

## **BT financial results as of March 31, 2025**

### **Banca Transilvania, significant increase in operational activity and contribution to strengthening the banking system in Romania and the Republic of Moldova**

\*Banca Transilvania's activity in the first quarter of 2025 and in 2024 includes some one-offs, such as the merger of Banca Transilvania with OTP Bank Romania (March 2025), which impacts the 2025 figures and influences the relevance of comparison with 2024.

[Banca Transilvania](#) started the year with good results, with an increase in operational activity and transactions, as well as a good pace of attracting new customers.

The bank's operations recorded a significant increase: +16% in the number of processed transactions for retail segment and companies, compared with Q1 2024.

At the same time, the bank gained almost 130,000 new customers in the first three months of the year, of which 119,000 are retail clients and around 12,000 are companies, without the clients integrated from OTP Bank Romania. Hence, BT reached almost 4.8 million active clients as of March 31, 2025.

The bank's gross loan balance shows an increase of RON 12.7 billion, +14.7% compared with December 2024 following the integration of the OTP Bank Romania portfolio and the increase of the granted loans' volume. Deposits of the bank's customers increased to RON 160.1 billion, +6.2% compared with December 2024. Retail clients' deposits amounted to RON 104.3 billion while corporates' deposits reached RON 55.9 billion.

For the BT Group, the first quarter also saw the completion of two bank integrations, in Romania and the Republic of Moldova, with the merger of Banca Transilvania with OTP Bank, and of Victoriabank with BCR Chisinau. These mergers impacted positively the BT Group's assets, which reached RON 206.8 billion as of March 2025. The Bank's assets posted a 6.7% year-to-date increase and amounted to RON 196.7 billion.

Consolidated net profit reached RON 877 million. The contribution of subsidiaries and equity holdings to the BT Group's profitability amounted to RON 120.8 million in the first quarter of 2025. Of the BT Group's profit, the Bank's profit accounted for 86%, reaching RON 756 million. The bank's profit includes only one month's revenues (March 2025) related to the OTP Bank Romania portfolio (amounting to RON 65 million). Thus, Banca Transilvania's profit does not

include revenues amounting to RON 138 million recorded by OTP Bank Romania in January and February 2025.

"BT continues the accelerated growth of its operational activity and the sustained pace in attracting new customers, thus strengthening our market position. Beyond the past and present gains from the transaction with OTP Bank Romania, the merger brings us significant synergies and opportunities for the future, even if, in the short term, it impacted this quarter's results - both by only including one month of OTP revenues in the figures and due to merger related expenses. In addition, the good pace at which we are attracting new customers will be reflected in revenues in the next quarters. Based on the trends observed during the first quarter, we have a high level of confidence that the bank and BT Group will deliver results in line with the budget that we have assumed in front of our shareholders. On the other hand, we are looking carefully at the macroeconomic landscape, expecting the political uncertainties to come to an end and structural reforms be implemented, thus helping the country continue its sustained growth and reach its potential. Romania has a much more developed economy compared with previous years, which makes us confident that we will get through this challenging period" - states Ömer Tetik, CEO, Banca Transilvania.

#### **45% of the 2024 gross profit distributed as dividends to shareholders**

At the end of March 2025, Banca Transilvania had 79% Romanian shareholding, more than 67,000 direct shareholders and more than 8 million indirect shareholders, considering that Pension Funds hold around 28% of the bank's shares. At the General Shareholders' Meeting in April 2025, shareholders approved BT's Board of Directors' proposal to distribute the profit for 2024 by granting a gross dividend amounting to RON 1.73/share and to increase the share capital by RON 1.7 billion by issuing 173 million shares. BT will grant to the shareholders dividends amounting to RON 1.6 billion, with a yield of around 6%.

#### **Other financial details:**

- The cost-to-income ratio recorded a level of 47.42% in the first quarter, considering an annualized impact of the contribution to the Bank Deposits Guarantee Fund and to the Resolution Fund.
- The gross loans-to-deposits ratio reached 61.76%, +4.6 pp (percentage points) compared with 31 December 2024.
- The bank's net interest income is +15.9% higher, when compared with Q1/2024.

