) with nr. cad. 208411-C1-U13, with a useful surface area of 307.68 sq.m., land area 39.84 sq.m., with the following Remarks/References: terrace - 307.68 sq.m.; undivided land related to the property; PI/ 3, together with the land assigned to the property, with a surface area of 39.84 sq.m., registered in CF nr. 208411 Bucuresti Sectorul 1 (Nr. CF vechi: 25735_3, nr. cad. vechi 17969), with nr. cad. 208411, property on which is noted the Contract of Sale and Purchase with reservation of ownership for the amount of 6250000 Euro, entered into between OTP BANK ROMANIA SA as seller and SANADOR SRL as buyer, in favor of SANADOR SRL, CIF:12530000.

21) Apartment nr. I, situated in City Baraolt, County Covasna, registered in CF nr. 23313-C1-U2 Baraolt (old CF Nr.: 4321) with CAD nr.: 75/I, Top: 113/1/I, with a useful surface of 216,3 sq.m., undivided common shares 60,09%, land shares 60,09%, with the following Remarks/References: Apartment nr.I composed of : basement:- staircase with 6,60 sq.m., corridor with 11,50 sq.m., central heating with 7,50 sq.m., archive with 29,00 sq.m. on the ground floor:- airlock with 2,20 sq.m., public hall with 7,50 sq.m., security with 4,25 sq.m., chief accountant's office with 9,25 sq.m., bank operations desk with 32,15 sq.m., accounting office with 14,80 sq. m., cashier's office with 12,40 sq. m., cash desks with 9,45 sq. m., cash office with 12,30 sq. m., corridor with 7,30 sq. m., garage with 12,55 sq. m., toilet with 4,55 sq. m., cloakroom with 4,70 sq. m. money counting room with 12,40 sq.m., with a total useful surface of 216,30 sq.m., with a participation share in the parts of general common use of 60,09 %, evidenced in the land register col. on paper no. 2525-Baraolt, together with the land attributed in the property, in the current share 399/1000th part, registered in CF no. 23313 Baraolt (old CF no.: 2525), with cadastral no.: 75.

22) The property located administratively in the intravilanul City Bucuresti Sectorul 6, Str. TIMISOARA, Nr. 27A, registered in CF nr. 204962 Bucuresti Sectorul 6 (old CF Nr.: 12127, old cadastral Nr.: 3169/1), with cadastral no. 204962, composed of

land - courtyards, buildings - in deeded area of 238 sq.m. and measured 108 sq.m., having as Remarks/References: building C1 registered in CF 204962-C1. According to the deed of acquisition of the real estate, namely according to the contract of sale authenticated under no. 2951/07.10.2005 by Notary Public Ghița Rozalinda, the building intended for commercial space, located in Bucharest, Bdul. Timișoara, nr. 27A, Sector 6, is composed of a basement, with a total area of 28.61 sq.m., of which the useful area of 23.29 sq.m., consisting of: cellar and staircase, and ground floor, with a useful area of 222.15 sq.m., consisting of: commercial space, three hallways, two changing rooms, two showers, two toilets, technical room and covered terrace and warehouse, together with the undivided share of the common parts of the building and the related land in an area of 237.86 sq.m.

23) The building administratively located in the intravilanul City Botosani, Str CALEA NAȚIONALĂ, Nr. 44-46, County Botosani, inscribed in CF No. 56934-C1 Botoșani (old CF No. 2537) under A1, with no. cad. 90-C1, composed of administrative and social-cultural buildings, with Remarks/References: Commercial space composed of warehouse, bar terrace, annexes in the area of 244.00 square meters, together with the right of CONCESSION for the duration of the existence of the construction, from 02.09.2004, on the area of 244.00 square meters, registered in CFE 56934 (CF paper 2537/N Botoșani).

24) Apartment nr. 1, situated in City Câmpulung, Str NEGRU-VODĂ, Nr. 117, Bl. 1, Sc. C, Et. parter, Ap. UNU, County Arges, inscribed in CF nr. 80199-C1-U12 Câmpulung (old CF Nr.: 291/IV, with old cad nr.: 241/1-C-O), top nr.: 80199-C1-U12, having a built area of 140 sq. and useful area of 128 sq.m., with the following Remarks/References: Sc= 139,53 sq.m.; Su= 127,95 sq.m.; apartment for the use of the headquarters, together with accessory rights, namely the undivided share of 6,25% of the common use area of the building-block and the undivided share of 3% (24 sq.m.) of the right of use for the duration of the existence of the building on the land on which this space is located, assigned by the Town Hall of Mun. Câmpulung, jud. Argeș.

