

Banca Transilvania S.A.

Coverage Initiation

Coverage

BUY

Curent price (15.09.2023): 21.78 RON/share.

Target price: 25.15 RON/share.
Appreciation potential: 15.49%.

Considerations

- In a difficult economic context, marked, among others, by high costs in the lending segment, Banca Transilvania benefited from substantial increases in net interest income, resulting in a 23% increase in profitability in 2022 compared to 2021.
- Low contagion business model. The low degree of complexity of Banca Transilvania's funding (retail deposits, MREL eligible bonds, subordinated bonds from IFC and AIIB) has been a pillar of support in limiting the effect of systemic risk, following the failures recorded by several US banks this year or at the end of the previous year.
- Improving the quality of non-performing loans. Over the last four years, Banca Transilvania has managed to bring down the non-performing loan ratio to a comfortable level, in line with the prudential ranges set by the EBA (<3%). Thus, the non-performing loan ratio reached 2.36% in June 2023 from 4.36% in 2019.
- Focus on increasing the bank's digitalisation. The pandemic crisis has also brought with it a change in customer behaviour and expectations regarding digital banking. Banca Transilvania is considering a major shift to digital services and is continuing its digitisation strategy. Thus, at the end of the first half of this year, 88% of the bank's customers are digitized, and the bank plans to transform Idea::Bank into a 100% digital bank.
- Liquidity Requirement Coverage Ratio (LCR) at a higher level (498% on June 30, 2023) than the required minimum level of 100%. From the beginning of this year to present, Banca Transilvania has attracted considerable amounts through international bond and subordinated debt issues offered by IFC and AIIB. We believe that this cash infusion can represent both new sources of funding for loans (in addition to customer deposits) and availability for potential M&A transactions.
- We should be aware that bank profitability could be impacted by the recent changes in the legislative framework, i.e. the imposition of a tax on bank windfall profits, a subject often debated lately.

Economic context

- The Romanian banking sector is characterized by a rather small size, a small number of banks (34 active banks in 2021) with a wide range of activities, a high degree of concentration and a moderate share of foreign capital (39.9% Romanian-owned banks vs. 60.1% foreign-owned banks) compared to other Central and Eastern European countries (according to thebanks.eu).
- The macroeconomic conditions of recent years (2020 2022) have been a turning point for the banking sector, creating a favourable framework for the development of this sector in terms of digitalisation, revenues, productivity and profitability.

Key information

Symbol	TLV
Capitalization (Million RON)	17,394.77
No. of shares (Mil.)	798.66
Maximum/Minimum 52 weeks (RON/share)	23.0400 / 14.7972
YTD change	23.40%
Market Maker	Raiffeisen Bank International

Upcoming events

Q3/2023 financial results	10-Nov-23
Conference call - Q3/2023 results	13-Nov-23
presentation	13-1104-23

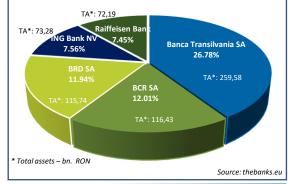
Shareholding structure as at June 30, 2023

Romanian capital	76.37%
Individuals	22.97%
Legal entities	53.41%
Of which "SIF"	18.47%
Foreign capital	23.63%
Individuals	1.08%
Legal entities	22.55%

Evolution TLV vs BET - 1 year



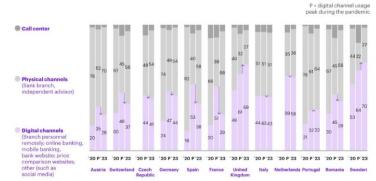
TOP 5 banks in Romania - 2022 data



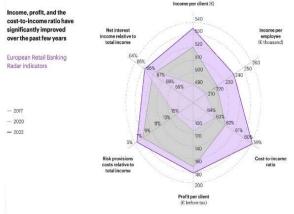


- The pandemic crisis caused by the coronavirus has contributed positively to changes in customer behaviour and expectations regarding digital banking. Today, bank customers are increasingly reliant on digital means and 'self-service' compared to the period before the pandemic.
- Over the last 3 years, the banking sector has seen significant increases in terms of a number of industry indicators: revenue per employee, revenue per customer, profit per customer, net interest income to total revenue, cost of provisions to total revenue and cost/income ratio.

Actual purchases in Europe by channel for all banking products



Indicatori resprezentativi pentru sectorul bancar



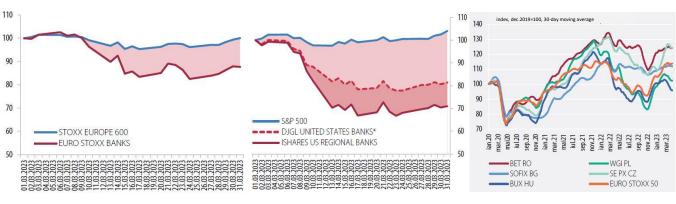
Source: kearney.com

■ From the 2008 financial crisis to 2021, European retail banks grew their business relative to total deposits and loans under management at a compound annual growth rate (CAGR) of 3.7%, while their revenues grew by only 0.9% (CAGR). The accelerating interest rate environment in 2022 provided a significant growth base for the banking sector, with a change in this trend: revenue growth (+7%) outpaced business growth relative to total deposits and loans (+4%).

Source: kearney.com

- The first half of 2023 was marked by events that had implications for the banking sector in Romania. The collapse of Silicon Valley Bank (SVB asset value of \$210 billion) on 10 March 2023 marked the largest failure of a US bank in 15 years (according to the NBR), triggering a wake-up call about the stability of the financial system and the impact on bank lending. Shortly thereafter, another US bank failed, Signature Bank (a smaller US bank with total assets of \$100 billion), while Credit Suisse Group AG faced difficulties that led to its takeover by UBS Switzerland AG to mitigate contagion in the Swiss banking sector. The series of failures continued in April with the collapse of First Republic Bank.
- According to the NBR, the business model of the local banking sector is predominantly based on retail deposit funding, i.e. low funding complexity, which has led to a lower level of contagion compared to other European banking sectors. Thus, the Romanian stock market has been less impacted by negative events in the banking sector compared to the evolution of indices in the US (e.g. DJGL*, which includes Silicon Valley Bank and Signature Bank) and Europe.

