

Banca Transilvania Financial Group

**Dividend**

**Commitment**

In compliance with the legal and regulatory framework applicable to the banking sector in Romania, as well as with the internal regulations, Banca Transilvania has implemented the [Dividend Policy](#) available [here](#) to align the best practices regarding the issuer-investor relationship regarding the calculation, declaration and payment of dividends.

## **1** About dividends

The dividend per share is a portion of the Bank's net profit calculated and paid to shareholders based on the Bank's revenue, expected CAR and expected ROE. Dividends may be paid to shareholders annually by bank transfer or in cash (in accordance with the Dividend Payment Procedure), depending on the Bank's performance, expected CAR and expected ROE, as long as the Board of Directors recommends the payment, if such a decision favors the sustainable development of the Bank. The payment of dividends is not restricted by law or by an order/decision/act of a legally competent supervisory authority. Subsequently, the Annual General Meeting decides on the type of dividend to be granted, the amount of the dividend per share, the record date and the date of the payment.

In addition to cash dividends, the Bank may continue its policy of capitalizing retained earnings by increasing its share capital through distributing dividends in the form of ordinary shares.

## **2** Dividend particularities

Dividends are distributed and paid out of the Bank's net profit in proportion to the number of shares held by shareholders, but the number of dividends will not exceed the amount recommended by the Board of Directors.

The calculation to determine the amount of the dividend that can be paid per share consists of dividing the total number of dividends by the total number of shares issued by the Bank.

The method of payment of dividends is detailed in the [Dividend Payment Procedure](#) available on the company's website in the GMS Section.

### **3 Dividend payment procedure**

Dividend tax is withheld at source in accordance with the legislation in force at the time of payment. Therefore, Banca Transilvania withholds the dividend tax in accordance with the legal provisions. If a shareholder considers that he/she benefits from a tax rate lower than the one provided for by the Romanian law, or that he/she is exempt from tax in accordance with the legal provisions applicable to him/her (e.g. double taxation treaties, international agreements, etc.), he/she shall submit to Banca Transilvania (to the following email address: [actionariat@btrl.ro](mailto:actionariat@btrl.ro)) the documents proving the applicability of the above-mentioned legal provisions (including the legal texts invoked).

Banca Transilvania reserves the right to decide on the sufficiency of the documents in form and content for the application of the tax claimed by the shareholders, with the possibility of requesting additional information to prove the above.

**Disclaimer:**

We undertake to fully respect and comply with the provisions of this commitment, which we undertake to periodically update. This statement is the minimum level of commitment that we will continue to comply with in accordance with the applicable legal provisions (where needed).