25) The property located administratively in the intravilanul City Cristuru Secuiesc, County Harghita, registered in CF nr. 51474 Cristuru Secuiesc (Old CF no.: 5424, Old cadastral no.: 695, Topographic no.: 509/2/4/2), under A1, with cadastral no. 51474, consisting of land - courtyards, buildings, with a deeded area of 156 sq. m. and measured 159 sq.m., with Remarks/References: The property is not enclosed, and under A1.1, with cadastral no. 51474-C1, consisting of industrial and building buildings, with Remarks/References: No. Levels:1; Built S. on the ground:158 sq.m; Constructed S.

unfolded:158 sq.m; Commercial space-Bar with concrete foundation, covered with tiles, brick masonry.

26) COMMERCIAL SPACE NR. I, situated in City Gheorgheni, County Harghita, inscribed in CF nr. 52710-C1-U9 Gheorgheni (old CF Nr.: 8562/C/I), with Top nr.: 927/1/2/C/I, with common shares of 54/619 and land shares of 37/537, with the following Remarks/References: COMMERCIAL SPACE NR. I consisting of a sales room, office, goods warehouse, together with the land assigned to the property, in the current quota 37/537, initial quota 37/537, registered in CF nr. 52710 Gheorgheni (old CF no.: 8562), with Top nr.: 927/1/2, 935/2.

27) COMMERCIAL SPACE, situated in City Gheorgheni, County Harghita, registered in CF nr. 52710-C1-U8 Gheorgheni (Old CF Nr.: 8562/C/II), with nr. Top: 927/1/2/C/II, having common shares of 314/619 and land shares of 211/537, with the following Remarks/References: commercial space located on the ground floor, consisting of sales room, storage rooms and outbuildings, as well as storage rooms in the basement, with 6 rooms, together with the land assigned in the property, in the current share 211/537, initial share 211/537, registered in CF no. 52710 Gheorgheni (old CF no.: 8562), with Top no.: 927/1/2, 935/2.

28) COMMERCIAL SPACE, situated in City Gheorgheni, County Harghita, registered in CF nr. 52710-C1-U4 Gheorgheni (Old CF Nr.: 8562/C/III), with nr. Top: 927/1/2/C/III, with common shares of 22/619 and land shares of 14/537, with the following Remarks/References: COMMERCIAL SPACE with one room, together with the land assigned in the property, in the current share of the current share 14/537, initial share 14/537, registered in CF nr. 52710 Gheorgheni (Nr. old CF: 8562), with Top nr.: 927/1/2, 935/2.

29) Apartment nr. 1, situated in City Medias, County Sibiu, registered in CF nr. 101687-C1-U2 Medias (Nr. CF old: 14669), CAD: 1798/I, Top: 190/1/I, having undivided common shares of 61,57% and land shares of 61,57%, with the following Remarks/References: basement consisting of: 5 rooms, 2 warehouses, 2 stores, pantry; ground floor for commercial use consisting of shop; mezzanine consisting of: 4 rooms, 2 stores, office and storeroom, together with the right of OWNERSHIP over the related land, registered in CF nr. 101687 Medias (old CF no.: 1190) with CAD no.: 1798, Top no.: 190/1, in current quota 6157/10000, initial quota 6157/10000, representing 61.57% of 734 sq.m. of the 734 sq.m. ap ap. 1

30) Apartment Sp.Com.VIII, situated in City Miercurea Ciuc, Str KOSSUTH LAJOS, Bl. 11-13, County Harghita, inscribed in CF nr. 50093-C1-U12 Miercurea Ciuc (Old CF Nr. 834/C/SCVIII/Sc.8), Top: 502/1/1/1/C/SC/Sc/Sc 8, 499/1/1/1/C/SC/Sc/Sc 8, 497/1/1/1/C/SC/Sc/Sc 8, 496/1/1/1/C/SC/Sc/Sc 8, 491/1/1/1/C/SC/Sc/Sc 8, 490/1/1/1/C/SC/Sc/Sc 8, having a built area of 271 sq.m., common undivided quotas of 224/4732 and land quotas of 41/864, with the following Remarks/References: Complex Flora nr.13, Commercial Space VIII, together with the land assigned in the property, in the current quota 246/5184, initial quota 41/864, registered in CF nr. 50093 Miercurea Ciuc (Old CF Nr. 834/M-Ciuc), Top: 502/1/1/1/, 499/1/1/1, 497/1/1, 496/1/1, 491/1/1, 490/1/1.