Stock index evolution

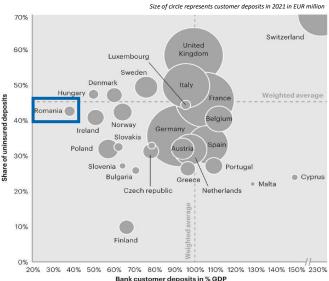


Source: NBR



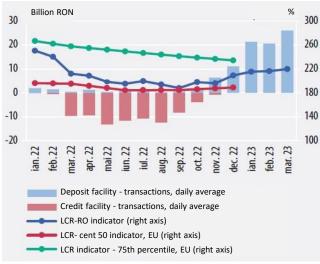
- The negative effects related to the liquidity and funding of the banking sector and the uncertainties in the financial markets have forced the authorities to implement a number of measures to limit these risks, and to improve the existing framework for bank crisis management and deposit guarantees (especially for small and medium-sized banks). In Europe, the deposit guarantee limit for all eligible depositors in the EU is EUR 100,000 per depositor per bank, while in the US this coverage level is USD 250,000.
- Thus, the massive withdrawal of bank deposits highlights the importance of insuring deposits and balancing them with uninsured deposits. A suggestive indicator for this risk is the amount of uninsured deposit exposure relative to GDP. Countries such as the UK, Italy and France are found to have relatively high uninsured deposit exposures relative to GDP. Romania is slightly below the weighted average of European countries in terms of exposure to uninsured deposits.

Deposits vs GDP



Source: kearnev.com

Volume of standing facilities and LCR comparisons



Source: NBR

- In March 2023, the Romanian banking sector recorded more comfortable risk indicators than in previous years, falling within the prudential ranges set by the EBA. The non-performing loan ratio fell below 3% in March 2023, but above the EU average in December 2022 (1.8%). Liquidity Coverage Requirement (LCR) marked a reversal of the downward trend recorded during 2022 (in September 2022 the LCR marked a historical low of 188%), but above the EU average. In March 2023, it increased to 219.5%, amid a significant increase in the liquidity buffer.
- Against the backdrop of macroeconomic concerns, the NBR recommended commercial banks in 2022 not to pay dividends, which led to an adequate solvency level of the banking sector in December 2022 (23.4%). At the end of March 2023, the total own funds ratio decreased to 21.6%, but remains above the European average of 19.4% calculated in December 2022.

Evolution - banking sector risk indicators

Prudenti Risk intervals		România									
indicators	by the EBA	2018	2019	2020	2021	2022	mar. 2023	dec. 2022			
Solvency											
	>15%										
Level 1 own funds	[12%-15%]	18,64	20,05	23,22	20,86	20,48	18,81	16,8			
	<12%										
	>14%										
Core tier 1 own funds	[1196-1496]	18,64	19,95	23,11	20,76	19,98	18,33	15,5			
own tunds	<1196							- 0			
Total own funds ratio		20,71	22,00	25,14	23,32	23,40	21,65	19,4			
Asset quality											
	<3%										
Non-performing	[3%-8%]	4,96	4,09	3,83	3,35	2,65	2,73	1,8			
loan ratio	>8%							-			
Degree of	>55%										
provisioning of non-performing loans	[40%-55%]	58,51	60,75	63,31	66,10	65,55	66,19	43,4			
	<40%				22.34.0						
Rate of loans and	<1,5%										
advances with	[1,5%-4%]	3,26	2,49	2,40	2,60	1,96	1,89	1,6			
restructuring measu	res >4%										
Profitability											
	>10%										
ROE	[696-1096]	14,59	12,21	8,66	13,28	16,40	21,34	8,0			
	<6%										
	<50%										
Cost/income	[50%-60%]	53,17	54,32	53,84	53,92	52,11	50,24	60,6			
	>60%										
Balance sheet struct	ture										
Loans/deposits for	<100%										
population and non-	[100%-150%]	71,89	69,48	63,61	63,96	65,66	65,24	108,1			
financial entities	>150%										
	>140%										
Liquidity coverage	[11096-14096]	237,84	242,59	292,48	238,77	209,16	219,50	164,7			
indicator	<110%										
	21,000										



Activity

- Banca Transilvania was founded in 1993, and in 2003 the Banca Transilvania
 Financial Group was formed, based in Cluj-Napoca. In terms of assets, Banca
 Transilvania is currently the largest bank in Romania.
- Four years after its establishment, Banca Transilvania was listed on the Bucharest Stock Exchange (15.10.1997), under the symbol TLV.
- An the beginning, Banca Transilvania operated as a local bank, which quickly expanded nationwide and is now a universal bank offering diversified products and services to its customers.
- Thus, BT Group's main areas of activity are:
 - Banking,
 - o Investment brokerage,
 - o Leasing and consumer loans,
 - o Asset Management,
 - o Management of voluntary pension funds.
- At the same time, the Bank has a controlling interest in two investment funds, which it also consolidates, and is associated in Sinteza S.A. with a 31.09% holding. As of April 2023, the Bank holds control, through an investment fund, in the newly established company BTP One S.R.L.

Banca Transilvania Financial Group

Total assets - H1 2023 (RON mil.)

BT BT Asset Management S.A.I.®	4,135
BT BT Capital Partners®	1,203
BT Direct*	768
BT Leasing*	3,129
BT BT Mic°	846
BT Pensii	181
victoriabank*	6,428
Idea::Bank*	2,462

^{*} Values refer to Idea Group

Source: TLV half-year financial statements presentation 2023

BT Group

Subsidiaries of BT Financial Group, in which the bank has direct and indirect shareholdings

Branch Name	Activity	% Participation at 31 Dec 2022
Victoriabank S.A.	Licensed financial and investment banking activities	44,63%
BT Capital Partners S.A.	Investments	99,59%
BT Leasing Transilvania IFN S.A.	Leasing	100,00%
BT Investments S.R.L.	Investments	100,00%
BT Direct IFN S.A.	Consumer loans	100,00%
BT Building S.R.L.	Investments	100,00%
BT Asset Management SAI. S.A.	Asset management	100,00%
BT Solution Agent de Asigurare S.R.L.	Activities auxiliary to insurance and pension funding	99,95%
BT Asiom Agent de Asigurare S.R.L.	Activities auxiliary to insurance and pension funding	99,95%
BT Safe Agent de Asigurare S.R.L.	Activities auxiliary to insurance and pension funding	99,99%
BT Intermedieri Agent de Asigurare S.R.L.	Activities auxiliary to insurance and pension funding	99,99%
BT Leasing MD S.R.L.	Leasing	100,00%
BT Microfinanțare IFN S.A.	Investments	100,00%
Improvement Credit Collection S.R.L.	Activities of collection agencies and credit reporting bureaus	100,00%
VB Investment Holding B.V.	Holding activities	61,81%
BT Pensii S.A.	Pension fund administration (except public system)	100,00%
Idea Bank S.A.	Other monetary intermediation activities	100,00%
Idea Leasing IFN S.A.	Financial leasing	100,00%
Idea Broker de Asigurări S.R.L.	Activities of insurance brokers' agents	100,00%
Code Crafters by BT	Custom software development activities	100,00%
Tiriac Leasing IFN S.A*.	Financial leasing	100,00%