- Backed by the growth of the BT's business, net fee and commission income posted a 9.7% increase vs Q1/2024.
- The NPL ratio is 2.52% as of 31 March 2025.
- The capital adequacy ratio, as of 31 March 2025, is 19.76% at individual level.

### **Evolution of the main business lines**

- Banca Transilvania reached 7.4 million cards in its portfolio and the number of purchases made with the cards is +19% higher than in the same period of 2024. BT Group launched three cards in the first quarter of 2025: [BT Visa Platinum Debit](#) for Premium Banking customers, [BT Visa UNTOLD](#) in physical format and [the Dedeman Direct Card](#) for BT Direct customers.
- Nearly 5,400 people bought a house with a loan obtained from BT in the first three months of the year, new production thus reaching ~RON 1.6 billion during this quarter. The balance of mortgage loans amounts to RON 24.5 billion at BT Group level, +1.9% compared with 31 March 2024 (not including OTP), having a 24% share in the total loan portfolio.
- BT reached 150,000 Premium Banking customers and almost 6,000 Private Banking customers. At the end of the first quarter of 2025, the Private Banking customers' assets managed by the bank exceeded the EUR 3 billion threshold, +12% compared with 31 December 2024. Almost half of these assets are the assets of Private Banking clients in Bucharest.
- The balance of loans granted to corporate clients, at BT level, amounted to around RON 58.6 billion, +12% compared with 31 December 2024 (including OTP).
- RON 7.4 billion represents the new production of loans granted to companies in the first quarter of the year, + 9% compared with the same period of last year.

### **BT solutions for the Romanians living abroad**

10% of the people who became customers of the bank during January - March 2025, through BT Pay, live or study abroad, most of them in the UK, Republic of Moldova, Italy, Germany and Spain. The bank also launched the [BT Pay Italia](#) app in March 2025 to support the financial connection of family members and to help Romanians, regardless of the country where they are located, to be financially inclusive.

### **Banca Transilvania | Communication and Public Relations**

**For investors and shareholders:** investors wishing to participate in the videoconference related to the financial results for Q1 2025, organized by Banca Transilvania on May 20, 2025, starting at 16:00 (Romanian time), are required to send a request by email ([investor.relations@btr.ro](mailto:investor.relations@btr.ro)). The report for Q1 / 2025, prepared in accordance with the provisions of Art. 69 of Law No. 24 of 2017 on issuers of financial instruments and market operations (including information in editable format), is available on the BT [website/Investor Relations](#), starting with May 14, at 18:00. The financial statements as at March 31, 2025 and March 31, 2024 are unaudited and unreviewed, and those as at December 31, 2024 are audited.

**Contact details:** [comunicare@btr.ro](mailto:comunicare@btr.ro) (for mass-media); [investor.relations@btr.ro](mailto:investor.relations@btr.ro) (for investors and shareholders)

**Banca Transilvania S.A.**  
**LEI CODE: 549300RG3H390KEL8896**

**INTERIM CONDENSED CONSOLIDATED AND SEPARATE  
FINANCIAL STATEMENTS**

**As at March 31, 2025**

# **Banca Transilvania S.A.**

## **CONTENTS**

Interim Consolidated and Separate Statement of Profit or Loss	1
Interim Consolidated and Separate Statement of Comprehensive Income	2
Interim Consolidated and Separate Statement of Financial Position	3-4
Interim Consolidated and Separate Statement of Changes in Equity	5-8
Interim Consolidated and Separate Statement of Cash Flows	9-10
Notes to the Interim Condensed Consolidated and Separate Financial Statements	11-56