31) Apartment Commercial space nr. I, situated in City Odorheiu Secuiesc, County Harghita, inscribed in CF nr. 55285-C1-U6 Odorheiu Secuiesc (Old CF Nr.: 2853/I/I/P/S), Top: 812/1/I/I/P, with undivided common quotas of 227/1388 and land quotas of 163/1001, with the following Observations/References: Commercial space nr.I situated on the ground floor, composed of: 1 consumption room, 1 office, 1 storeroom, personal sanitary group, personal cloakroom, 2 consumer sanitary groups, cold room, with a built surface of 227 sq.m., together with the right of use for the duration of the existence of the constructions on the 163/1001 share of the building ground, registered in CF nr. 55285 Odorheiu Secuiesc (old CF no.: 2853), Top no.: 812/1.

32) Apartment FN, situated in City Ploiești, Str GRIVITEI, Nr. 2, Bl. H, Et. P, Ap. FN, County Prahova, inscriis in CF nr. 132040-C1-U32 Ploiești (Nr. CF vechi: 319/H;f-e), nr. cad. 132040-C1-U32, having Observations/References: commercial space with Su=166,79 sqm, Sc=205,71 sqm; land related to the State property.

33) Apartment commercial space, located in City Slobozia, Bdul CHIMIEI, Bl. G6, Et. parter, Ap. commercial space, County Ialomita, registered in CF nr. 30114-C1-U25 Slobozia (Old CF no.: 9975) with nr. cad. 491/1;2;57/2, with built area of 176 sq.m., useful area of 148 sq.m., land share of 13.43, with the following Remarks/References: in CFH sc 175.95 sq.m. and su 148.04 sq.m. and s. exclusive land 68.05 sq.m., together with the land assigned in the property, in the current share of 13/618, registered in CF No. 30114 Slobozia (No. old CF: 842), nr. cad: 491.

34) Apartment commercial space, located in City Slobozia, Bdul CHIMIEI, Bl. G6, Et. parter, Ap. commercial space, County Ialomita, registered in CF nr. 30114-C1-U26 Slobozia (Old CF no.: 9781) with nr. cad. 491/1;2;57/1/2, with built area of 102 sq.m., useful area of 83 sq.m., land shares of 14.21, with the following Observations/References: in CF paper s.c. is 101.89 sq.m., s.u. is 83.08 sq.m., exclusive land area of 38.36 sq.m., together with the land assigned in the property, in the current

share of 14/618, registered in CF No. 30114 Slobozia (Old CF No.: 842), cadastral No.: 491.

35) Apartment I, situated in City Târgu Secuiesc, County Covasna, evidenced in C.F. Colectiva nr. 4384, registered in CF nr. 27705-C1-U1 Târgu Secuiesc (old CF Nr.: 4385) with Top nr.: 1637/1/I, 1637/2/I, 1646/I, 1647/I, 1648/I, with the following Remarks/References: Apartment nr.I ground floor, composed of 3 rooms and two cellars, namely the two rooms on the right side of the entrance to the cellar, with 1/2 share in the common parts, formed from the building included in the collective CF collective nr. 27705 Târgu Secuiesc (Old CF no.: 4384), situated in Mun. Târgu Secuiesc, Str. Curtea 68, nr. 2, Jud. Covasna, the parts of common use being: the built land and the unbuilt land of 233 sq.m., the roof and the entrance to the cellar.

36) Apartment 12/1, situated in City Zalau, Bl. FEDERALCOOP, County Salaj, inscribed in CF nr. 50825-C1-U13 Zalau (Nr. CF old: 747/N ind) with nr. cad. 2718/12/1, with a useful area of 185,37 sq.m., with the following Remarks/References: composed of: 6 offices, 3 warehouses, 1 storeroom, 1 corridor, 1 hall, 2 toilets, 1 cabin gate in useful area of 185,37 and related area of 57,44, together with the right of use over the area of 57,44 sq.m. of the related land, registered in CF nr. 50825 Zalau (old CF No. 5405) with top. 695/2/2, 693/3/2, 691/2/3/2, 694/a/2.