^{*} In January 2023, BT Leasing and Țiriac Leasing merged into a single company, BT Leasing

Source: TLV Annual Report 2022



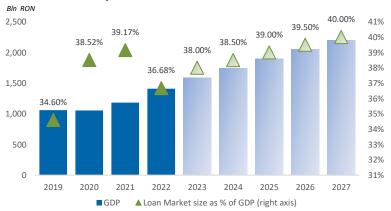
Statement of financial position

- The bank's total assets at consolidated level are growing at a compound annual growth rate (CAGR 3Y) of 14% between 2019 and 2022. At the end of June 2023, total assets amount to 153.07 bn. RON, 9% above the level recorded in December 2019. The positive development is due to the substantial increase in loans to customers over the last four years (+70% in June 2023 compared to December 2019).
- Banca Transilvania has completed the acquisition of the three banks by 2022: Volksbank Romania, Bancpost and Idea::Bank.
- In the first six months of this year, Banca Transilvania registered over 1,600 new customers/day, an average of 730 loans/day. The bank has thus accumulated 132 thousand loans granted to both individuals and companies (amounting to 14.97 billion RON). It reached over 4 mil. customers, of which 282 thousand are new customers, and 88% of customers are digitized (use at least one of BT's apps).

	Bn. RON									
	2019	2020	2021	2022	6M/2023	2023E	2024E	2025E	2026E	2027E
Cash and curent accounts with Central Banks Derivatives	14,58	22,13 0,02	18,32 0,08	14,54 0,22		24,03 0,33	22,11 0,40	22,32 0.48	22,54 0,57	22,29 0,69
Financial assets held for trading	· ·	0,35	0,34	0,32		0,35	0,38	0,42	0,46	0,51
Non-trading financial assets mandatorily at fair value through profit or loss	0,88	1,09	1,11	1,11	1,22	1,36	1,51	1,67	1,86	2,06
Financial assets measured at fair value through other items of comprehensive income	23,66	30,88	41,19	43,49	45,67	47,96	50,11	52,12	54,20	56,37
Financial assets at amortized cost	49,61	49,97	67,56	74,71	76,81	89,98	96,31	102,17	107,43	111,99
Finance lease receivables	1,18	1,23	1,49	2,81	3,01	3,33	3,56	3,77	3,95	4,11
Investment in associates Intangible and tangible assets Goodwill	0,96	0,00 1,21 0,02	0,00 1,47 0,02	0,00 1,68 0,15	1,70	0,00 1,96 0,15	0,00 2,23 0,15	0,00 2,48 0,15	0,00 2,74 0,15	0,00 2,97 0,15
Right-of-use assets	0,39	0,45	0,49	0,49	0,45	0,38	0,31	0,26	0,23	0,20
Current tax receivables Deferred tax assets Other non-financial assets	0,02 0,16	0,01 - 0,15	0,26 0,16	0,01 0,79 0,18	0,57 3 0,21	0,00 0,52 0,24	0,00 0,59 0,29	0,00 0,65 0,33	0,00 0,71 0,39	0,00 0,77 0,46
Current tax receivables Deferred tax assets	0,02 0,16	0,01	0,26	0,01 0,79	0,57 0,21	0,00 0,52	0,00 0,59	0,00 0,65	0,00 0,71	0,

Source: BRK Financial Group calculations and processing based on TLV annual/half-yearly financial statements

Evolution of GDP, Loans Romania as a share of GDP

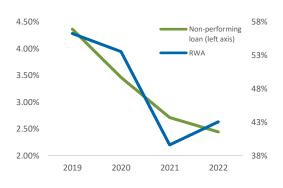


Source: Calculations and processing BRK Financial Group, CNSP, NBR Annual Report

- We believe that GDP growth plays an important role in a bank's lending activity, so: economic growth accelerates buying and selling activity which has the effect of increasing the need for individuals and companies to borrow money from banks.
- During the period under review, Banca Transilvania managed to increase the
 quality of its loans, recording significant decreases in the non-performing loans
 ratio. In June 2023, this rate reaches 2.36%, below the 3% prudential level set
 by the EBA.
- IFC is providing €100 million to Banca Transilvania as part of a €200 million subordinated bond package alongside the Asian Infrastructure Investment Bank (AIIB). IFC's investment aims to facilitate access to mortgage loans in Romania while helping to support the country's banking sector.

- For the next period (2023 2027), we expect the bank's assets to grow on average by 6%, based mainly on the increase in loans granted by the bank, which is justified by: total loans in Romania in relation to the positive evolution of GDP, respectively, the market share of Banca Transilvania in terms of loans granted.
- The bank's market share of loans granted between 2019 and 2022 averages 11%. Our estimates expect the bank to reach a market share in terms of loans granted of 12% on average over the next five years.

Quality of loans granted



Source: Calculations and processing BRK Financial Group



- Equity is on an upward trend from December 2019 to 2021 (compound average annual growth of 7%), and it fall by 10% in December 2022. The interruption of their upward trend comes amid the recording in 2022 of significant losses in reserves on financial assets measured at fair value through other comprehensive income (-3.73 billion RON).
- The increase in retained earnings is mainly due to a significant increase in net profit from one period to another, with the exception of 2020. Share capital shows a similar trend, due to the numerous capital increases carried out by Banca Transilvania.
- Over the last four years, Banca Transilvania has maintained shareholders' equity at an average of 18% of total risk-weighted exposure.
- For the period 2023 2027, we expect an increase in equity capital, on average by 10%, to 19.58 bn. RON in 2027, supported by:
 - Increase in net profit with positive impact on retained earnings,
 - Increase in share capital to 8 bn. RON in 2023 from 7.16 bn. RON in June 2023,
 - o Tier 1 average of 18%.