# Banca Transilvania S.A.

## Interim Consolidated and Separate Statement of Profit or Loss

For the three-month period ended March 31

	Notes	Group		Bank	
		31-03-2025 RON thousand	31-03-2024 RON thousand	31-03-2025 RON thousand	31-03-2024 RON thousand
Interest income calculated using the effective interest method		2,940,835	2,474,027	2,598,668	2,336,933
Other interest like income		156,202	116,359	-	8,084
Interest expense calculated using the effective interest method		(1,131,754)	(1,044,603)	(1,059,405)	(1,016,830)
Other interest like expense		(3,761)	(2,805)	(4,091)	(3,455)
<b>Net interest income</b>	5	<b>1,961,522</b>	<b>1,542,978</b>	<b>1,535,172</b>	<b>1,324,732</b>
Fee and commission income		640,797	546,042	540,034	473,766
Fee and commission expense		(258,512)	(208,361)	(215,383)	(177,837)
<b>Net fee and commission income</b>	6	<b>382,285</b>	<b>337,681</b>	<b>324,651</b>	<b>295,929</b>
Net trading income	7	244,597	190,861	183,928	156,523
Net gain / loss (-) from financial assets measured at fair value through other items of comprehensive income	8	3,757	61,884	3,745	60,673
Net gain / loss (-) from financial assets which are required to be measured at fair value through profit and loss	9	42,969	44,223	63,862	60,228
Contribution to the Bank Deposit Guarantee Fund and to the Resolution Fund	10	(96,116)	(71,294)	(91,665)	(64,671)
Other operating income	11	118,903	109,658	110,029	76,604
<b>Operating income</b>		<b>2,657,917</b>	<b>2,215,991</b>	<b>2,129,722</b>	<b>1,910,018</b>
(Impairment) or reversal of impairment on financial assets not measured at fair value through profit or loss	12(a)	(293,231)	(7,510)	(245,936)	42,535
Other Provisions and reversal of provisions	12(b)	2,327	4,569	1,374	3,424
Personnel expenses	13	(722,071)	(579,873)	(576,793)	(482,113)
Depreciation and amortization		(136,726)	(119,284)	(111,250)	(104,195)
Other operating expenses	14	(496,529)	(338,428)	(354,384)	(297,041)
<b>Operating expenses</b>		<b>(1,646,230)</b>	<b>(1,040,526)</b>	<b>(1,286,989)</b>	<b>(837,390)</b>
<b>Bargain gain</b>		-	<b>132,690</b>	-	-
<b>Profit before income tax</b>		<b>1,011,687</b>	<b>1,308,155</b>	<b>842,733</b>	<b>1,072,628</b>
Income tax expense (-)	15	(134,651)	(175,748)	(86,447)	(159,388)
<b>Net profit for the period</b>		<b>877,036</b>	<b>1,132,407</b>	<b>756,286</b>	<b>913,240</b>
<b>Net Profit of the Group attributable to:</b>					
Equity holders of the Bank		857,760	1,051,941	-	-
Non-controlling interests		19,276	80,466	-	-
<b>Net Profit for the period</b>		<b>877,036</b>	<b>1,132,407</b>	<b>756,286</b>	<b>913,240</b>
<b>Basic earnings per share</b>		<b>0.7882</b>	<b>0.9657</b>	-	-
<b>Diluted earnings per share</b>		<b>0.7882</b>	<b>0.9675</b>	-	-