37) Building consisting of basement + ground floor + 4 floors, located in Mun. Constanța, Str. Mihai Viteazu, nr. 32, County Constanța, extra-estate property, built on the land in the area of 198 sq.m., in use, together with the right of use on the above mentioned land, in the area of 198 sq.m., for the entire period of the construction. The neighbors of the property are: to the north - Sarmisegetuza St., to the south - tenants' access alley, to the east - Mihai Viteazu St., to the west - private property. The construction is built on the level of the reinforced concrete structure. - EXTRATABULAR PROPERTY

38) Apartment SP.6/1/1/1, situated in City Vaslui, Str SPIRU HARET, Nr. 5, Bl. 99, Sc. A, Et. parter, County Vaslui, inscribed in CF nr. 71967-C1-U21 Vaslui (old CF Nr.: 8550, old cadastral nr.:600/1;0;6/1/1), nr. cad. 71967-C1-U21, with a built area of 237 sq.m., useful area of 216 sq.m., land cote of 59.22, with the following Remarks/References: administrative headquarters with sc. = 236,62sqm, su. = 216,13mp and land undivided share with s = 59,22., together with building land area of 59,22 sq. m. undivided share of the total of that on which the building is built, with cadastral no. 600/1;0;0;6/1/1/1, registered in the Land Register no. 8550 N of Vaslui.

39) Apartment SP.6/1/4, situated in City Vaslui, Str SPIRU HARET, Nr. 5, Bl. 99, Sc. A, Et. parter, County Vaslui, inscribed in CF nr. 71967-C1-U20 Vaslui (old CF Nr.: 8553, old cadastral nr.:600/1;0;6/1/4), nr. cad. 71967-C1-U20, with built area of 104 sq.m., useful area of 74 sq.m., land area of 11.66 sq.m., with the following Remarks/References: administrative headquarters with sc=104, 44sq.m, su=74.01 sq.m and land undivided share with s=11.66 sq.m., together with the land assigned in the property, in the current share of 12/1486, registered in CF nr. 71967 Vaslui (Nr. old CF: 1158, old cadastral no.: 600), nr. cad. 71967.

40) Apartment SP. 6/1/6, situated in City Vaslui, Str SPIRU HARET, Nr. 5, Bl. 99, Sc. A, Et. parter, County Vaslui, inscribed in CF nr. 71967-C1-U19 Vaslui (old CF Nr.: 8555, old cadastral nr.:600/1;0;6/1/6), nr. cad. 71967-C1-U19, with built area of 42 sq.m., useful area of 37 sq.m., land area of 10.83 sq.m., with the following Remarks/References: administrative headquarters with sc=42, 42sq.m, su=36.77sq.m and land undivided share with s=10.83 sq.m., together with the land assigned in the property, in the current share of 11/1486, registered in CF nr. 71967 Vaslui (Nr. old CF: 1158, old cadastral no.: 600), nr. cad. 71967.

41) The building is administratively located in the intravilanul City Vaslui, Str SPIRU HARET, Nr. 5, County Vaslui, inscribed in CF nr. 77604 Vaslui (old CF no.: 8557, old cadastral no.: 600/2/2/2), nr. cad. 77604, consisting of land - courtyards, buildings - in the area of 81 sq.m., on which is registered the right of easement, free passage, use and access, in favor of SC HIDROCON SA, CIF:17580859.

42) The building is administratively located in the intravilanul City Vaslui, Str SPIRU HARET, Nr. 5, County Vaslui, inscribed in CF nr. 77599 Vaslui (old CF no.: 8558, old cadastral no.: 600/2/2/3), nr. cad. 77599, consisting of land - courtyards, buildings - in the area of 95 sq.m., on which is registered the right of easement, free passage, use and access, in favor of SC HIDROCON SA, CIF:17580859.

43) Apartment SUBSOL, situated in City Bucuresti Sectorul 3, Str TRAIAN, Nr. 1, Bl. E 5, Sc. TR.I, Ap. SUBSOL, inscribed in CF nr. 220658-C1-U9 Bucuresti Sectorul 3 (Nr. CF vechi: 24865_1, nr. cadastral vechi:98/1;-1), nr. cad. 220658-C1-U9, with a useful surface area of 117.3 sq.m., land cote of 172, with the following Remarks/References: COMMERCIAL SPACE TRONSON I SUBSOL, WITH USEFUL SURFACE AREA OF 117.30 sq.m., COMPOSED OF : ACCESS ROOM, TECHNICAL SPACE, GARAGE, BOX AND STAIRCASE HOUSE. -NOTE :THE LAND IN SURFACE OF 172 SQ.M.. IS OWNED AS FOLLOWS: 129 SQM. IN PROPERTY AND 43 SQM. IN USE, BEING RELATED TO THE ENTIRE COMMERCIAL SPACE WHICH CONSISTS OF : BASEMENT, GROUND FLOOR.

MEZZANINE SECTIONS I AND II. THE TOTAL AREA OF THE COMMERCIAL SPACE IS 1289 SQUARE METERS. IDENTIFIED ACCORDING TO THE REAL ESTATE PROPERTY FILE.