	Bn. RON									
	2019	2020	2021	2022	6M/2023	2023E	2024E	2025E	2026E	2027E
Share capital Treasury shares Share premiums	5,30 -0,06 0,03	5,82 -0,02 0,03	6,40 -0,02 0,03	7,16 -0,06 0,03	7,16 -0,02 0,03	8,07 -0,02 0,03	8,07 -0,02 0,03	8,07 -0,02 0,03	8,07 -0,02 0,03	8,07 -0,02 0,03
Retained earnings	2,71	2.86	3.74	4,46	5,96	4.97	5,59	6,10	6,73	5,63
Revaluation reserves from tangible and intangible assets Reserves on financial assets	0,02	0,05	0,07	0,07	0,06	0,08	0,09	0,10	0,11	0,12
measured at fair value through other items of comprehensive income	0,15	0,52	-1,00	-3,73	-2,52	-2,46	-1,14	0,23	1,66	3,15
Other reserves	0,69	0,76	0,86	0,99	0,99	1,13	1,29	1,47	1,68	1,92
Total equity attributable to equity holders of the Bank	8,83	10,02	10,09	8,92	11,67	11,80	13,91	15,99	18,27	18,90
Non-controlling interest	0,38	0,39	0,47	0,55	0,62	0,64	0,64	0,65	0,67	0,68
Total equity	9,21	10,41	10,56	9,47	12,29	12,45	14,55	16,65	18,93	19,58
Derivatives	0,01	0,03	0,04	0,04	0.04	0,05	0,05	0,05	0,06	0,06
			•		-,-			,		·
Deposits from banks Deposits from customers	,	0,32 90,94	1,02 108,02	1,68 119,73	0,45 127,43	1,93 142,90	2,22 147,47	2,55 153,40	2,93 158,66	3,38 164,33
Loans from banks and other financial institutions	1,47	1,69	7,93	4,84	6,56	6,89	7,03	7,17	7,31	7,46
Subordinated liabilities	1,70	1,67	1,76	1,75	2,74	2,77	2,71	2,74	2,69	2,71
Lease liabilities	0,39	0,45	0,50	0,49	0,45	0,45	0,44	0,49	0,53	0,59
Other financial liabilities	0,91	1,16	1,83	1,76	2,03	2,24	2,46	2,71	2,98	3,28
Current tax liability	0,04	-	0,07	-	0,26	0,00	0,00	0,00	0,00	0,00
Deferred tax liabilities	0,00	0,06	0,00	0,00	0,00	0,00	0,00	0,00	0,00	0,00
Provisions for other risks and loan commitments	0,53	0,62	0,54	0,50	0,50	0,59	0,62	0,64	0,65	0,66
Other non-financial liabilities	0,11	0,09	0,19	0,22	0,28	0,33	0,37	0,42	0,46	0,51
Total liabilities excluding financial liabilities to holders of fund units	82,50	97,03	121,90	131,01	140,75	158,13	163,38	170,16	176,27	182,96
Financial liabilities to holders of fund units	0,00	0,05	0,03	0,03	0,03	0,03	0,03	0,03	0,03	0,03
Tund units Total liabilities	82,51	97,08	121,94	131,04	140,77	158,16	163,40	170,19	176,29	182,98
Total Liabilities and Equity	91,72	107,49	132,50	140,51	153,07	170,60	177,96	186,83	195,23	202,56

Source: BRK Financial Group calculations and processing based on TLV annual financial statements

Capital Level and Risk-Weighted Exposure (million RON)



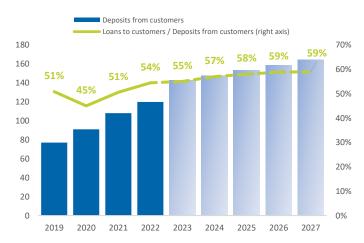
 $Source: \textit{BRK Financial Group calculations and processing based on TLV} \ annual \textit{financial statements}$

- As far as the distribution of dividends is concerned, we have considered for the period 2023 - 2027 an average dividend payout ratio of 45% of net profit, based on the company's historical dividend policy (detailed information can be found in the chapter "Dividend policy").
- Against the backdrop of the negative events that occurred this year at international level in the banking sector and at the request of the NBR, starting April 2023, Banca Transilvania issued bonds for the minimum own funds requirement and eligible liabilities (MREL). This measure contributes to permanently ensuring an optimal level of funds, distinct from customer deposits which are guaranteed by the Bank Deposit Guarantee Fund and listed on Euronext Dublin.
- Amid high demand for these bonds, in August Banca Transilvania increased its international MREL bond issue by EUR 190 million (interest 8.875%).



- Total liabilities are mainly represented by customer deposits, at 92% (average for the period 2019 June 2023). During the period under review, the level of liabilities increased to 140.77 bn. RON in June 2023, mainly due to the increase in customer deposits (to 127.43 bn. RON from 77.04 bn. RON in 2019).
- As of 30 June 2023, the largest share of total customer deposits comes from individuals in the form of savings (66%), while only 34% from legal entities.
- At the level of a bank, attracting deposits from customers is indispensable to sustain the credit need. Thus, Banca Transilvania continues to offer attractive yields (not taking into account the inflation rate) to encourage saving (according to the NBR, the interest rate on deposits is currently 6% compared to 1% on 10 November 2021).
- For the period 2023 2027, we expect an increase in deposits attracted from customers, based on an average loan-to-deposit ratio of 58%.

Evolution of customer deposits (Bn.RON)



 $Source: \textit{BRK Financial Group calculations} \ and \ processing \ based \ on \ TLV \ annual \ financial \ statements$

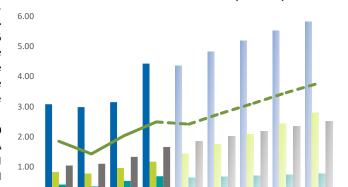
Profit and Loss Account

	Bn. RON								
	2019	2020	2021	2022	2023E	2024E	2025E	2026E	2027E
No. to the control of	2.07	2.00	244	4.42	4.26	4.02	5.40	5.53	5.02
Net interest income Net fee and commission income	3,07 0,82	2,98 0,78	3,14 0,96	4,43 1,17	4,36 1,44	4,82 1,74	5,18 2,08	5,52 2,43	5,82 2,80
Net trading income Net loss (-)/gain from financial assets measured at	0,41	0,35	0,53	0,69	0,63	0,67	0,70	0,73	0,77
fair value through other items of comprehensive	0,12	0,30	0,18	-0,12	0,17	0,17	0,17	0,17	0,17
income	0,12	0,30	0,18	-0,12	0,17	0,17	0,17	0,17	0,17
Net gain / loss (-) from financial assets which are									
required to be measured at fair value through	0,13	0,07	0,04	-0,02	0,11	0,11	0,11	0,11	0,11
profit or loss	0,13	0,07	0,0 .	0,02	0,11	0,11	0,11	0,11	0,11
Contribution to the Bank Deposit Guarantee Fund	_								
and to the Resolution Fund	-0,11	-0,07	-0,09	-0,15	-0,20	-0,21	-0,22	-0,23	-0,23
Other operating income	0,17	0,14	0,17	0,29	0,19	0,19	0,19	0,19	0,19
Operating income	4,61	4,54	4,93	6,28	6,70	7,49	8,21	8,93	9,62
Impairment or reversal of impairment on financial									
assets not measured at fair value through profit or	-0,29	-0,87	-0,39	-0,55	-0,58	-0,64	-0,67	-0,70	-0,73
loss									
	0,00	0,00	0,13	0,06	0,04	0,04	0,04	0,04	0,04
(Other) Provisions and reversal of provisions	-1,04	-1,10	-1,33	-1,66	-1,85	-2,02	-2,18	-2,35	-2,52
Personnel expenses	-0,31	-0,33	-0,36	-0,39	-0,42	-0,43	-0,45	-0,45	-0,47
Depreciation and amortization	-0,83	-0,62	-0,70	-0,94	-1,02	-1,14	-1,25	-1,36	-1,46
Other operating expenses	-2,48	-2,91	-2,64	-3,48	-3,83	-4,19	-4,51	-4,81	-5,13
Operating expenses	-0,29	-0,87	-0,39	-0,55	-0,58	-0,64	-0,67	-0,70	-0,73
Bargain gain	0,00	0,00	0,01	0,00	0,00	0,00	0,00	0,00	0,00
Profit before income tax	2,13	1,62	2,30	2,80	2,87	3,30	3,70	4,12	4,49
Income tax expense	-0,28	-0,20	-0,28	-0,31	-0,46	-0,53	-0,59	-0,66	-0,72
Net profit	1,85	1,42	2,02	2,49	2,41	2,77	3,11	3,46	3,77

Source: BRK Financial Group calculations and processing based on TLV annual financial statements



- The evolution of net interest income for Banca Transilvania at consolidated level during the period under review was positive, recording a compound annual growth of 13% (CAGR 2019-2022). However, 2022 was characterised by a substantial increase (+41% compared to 2021), exceeding the budgeted level (RON 4.33 bn), due to both the increase in the number of loans granted and the generalised increase in interest rates. This category of income represents the largest share of total operating income (on average 67%).
- As for net commission income, it followed a similar trend (CAGR 2019 2022 of 12%), exceeding the budgeted level on average by 25%. A number of factors, such as new digital solutions, growth in card transactions, speed and responsiveness in working systems and customer service and support, were behind these positive developments.
- Net trading income consists mainly of net foreign exchange trading income and net derivatives income. Over the period under review, the trend has been upwards, except for 2020, when it decreased by 16%



Evolution of main financial indicators (RON bn)

Source: BRK Financial Group calculations and processing based on TLV annual financial statements

2023

2024

2025

Personnel expenses

Net fee and commission income

Staff costs have a major impact on a bank, and over the last four years they have increased 1.6 times in 2022 compared to 2019, on the back of the expansion of the employee base, the increase in their benefits correlated to the inflation rate. We believe these increases are normal in an environment of continued business growth.

2019

Net profit

2020

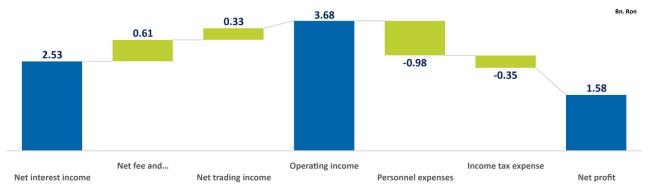
Net interest income

Net trading income

2021

2022

- The level of profitability is constantly increasing, with the exception of 2020, reaching 2.49 bn. RON at the end of 2020 from 1.85 bn. RON in 2019 (3y CAGR of 10%).
- We consider the forecast for the next 5 years for revenues and profitability at a higher level (more details in the section "Financial forecasts").



 $Source: \textit{BRK Financial Group calculations} \ and \ processing \ based \ on \ 2023 \ TLV \ half-year \ financial \ statements$

SWOT Analysis

High quality of the loan portfolio (NPL ratio below 3%).

LCR well above the required minimum level of 100%.

High profitability margins supporting the profitability of the business.

Attracting potential customers by emphasising the digitalisation process.

Business model with low funding complexity.

Changing customer behaviour.

Leading bank with a competitive advantage from a digitalisation

strategy perspective.

Growth through acquisitions.

SW

- Balancing the increase in wage bill with inflation.
- Cost/income above the EBA's threshold (<50%).
- New sources of funding to support lending levels other than deposits.
- Unfavourable state regulations in the banking sector.
- Financial-banking regulatory framework influenced by the tightening of macroeconomic balances.



Revenue and expenditure budget - consolidated level

- In the period 2020 2022, Banca Transilvania has a degree of achievement of the main budgeted financial indicators, above 100%. Although the realised level of expenses exceeds the budgeted level, the profit generated by BT Group is in the range of 118% 277% of the budgeted profit.
- For 2023, the Group expects net fee income to decrease slightly (-4%) compared to 2022, i.e. a net profit 6% below that achieved in 2022.

Degree of budget achievement

2020 2021 2022 118% Net interest income 124% 108% Net commission income 121% 133% 121% Net trading income 106% 131% 121% Contribution to the Guarantee 106% 105% 111% Fund Other income 93% 171% 136% **TOTAL REVENUES** 133% 119% 118% Staff expenditure Other operational expenditure 99% 100% 105% Depreciation expenses Other expenses 0% 100% **TOTAL EXPENDITURE 158**% 140% Net expenditure on impairment 91% 65% 152% adjustments 152% 113% **GROSS PROFIT** 267% **NET PROFIT** 277% 159% 118%

Revenue and expenditure budget 2023

	Mil. RON
Net interest income	4.334
Net commission income	1.117
Net trading income	580
Contribution to the Guarantee Fund	-91
Other income	172
TOTAL REVENUES	6.112
Staff expenditure	-1.590
Other operational expenditure	-861
Depreciation expenses	-387
Other expenses	-54
TOTAL EXPENDITURE	-2.892
Net expenditure on impairment	-622
adjustments	-622
GROSS PROFIT	2.598
NET PROFIT	2.337

Source: BRK Financial Group processing of TLV annual financial statements

Investment budget

The degree of realisation of investments in agencies and branches, digitisation, IT and security is in the range of 70% - 87% of the budgeted
amounts for the period 2020 - 2022, but decreasing year on year.