44) Apartment TRONSON 2 - SUBSOL, situated in City Bucuresti Sectorul 3, Str TRAIAN, Nr. 1, Bl. E 5, Sc. TR.I, Ap. TRONSON 2- SUBSOL, inscribed in CF nr. 220658-C1-U11 Bucuresti Sectorul 3 (Nr. CF vechi: 24865_4, nr. cadastral vechi:98/2;-1), nr. cad. 220658-C1-U11, with a useful surface area of 121.9 sq.m., with the following Remarks/References: COMMERCIAL SPATIUL TRONSON II SUBSOL, CU SUPRAFATA UTILA DE 121,90 MP. COMPOSED OF TWO BOXES, STAIRWELL, STAIRWELL, ACCESS ROOM, FOUR TECHNICAL SPACES, FREIGHT ELEVATOR.

45) Apartment PARTER, situated in City Bucuresti Sectorul 3, Str TRAIAN, Nr. 1, Bl. E 5, Sc. TR.I, Ap. PARTER, inscribed in CF nr. 220658-C1-U12 Bucuresti Sectorul 3 (Nr. CF vechi: 24865_2, nr. cadastral vechi:98/1;0), nr. cad. 220658-C1-U12, having a useful surface area of 211.49 sq.m., with the following Remarks/References: COMMERCIAL SPATIUL TRONSON I PARTER PARTER, CU SUPRAFATA UTILA DE 211,49 MP. COMPOSED OF : PRESENTATION ROOM, MULTIPURPOSE ROOM, VESTIBULE, VESTIBULE, OFFICE, HALLWAY, OFFICE, TWO RESTROOMS, STAIRWELL, OFFICE AND WAREHOUSE.

46) Apartment MEZANIN, situated in City Bucuresti Sectorul 3, Str TRAIAN, Nr. 1, Bl. E 5, Sc. TR.I, Ap. MEZANIN, inscribed in CF nr. 220658-C1-U13 Bucuresti Sectorul 3 (Nr. CF vechi: 24865_3, nr. cadastral vechi:98/1;M), nr. cad. 220658-C1-U13, having a useful surface of 203,25 sq.m., with the following Remarks/References: COMMERCIAL SPACE, TRONSON I, MEZANIN, WITH USEFUL SURFACE OF 203,25 sq.m., COMPOSED OF : THREE OFFICES, PROTOCOL ROOM, LOBBY, SECRETARIAT, OFFICE, LOBBY, TWO TOILETS, STOREROOM AND STAIRWELL.

47) Apartment TRONSON 2 - PARTER, situated in City Bucuresti Sectorul 3, Str TRAIAN, Nr. 1, Bl. E 5, Sc. TR.I, Ap. TRONSON 2-PARTER GROUND FLOOR, inscribed in CF nr. 220658-C1-U14 Bucuresti Sectorul 3 (Nr. CF vechi: 24865_5, nr. cadastral vechi:98/2;0), nr. cad. 220658-C1-U14, having a useful surface area of 164.92 sq.m., with the following Remarks/References: SPATIUL COMERCIAL TRONSON II PARTER PARTER, CU SUPRAFATA UTILA DE 164,92 MP. COMPOSED OF : VESTIBULE, HALL, HALL, WAREHOUSE, STORE, TOILET, STAIRWELL, STAIRWELL, ELEVATOR HOUSE GOODS.

48) Apartment TRONSON 2 - MEZANIN, situat in City Bucuresti Sectorul 3, Str TRAIAN, Nr. 1, Bl. E 5, Sc. TR.I, Ap. TRONSON 2 - MEZANIN, inscribed in CF nr. 220658-C1-U15 Bucuresti Sectorul 3 (Nr. CF vechi: 24865_6, nr. cadastral vechi:98/2;M), nr. cad.

220658-C1-U15, with the following Observations/References: COMMERCIAL SPACE TRONSON II MEZANIN, COMPOSED OF: SALES SPACE, BIROU, ARHIVA, TWO STORAGE, TWO HOLURI, SANITARY GROUP, SERVICE SPACE, BIROU, HOL, OFFICIU, CASA SCARII, CASA SCARII SI CASA CASA LIFTULUI.

49) Apartment bank headquarters, situated in City Deva, Bdul 22 DECEMBRIE, Bl. E, Sc. B, Et. parter, County Hunedoara, registered in CF nr. 61350-C1-U13 Deva (old CF no.: 6089/9, old cadastral no.: 3424/x/1/ix), nr. cad. 61350-C1-U13, with built area of 140 sq.m., useful area of 121.74 sq.m., land quotas of 62, with the following Remarks/References: BANK HEADQUARTERS composed of: Windfang - ATM, Public Space, Frontoffice, Frontoffice, Branch Manager, Backoffice, Archive, Intimate Payment, Technical Room, Office, Lobby and cloakroom, Treasury, Social Group, together with the land assigned in the property, in the current quota of 62/565, registered in CF nr. 61350 Deva (Old CF No: 6089, topographic no: 3424/x/1), cadastral no. 61350.