Mil. RON	2020	2021	2022	2023
Buildings - agencies and branches	47,93	64,6	108,62	54,38
IT investments and cards, of which:	182,8	234,49	333,81	293,12
Hardware IT	50,07	34,85	46,93	37,57
Software IT	114,11	167,1	230,7	172,74
Retail and cards, of which:	18,63	32,54	56,19	82,81
Hardware retail cards	8,8	12,56	11,71	10,97
Retail card software	9,82	19,98	44,48	71,84
Security	10,39	11,77	10,26	9,49
Cash processing centre	31,24	14,95	8,68	7,53
Digital initiatives	33,1	46,86	53,25	75,52
Other	17,61	28,21	41,55	19,09
Total investment including VAT	323,07	400,88	556,17	459,13

Source: BRK Financial Group processing of TLV annual financial statements



Board of Directors and Group Management

- Banca Transilvania is a joint stock company managed by the Board of Directors and the General Meeting of Shareholders. The Board of Directors consists of seven members, with a four-year term of office. It is also, in accordance with the specific regulations issued by the NBR, the body with guidance, coordination, supervision and control functions.
 - Horia Ciorcilă: this is his sixth consecutive mandate as Chairman of the Board since 2002.
 - Thomas Grasse: experience in 9 banks and companies in 7 countries.
 - Ivo Gueorguiev: experience in 12 banks worldwide.
 - Vasile Puşcaş: over 40 years of academic career, diplomat and consultant.
 - Mirela Bordea: over 40 years of experience in 7 institutions, banks and associations in Romania.
 - Lucyna Stanczak-Wuczynska: 26 years career in finance, relevant experience in management positions in Poland and UK.
 - Florin Predescu Vasvari: 15 years of consulting, business and academic experience.

Structure of the Board of Directors on 30.06.2023

Horia Ciorcilă	Chairman
Thomas Grasse	Vice-President
Ivo Gueorguiev	Independent Non-Executive Member
Vasile Pușcaș	Independent Non-Executive Member
Mirela Bordea	Independent Non-Executive Member
Lucyna Stanczak-Wuczynska	Independent Non-Executive Member
Florin Predescu Vasvari	Independent Non-Executive Member

Source: bancatransilvania.ro

- There are three committees of the Board of Directors: the Audit Committee, the Risk Management Committee and the Remuneration and Nomination Committee.
 - O Audit Committee: Ivo Gueorguiev (president), Thomas Grasse and Mirela Bordea.
 - o Risk Management Committee: Thomas Grasse (president), Ivo Gueorguiev and Florin Predescu Vasvari.
 - Remuneration and Nomination Committee: Vasile Puşcaş (president), Horia Ciorcilă and Ivo Gueorguiev.
- There are also other committees such as the Human Resources Committee, the Policy and Appropriations Approval Committee, the Assets and Liabilities Management Committee, the Leadership Committee, etc.
 - Human Resources Committee: Ömer Tetik, George Călinescu, Luminiţa Runcan, Leontin Toderici, Oana Ilaş, Tiberiu Moisă and Nevenca Doca.
 - o Policy and Appropriations Approval Committee: Ömer Tetik, Luminița Runcan, Oana Ilaș, Tiberiu Moisă, Cosmin Călin and Călin Bucur.
 - 🔻 Asset and Liability Management Committee : Ömer Tetik, George Călinescu, Luminița Runcan, Oana Ilaș, Tiberiu Moisă and Dragoș Banu.
- The executive management of the Bank is provided by:

Name	Function	Percentage held of the bank's share capital on 31.12.2022.
Tetik Ömer	CEO	0,174595%
Runcan Luminița	CRO	0,110399%
Toderici Leontin	COO	0,110417%
Călinescu George	CFO	0,022198%
Ilaş Oana	Deputy General Manager – Retail Banking	0,000070%
Moisă Tiberiu	Deputy General Manager Banking for SMEs	0,063291%

Source: TLV Annual Report 2022

At the same time, at the executive management level, following the approval received from the NBR for Mr. Bogdan Pleşuvescu for the position of Deputy General Manager - CLO (Chief Legal Officer), he became a member of the bank's senior management, exercising this capacity from the beginning of April 2023.



Banca Transilvania Group Team

 Over the last four years, the number of active employees has increased, reaching 11,256 employees at the end of 2022 from 9,690 employees at the end of 2019.

10,800 11,256 10,009 9,690 2019 2020 2021 2022

Source: BRK Financial Group processing of TLV annual financial statements

Dividend policy

- From 2016 to 2022, Banca Transilvania distributed dividends every year, with a payout ratio ranging from 18% to 67%. In the last seven years, the bank has paid dividends to shareholders for a cumulative amount of RON 5,650 million.
- The Board of Directors of Banca Transilvania has convened the OGMS for 29.09/02.10.2023 with the approval of the distribution of dividends in the amount of RON 902.46 million corresponding to a gross dividend of RON 1.13/share (record date: 23.10.2023, exdate: 20.10.2023 and payment date: 06.11.2023). At the same time, at this OGMS, the shareholders are also considering the approval of a bond issuance programme (maximum amount of EUR 1.5 million), i.e. the conduct of a public offering and/or private placements concerning the Bonds of the first tranche.

* At the time of review the dividend is only a proposal as per the OGMS called on 29-Sept/02-Oct-23

Year	Gross dividend (RON/share)	Dividend distribution rate	Date of registration	Date of payment
2021	0,1268	45%	6-Jun-22	16-Jun-22
2020	0,0792	42%	23-Sep-21	6-Oct-21
2019	0,1150	37%	5-Oct-20	16-Oct-20
2018	0,1700	67%	5-Jun-19	14-Jun-19
2017	0,1405	51%	5-Jun-18	15-Jun-18
2016	0,0601	18%	4-Aug-17	10-Aug-17
2015	0,3966	50%	31-May-16	17-Jun-16



Source: BVB, BRK Financial Group processing after TLV annual financial statements

Vektor Index and ESG

Vektor is the investor communication indicator for listed companies. It was calculated by ARIR (Romanian Association for Investor Relations)
for the first time in 2019 for the Regulated Market. The Vektor index methodology is based on four pillars: Communication of financial results,
ESG, Corporate Governance and Other instruments.

The Vektor indicator at the level of Banca Transilvania has recorded maximum values - score 10, in the last four years, indicating active communication in terms of investor relations.

- ESG (Environment, Social & Corporate Governance) refers to a set of principles and standards that guide and assess the environmental, social and governance activities and impacts of companies.
- The Chairman of the Risk Management Committee has ESG responsibilities, overseeing the implementation of the ESG strategy at the bank level, but also at the level of the GFBT, as well as the alignment of risk management policies with ESG standards.
- This project was initiated in 2020 by the Bursa de Valori Bucureşti together with Sustainalytics to calculate ESG ratings for listed companies.

At mid-year 2022 (20.06.2022), Banca Transilvania had the following ESG scores:							
ESG Risk Score 17	ESG Risk Ranking Score 24/376 top 8%	Exposure 36,8	Management 56,4	Momentum na			
				Source: bvbresearch			



Financial forecasts

Net interest income. Net fee and commission income.

- Over the last four years, interest income has recorded an average share of 9.10% of total loans granted by Banca Transilvania. We consider that a determining factor in the evolution of interest income is the number of loans granted and their value, so for the next period (2023 2027), we have considered the historical share of 9.10% in total loans granted, which has led to interest income averaging RON 8.04 billion. For the year 2023, we considered the level of interest expenses for the last 12 months (TTM) weighted to the estimated amount of interest income (39% share). We consider that in the period 2024 2027 this share decreases to 34% of interest income, against the background that the level of interest the bank pays will decrease over time.
- As for **net income from fees and commissions**, they have been on an upward trend (1.4x increase in 2022 compared to 2019). We expect the level of these net revenues to double in the coming years, on the back of the acceleration of remote banking and the increase in transaction volumes via BT apps. For the coming period, Banca Transilvania is planning to build the first 100% digital bank in Romania (the first steps have been taken around Idea::Bank, acquired in 2021).

	Bn. RON								
	2019	2020	2021	2022	2023E	2024E	2025E	2026E	2027E
Interest income	3,65	3,66	3,70	6,03	7,15	7,65	8,10	8,49	8,82
Interest expenses	-0,58	-0,68	-0,55	-1,61	-2,80	-2,83	-2,92	-2,97	-3,00
Net interest income	3,07	2,98	3,14	4,43	4,36	4,82	5,18	5,52	5,82
Income from fees and commissions	1,16	1,15	1,43	1,78	2,22	2,70	3,24	3,83	4,44
Expenses with fees and commissions	-0,34	-0,38	-0,47	-0,61	-0,78	-0,96	-1,17	-1,40	-1,64
Net income from fees and commissions	0,82	0,78	0,96	1,17	1,44	1,74	2,08	2,43	2,80

Source: BRK Financial Group calculations and processing according TLV annual/semiannual financial statements

Expenses with employees.

- Personnel costs represent the largest share in total operational expenses, with values ranging from 38% to 50%. In the last four years, the number of active employees of the bank increased by an average of 6%. The average gross salary in 2022 increased significantly (+26%) compared to the previous year, mainly due to their correlation with the level of inflation.
- Our forecasts for the next five years indicate an increase in personnel expenses up to 2.52 billion RON (2027), as a result of the following elements taken into account:
 - $\circ\quad$ Increasing the number of active employees with the average historical growth (6%).
 - The increase in the average monthly gross salary with the level of the inflation rate expected by the National Commission for Statistics and Forecast (NCSF)

	2019	2020	2021	2022	2023	2024	2025	2026	2027
No of active employees	9.690	10.009	10.800	11.256	11.916	12.614	13.353	14.136	14.964
YoY (%)	7%	3%	8%	4%	6%	6%	6%	6%	6%
Average monthly gross salary									
(thousands of lei)	7,53	7,78	8,15	10,29	11,05	11,56	11,95	12,26	12,55
Inflation rate					7%	5%	3%	3%	2%
Personnel expenses (million RON)	-1,04	-1,10	-1,33	-1,66	-1,85	-2,02	-2,18	-2,35	-2,52

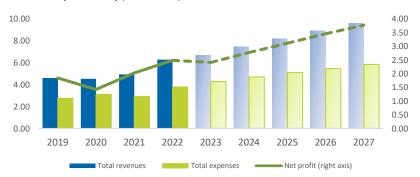
 $Source: \textit{BRK Financial Group calculations and processing according to TLV} \ annual \ financial \ statements$



Net Profit.

Taking into account the previous mentions regarding the components of operating revenues and expenses, our estimates count on a compound annual increase in net profit of 12% in the period 2023-2027, thus resulting in absolute values, an increase of 1.28 billion RON up, in 2027 compared to 2022.

The evolution of profitability (billion RON)



Source: BRK Financial Group calculations and processing according to TLV annual financial statements

The main indicators 2019 -2023E

	2019	2020	2021	2022	2023E
Adjusted price (RON/share)	16,95	16,16	20,39	17,65	20,88
No. Shares (Thousands)	798.658	798.658	798.658	798.658	798.658
Market capitalization (RON billion)	13,54	12,91	16,28	14,10	16,68
P/E	7,33x	9,07x	8,04x	5,66x	6,91x
P/S	2,59x	2,50x	2,88x	1,66x	1,67x
P/BV	1,47x	1,24x	1,54x	1,49x	1,34x
ROE	20%	14%	19%	26%	19%
ROA	2%	1%	2%	2%	1%

 $Source: \textit{BRK Financial Group calculations and processing according to TLV} \ annual \textit{financial statements}$

Prospects for the acquisition of OTP Bank România

• In the spring of this year, OPT Bank announced its intention to sell OTP Bank Romania, which has a market share of 2.8% on the local banking market. Currently, only Banca Transilvania and Raiffaisen Bank remain at the discussion table for a possible takeover. According to the latest information circulated in the press, at the end of September or the beginning of October, we will find out who remains in the running for this purchase.

Valuation

Our evaluation for Banca Transilvania is based both on the results obtained within the DDM financial model (Discounted Dividend Model) and on those obtained following the relative evaluation. Therefore, we estimate a target price of 25.15 RON/share, 15.49% above the closing price on September 15, 2023 (21.78 RON/share), which corresponds to a buy recommendation for TLV shares. The forwarded target price was obtained as a simple arithmetic average of the target prices obtained for each of the two valuation methods presented below.

Evaluation summary	
DDM target price (RON/share)	25,11
Price target peer multiples (RON/share)	25,20
Target price (RON/share)	25,15
Appreciation potential	15,49%

Source: BRK Financial Group calculations



DDM

- Within the DDM (Discounted Dividend Model) valuation model, we considered the following assumptions:
 - Discount rate of 7.71%, we related to the cost of equity according to Damodaran's calculations for the banking sector.
 - o Final value calculated as P/BV multiple of 1.2x.
 - Total equity ratio, on average 18% (we compared the average of this ratio in the period 2019 – 2022).
 - The total value of the risk-weighted exposure of 48%, the average over the last 4 years.
 - o Dividend distribution rate of 45%.