50) Apartment nr. 1, situated in City Sfântu Gheorghe, Ap. 1, County Covasna, inscribed in CF nr. 24898-C1-U3 Sfântu Gheorghe, nr. cad: 24898-C1-U3, with a useful surface of 201,5 sq.m., land shares of ½-a part, with the following Remarks/References: Apartment nr.I on the ground floor, composed of: 24 hours area +ATM in surface of 21,30 sq.m., Customer spaces in surface of 65,50 sq.m., 22.90 sq.m. of counters, 8.50 sq.m. of credit office, 10.10 sq.m. of branch manager, 5.30 sq.m. of discussion room, 4.70 sq.m. of work behind the counters, 29.40 sq.m. of xerox corridor, 1.40 sq.m. of cloakroom, 5.20 sq.m. of treasury, Wc in surface of 4,10 sq.m, Central heating chicineta in surface of 8,70 sq.m, Technical spaces in surface of 5,10 sq.m, Fireproof archive in surface of 9,30 sq.m, Here belongs the cellar under the whole building, with share of the common parts of commercial use on the ground floor of 58/100 part, evidenced in collective cf on paper no.1036 Sf.Gheorghe, together with the right of OWNERSHIP over the related land, registered in CF nr. 24898 Sfântu Gheorghe (old CF no.: 1036) with top no.: 814, in current quota 1/4, initial quota 2/8, representing the quota of 2/8 part of the land related to the apartment no. I.

51) Apartment UNIT 114, situated in City Mangalia, Str CONSTANTEI, Bl. PY4, Et. PARTER, Ap. UNIT 114, County Constanta, registered in CF nr. 100891-C1-U2 Mangalia (old CF nr. 12115), nr. cad: 119-C1-UP1/2, with built area of 108 sq.m., useful area of 108 sq.m., with the following Observations/References: according to CF paper, COMMERCIAL SPACE in measured area - 108 sq.m.; area of the deeds - 108 sq.m.; area of undivided related land - 19 sq.m., together with the right of use of the undivided area of land of 19 sq.m. related to the apartment, from the land registered in CF nr. 100891 Mangalia (old CF no. 158(e:158)), cadastral no.: 119, apartment on which is noted the

lease contract no. 447 dated 22.12.2014, concluded between OTP BANK ROMANIA S.A., as lessor and S.C. MOBISHO TRADE S.R.L., as lessee, for a period of 1 year starting with 18.12.2014 until 17.12.2015.

ANNEX NO. 6 - LIST OF PROPERTIES TO BE ACQUIRED FROM BT BUILDING SRL AS A RESULT OF THE MERGER

1) The building is administratively located in the intravilanul Mun. Cluj-Napoca, Calea Dorobanților, Nr. 30-36, City Cluj, and General Traian Mosoiu Street, no. 35, Cluj County, registered in the Land Register no. 327436 Cluj Napoca, under A1, with cadastral no. 327436, composed of land - courtyard buildings - in the area of 8.597 sq.m. with Observations/References: fenced land; Fenced with building on the north side, concrete fence on the southeast side, fenced with concrete fence and boundary on the west side., under A1.1, cadastral no. 327436-C1, consisting of administrative and social cultural buildings, with Remarks/Refs: No. of levels: 8; Ground built S.: 4400 sq.m.; Open built S.: 18410 sq.m.; Administrative and office building, with 3S+P+3E+Eretras, built between 2018-2021, with 4 individual units (3 garages and 1 administrative and office building), with Sc=4400 sq.m., Scd= 18410.29 sq.m., and under A1.2, with cad. no. 327436-C2, consisting of administrative and social cultural buildings, with Remarks/References: No. of levels: 5; Ground built S.: 142 sq.m; Open built S.: 524 sq.m; Office building/administrative building, with S+P+3E height, built in the period 2018- 2022, with Sc= 141,80sq.m, Scd= 523,61sq.m., building encumbered by the following encumbrances:

- **under B3 is noted the** prohibition of alienation and encumbrance in favor of BANCA TRANSILVANIA SA- SUCURSALA CLUJ, CIF:11324720;
- **under B4 there is a** right of way, 3 m wide and 25 m long, over the property with top.nr.3738/1/2 of c.f.133785/A;
- **under B8 is noted the** building permit no. 580 of 02.05.2018 authorizing the execution of construction works for: BUILDING BUILDING - ADMINISTRATIVE HEADQUARTERS, IMPREJUVICATION AND EXTERIOR FITTINGS, height: 3S + P + 3E + E + 3E + E withdrawn;
- **under B9 are noted** the prohibitions of alienation, encumbrance, lease, dismemberment, alienation, demolition, construction, restructuring and development in favor of BANCA TRANSILVANIA SA, CIF:11324720;
- **under B11 are noted the** prohibitions of alienation, encumbrance, lease, dismemberment, alienation, demolition, construction,

restructuring and development in favor of BANCA TRANSILVANIA SA, CIF:5022670;

- **under B15 is noted the** prohibition of alienation and encumbrance, won in serial number 175212 / 10/10/2017 in favor of BANCA TRANSILVANIA S.A, CIF:11324720;
- **under B16 are noted the** prohibitions of alienation, encumbrance, lease, lease, dismemberment, alienation, demolition, construction, restructuring and development, won in serial rank with serial no. 121105 / 27/06/2019 in favor of BANCA TRANSILVANIA S.A, CIF:11324720;
- **under B19 are noted the** prohibitions of alienation, encumbrance, lease, dismemberment, alienation, demolition, construction, restructuring and development, won in serial rank with no. 218715 / 21/10/2020 in favor of BANCA TRANSILVANIA SA, CIF:5022670;
- **under C1 is registered the** right of mortgage, Value:5363141.46 EUR and other obligations related to the credit, in favor of BANCA TRANSILVANIA SA- SUCURSALA CLUJ, CIF:11324720;
- **under C2 is registered the** right of IPOTECA, Value:37690000 EUR on the future constructions and other payment obligations related to the loan, in favor of BANCA TRANSILVANIA SA, CIF:11324720;
- **under C4 is registered the** right of IPOTECA, Value:5224000 EUR and the other obligations related to the loan in favor of BANCA TRANSILVANIA SA, CIF:5022670;
- **under C6 is registered the** right of IPOTECA, Value:5363141.46 EUR, and the other payment obligations related to the credit, won in serial number 175212 / 10/10/2017, in favor of BANCA TRANSILVANIA S.A, CIF:11324720;
- **under C7 is recorded the** right of IPO, Value:37690000 EUR, and other payment obligations related to the credit, won in serial number 121105 / 27/06/2019, in favor of BANCA TRANSILVANIA S.A, CIF:11324720;
- **under C9 is registered the** right of IPOTECA, Value:5224000 EUR, and the other payment obligations related to the credit, won in serial rank with no. 218715 / 21/10/2020, in favor of BANCA TRANSILVANIA SA, CIF:5022670;
- **under C12 is noted the** chattel mortgage in favor of BANCA TRANSILVANIA S.A., CIF:11324720;

- **under C13 is noted the** Space Lease Agreement no. 1/19.06.2019, concluded between BT Building SRL as lessor and Banca Transilvania SA, as lessee, having as object the building under A1, A1.1 for a period of 20 years, starting from 01.07.2020;
- **under C14 is noted the** Additional Deed no. 1/05.07.2019, to the lease agreement no. 1/19.06.2019, concluded between BT Building SRL, as lessor and Banca Transilvania SA, as lessee;
- **under C15 is noted the** additional deed authenticated under no. 895/25.05.2022, BNP Păușan Delia to the mortgage contract authenticated under no. 6398/22. 12.2015, BNP Popa Ionuț Florin, having as object the conversion from lei into euro of the loan entered under C1 and C6;
- **under C16 is noted the** additional deed authenticated under no. 896/25.05.2022, BNP Păușan Delia Păușan to the mortgage contract authenticated under no. 1192/26.06.2019, BNP Budusan Smaranda Valeria Budusan, concluded between BT Building SRL as guarantor and Banca Transilvania Sa, as creditor;
- **under C17 is noted the** additional deed authenticated under no. 897/25.05.2022, BNP Păușan Delia to the mortgage contract authenticated under no. 1615/20. 10.2020, BNP Păușan Delia, concluded between BT Building SRL as guarantor and Banca Transilvania Sa, as lender;
- **under C19 is noted the** additional deed authenticated under no. 1912/02.11.2022, issued by BNP Păușan Delia to the mortgage contract authenticated under no. 6398/22.12.2015, concluded between BT Building SRL as guarantor and Banca Transilvania Sa, as lender;
- **under C20 is noted the** additional deed authenticated under no. 1913/02.11.2022, issued by BNP Păușan Delia to the mortgage contract authenticated under no. 1192/26.06.2019, concluded between BT Building SRL as guarantor and Banca Transilvania Sa, as lender;
- **under C21 is noted the** additional deed authenticated under no. 1914/02.11.2022, issued by BNP Păușan Delia to the mortgage contract authenticated under no. 1615/20.10.2020, concluded between BT Building SRL as guarantor and Banca Transilvania Sa, as lender;