Assumptions	Model	Exit Multiple
Final value	P/BV	1,2x
Final value in the Model (Million		
RON)	22,69	
Tier 1 (average)	18%	
RWA	48%	
Cost of equity	8%	
No. Shares at the date of analysis		
(Million)	798,66	
Current price on 15.09.2023		
(RON/share)	annual financial sta	tements. Damodaran

Thousands. RON		31-Dec-23	31-Dec-24	31-Dec-25	31-Dec-26	31-Dec-27
Discount period		1,00	2,00	3,00	4,00	5,00
Bank net profit		2.122.727	2.440.922	2.737.622	3.045.189	3.319.287
Dividend distribution rate		45%	45%	45%	45%	45%
RWA		82.056.020	85.593.214	89.862.073	93.900.765	97.429.330
Dividends (cash flow)		902.456	955.227	1.098.415	1.231.930	1.370.335
PV Final value	15.649.939					
PV Dividends	4.400.792					
PV	20.050.730					
Target price (RON/share)	25,11					

 $Source: \textit{BRK Financial Group calculations using TLV} \ annual \ financial \ statements.$

Sensitivity analysis

Intrinsic value (RON/share)										
		Discount rate								
		9,7%	8,7%	7,7%	6,7%	5,7%				
Exit Multiple	0,8x	16,91	17,61	18,34	19,11	19,93				
	1,0x	20,00	20,84	21,72	22,66	23,64				
	1,2x	23,08	24,07	25,11	26,20	27,36				
	1,4x	26,17	27,30	28,49	29,75	31,07				
	1,6x	29,25	30,53	31,87	33,29	34,79				

 $Source: \textit{BRK Financial Group calculations using annual financial statements TLV, Damodaran, Capital \textit{IQ}} \\$



Relative valuation

- In terms of this valuation method we used for comparison a group of worldwide banks, similar in terms of activity, for which we calculated price multiples P/S, P/BV and P/E. Regarding P/S and P/E price multiples, the TLV shares that are the subject of this analysis are at attractive levels compared to similar companies in the banking sector.
- The target price of 25.20 lei/share was calculated taking into account the average values obtained on each price multiple based on the estimated financial data for the year 2023.

		Market data		Financial da	ata (2023E)	Valuation (2023E)			
		Price	Shares	Market Capitalisation	Turn over	Net profit	P/S	P/BV	P/E
Company Name	Denumire tara	(€/share.)	(Mil.)	(Mil. €)	(Mil. €)	(Mil. €)	x	x	х
Addiko Bank AG	Austria	12,850	19,42	249,61	268,66	36,50	0,93x	NA	6,84x
Alior Bank S.A.	Poland	11,226	130,55	1.465,60	1.163,79	360,69	1,26x	na	4,06x
Bank Handlowy w Warszawie S.A.	Poland	18,674	130,66	2.439,89	965,11	459,29	2,53x	1,08x	5,31x
Bank Millennium S.A.	Poland	1,210	1.213,12	1.467,83	1.488,18	646,65	0,99x	0,98x	2,27x
Bank Ochrony Srodowiska S.A.	Poland	1,832	92,91	170,25	218,06	39,55	0,78x	na	4,30x
Bank of Montreal	Canada	78,716	716,76	56.420,53	21.665,88	5.935,02	2,60x	1,21x	9,51x
Bank Polska Kasa Opieki S.A.	Poland	21,862	262,47	5.738,20	3.013,57	1.113,92	1,90x	0,96x	5,15x
Banque Cantonale Vaudoise	Switzerland	100,019	85,88	8.589,86	1.147,16	NA	7,49x	2,17x	na
Bendigo and Adelaide Bank Limited	Australia	5,276	565,90	2.985,52	1.254,08	380,96	2,38x	na	7,84x
BNP Paribas Bank Polska S.A.	Poland	13,366	147,68	1.973,91	1.469,28	260,09	1,34x	na	7,59x
Erste Group Bank AG	Austria	33,240	407,43	13.543,03	10.294,46	2.722,48	1,32x	na	4,97x
Glarner Kantonalbank	Switzerland	25,096	13,50	338,80	109,14	28,83	3,10x	na	11,75x
Graubündner Kantonalbank	Switzerland	1.720,131	2,49	4.287,36	500,44	NA	8,57x	1,52x	na
ING Bank Slaski S.A.	Poland	40,623	130,08	5.284,08	2.057,87	804,38	2,57x	1,53x	6,57x
Intesa Sanpaolo S.p.A.	Italy	2,392	18.273,72	43.701,61	24.887,67	7.309,20	1,76x	na	5,98x
Komercní banka, a.s.	Czechia	28,776	188,86	5.434,55	1.558,58	664,54	3,49x	1,00x	8,18x
Liechtensteinische Landesbank Aktiengesellschaft	Liechtenstein	63,054	30,66	1.933,34	547,61	167,84	3,53x	0,84x	11,52x
mBank S.A.	Poland	89,218	42,47	3.788,67	2.115,69	857,12	1,79x	1,11x	4,42x
MONETA Money Bank, a.s.	Czechia	3,417	511,00	1.746,04	510,38	199,70	3,42x	1,33x	8,74x
Nova Ljubljanska Banka d.d.	Slovenia	75,000	20,00	1.500,00	1.073,09	462,00	1,40x	na	3,25x
OTP Bank Nyrt.	Hungary	36,274	279,41	10.135,52	5.206,62	1.989,91	1,95x	0,98x	5,09x
Patria Bank SA	Romania	0,017	3.278,81	55,16	44,57	NA	1,24x	0,84x	na
Santander Bank Polska S.A.	Poland	77,883	102,19	7.958,83	3.176,65	953,02	2,51x	1,10x	8,35x
St. Galler Kantonalbank AG	Switzerland	519,176	5,98	3.106,54	619,96	223,32	5,01x	1,02x	13,91x
The Bank of Nova Scotia	Canada	43,957	1.205,34	52.983,69	22.403,79	5.887,90	2,36x	1,12x	9,00x
Thurgauer Kantonalbank	Switzerland	129,141	20,00	2.582,81	442,43	169,61	5,84x	0,94x	15,23x
Valiant Holding AG	Switzerland	98,293	15,79	1.552,29	526,88	140,69	2,95x	na	11,03x
Min					44,57	28,83	0,8x	0,8x	2,3x
Average					4.027,02	1.325,55	2,8x		
Median					1.163,79		2,4x		
Max					24.887,67	7.309,20	8,6x	2,2x	15,2x

Source: calculations by BRK Financial Group, Capital IQ

Investment Research Disclaimer

Buy: Share price may exceed 15% over the next 12 months

Hold: Share price may fall within the range of +/- 15% over the next 12 months

Sell: Share price may fall by more than 15% over the next 12 months

Restricted: Sharing of financial forecasts, target price or recommendation for a financial instrument is temporary restricted based on compliance (exconflicts of interest)

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