- **under C22 is noted the** right of chattel mortgage on the present and future claims of the real estate in favor of BANCA TRANSILVANIA S.A., CIF:11324720;
- **under C23 is noted the** lease contract on a commercial space of 15 square meters, signed between BT BUILDING SRL, as lessor and CODE CRAFTERS BY BT, as lessee, for a period of 5 years, starting from 20.01.2022;

2) The property situated administratively in the intravilanul Cluj Napoca, Calea Dorobanților, Nr. 30-36, City Cluj Napoca, and General Traian Mosoiu Street, no. 35, Cluj County, registered in the Land Register no. 327437 Cluj Napoca, with cadastral no. 327437, consisting of land - courtyard buildings - in the area of 15 sq.m., with Remarks/references:

- **under B3 is noted the** prohibition of alienation and encumbrance, in favor of BANCA TRANSILVANIA SA- SUCURSALA CLUJ, CIF:11324720;
- **under B4 there is a** right of way, 3 m wide and 25 m long, over the property with top.nr.3738/1/2 of c.f.133785/A;
- **under B10 are noted** the prohibitions of alienation, encumbrance, lease, dismemberment, alienation, demolition, construction, restructuring and development in favor of BANCA TRANSILVANIA SA, CIF:5022670;
- **under C1 is registered a** right of mortgage, Value: 536314.46 EUR and the other obligations related to the credit in favor of BANCA TRANSILVANIA SA- SUCURSALA CLUJ, CIF:11324720;
- **under C4 is registered the** right of mortgage, Value:5224000 EUR and the other obligations related to the loan in favor of BANCA TRANSILVANIA SA, CIF:5022670;
- **under C7 is noted the** chattel mortgage on present and future claims in favor of BANCA TRANSILVANIA S.A., CIF:5022670;
- **under C8 is noted the** Space Lease Agreement no. 1/19.06.2019, concluded between BT Building SRL as lessor and Banca Transilvania SA, as lessee, regarding the building under A1, for a period of 20 years, starting from 01.07.2020;

- **under C9 is noted the** additional act no. 1/05.07.2019, to the lease agreement no. 1/19.06.2019, concluded between BT Building SRL, as lessor and Banca Transilvania SA, as lessee;
- **under C10 is noted the** additional deed authenticated under no. 895/25.05.2022, BNP Păușan Delia to the mortgage contract authenticated under no. 6398/22. 12.2015, BNP Popa Ionuț Florin, having as object the conversion from lei into euro of the loan entered under C1;
- **under C11 is noted the** additional deed authenticated under no. 896/25.05.2022, BNP Păușan Delia Păușan to the mortgage contract authenticated under no. 1192/26.06.2019, BNP Budusan Smaranda Valeria Budusan, concluded between BT Building SRL as guarantor and Banca Transilvania Sa, as creditor;
- **under C12 is noted the** additional deed authenticated under no. 897/25.05.2022, BNP Păușan Delia to the mortgage contract authenticated under no. 1615/20. 10.2020, BNP Păușan Delia, concluded between BT Building SRL as guarantor and Banca Transilvania Sa, as lender;
- **under C14 is noted the** additional deed authenticated under no. 1912/02.11.2022, issued by BNP Păușan Delia to the mortgage contract authenticated under no. 6398/22.12.2015, concluded between BT Building SRL as guarantor and Banca Transilvania Sa, as lender;
- **under C15 is noted the** additional deed authenticated under no. 1913/02.11.2022, issued by BNP Păușan Delia to the mortgage contract authenticated under no. 1192/26.06.2019, concluded between BT Building SRL as guarantor and Banca Transilvania Sa, as lender;
- **under C16 is noted the** additional deed authenticated under no. 1914/02.11.2022, issued by BNP Păușan Delia to the mortgage contract authenticated under no. 1615/20.10.2020, concluded between BT Building SRL as guarantor and Banca Transilvania Sa, as lender.
- **under C17 is noted the** right of chattel mortgage on the present and future claims of the real estate in favor of BANCA TRANSILVANIA S.A., CIF:5022670;
- **under C18 is noted the** lease contract on a commercial space of 15 square meters, signed between BT BUILDING SRL, as lessor and

CODE CRAFTERS BY BT, as lessee, for a period of 5 years, starting from 20.01.2022.