# Banca Transilvania S.A.

## Interim Consolidated and Separate Statement of Comprehensive Income

For the three-month period ended March 31

Notes	Group		Bank	
	31-03-2025	31-03-2024	31-03-2025	31-03-2024
	RON thousand	RON thousand	RON thousand	RON thousand
Net Profit for the year	877,036	1,132,407	756,286	913,240
Items which are or may be reclassified to profit or loss	167,108	47,604	169,913	34,878
<i>Fair value reserve (financial assets measured at fair value through other items of comprehensive income), of which:</i>	204,572	46,102	202,377	42,056
Net loss (-) / gain from disposal of financial assets measured at fair value through other items of comprehensive income, transferred to profit or loss account	(3,757)	(61,884)	(3,745)	(60,673)
Fair value changes of financial assets measured at fair value through other items of comprehensive income	208,329	107,986	206,122	-
Translation of financial information of foreign operations to presentation currency	(5,112)	10,176	(34)	48
Income tax on items which are or may be reclassified to profit or loss	(32,352)	(8,674)	(32,430)	(7,226)
<b>Total comprehensive income for the period</b>	<b>1,044,144</b>	<b>1,180,011</b>	<b>926,199</b>	<b>948,118</b>
<b>Total comprehensive income attributable to:</b>				
Equity holders of the Bank	1,024,868	1,099,545	-	-
Non-controlling interest	19,276	80,466	-	-
<b>Total comprehensive income for the period</b>	<b>1,044,144</b>	<b>1,180,011</b>	<b>926,199</b>	<b>948,118</b>

The interim condensed consolidated and separate financial statements were approved by the Board of Directors on May 14, 2025 and were signed on its behalf by:

Ömer TETIK  
Chief Executive Officer

George CĂLINESCU  
Deputy Chief Executive Officer - CFO

# Banca Transilvania S.A.

## Interim Consolidated and Separate Statement of Financial Position

	Notes	Group		Bank	
		31-03-2025 RON thousand	31-12-2024 RON thousand	31-03-2025 RON thousand	31-12-2024 RON thousand
<b>Assets</b>					
Cash and current accounts with Central Banks	16	23,874,003	21,950,170	21,563,541	16,908,360
Derivatives		138,824	173,030	138,824	155,572
Financial assets held for trading	18	411,584	389,817	18,160	17,833
Financial assets which are required to be measured at fair value through profit or loss	18	1,468,698	1,469,014	2,074,873	2,015,434
Financial assets measured at fair value through other items of comprehensive income	21	43,122,535	43,977,335	42,474,469	43,151,498
- of which pledged securities (repo agreements)		1,358,595	162,603	1,358,595	162,603
Financial assets at amortized cost - of which:		128,075,652	129,222,934	126,131,252	116,391,887
- Placements with banks and public institutions	17	8,874,808	13,714,870	7,748,689	13,612,057
- Loans and advances to customers	19	92,153,962	90,779,626	93,417,338	81,389,989
- Debt instruments	21	24,742,038	22,401,071	22,834,008	19,376,763
- of which pledged debt instruments (repo agreements)		70,954	38,872	70,954	-
- Other financial assets	22	2,304,844	2,327,367	2,131,217	2,013,078
Finance lease receivables	20	5,598,084	5,590,236	-	-
Investments in subsidiaries		23,163	23,315	1,178,449	2,644,703
Investment in associates		-	-	-	-
Property and equipment and investment property		1,645,871	1,655,373	1,179,324	829,734
Intangible assets		947,249	973,222	761,832	747,305
Goodwill		156,917	156,915	-	-
Right-of-use assets		565,872	586,634	540,452	769,195
Current tax receivables		-	-	-	-
Deferred tax assets		402,360	462,239	378,610	388,277
Other non-financial assets	23	377,198	405,244	252,784	244,114
<b>Total assets</b>		<b>206,808,010</b>	<b>207,035,478</b>	<b>196,692,570</b>	<b>184,263,912</b>

# Banca Transilvania S.A.

## Interim Consolidated and Separate Statement of Financial Position *(continued)*

	Notes	Group		Bank	
		31-03-2025 RON thousand	31-12-2024 RON thousand	31-03-2025 RON thousand	31-12-2024 RON thousand
<b>Liabilities</b>					
Derivatives		174,127	235,322	174,490	235,283
Deposits from banks	24	502,637	951,155	515,925	1,173,778
Deposits from customers	25	165,435,051	167,869,266	160,121,200	150,785,254
Loans from banks and other financial institutions	26	13,494,889	12,237,716	12,615,760	11,209,491
Subordinated liabilities	27	2,579,413	2,530,535	2,451,805	2,405,137
Lease liabilities		589,248	617,498	565,191	747,857
Other financial liabilities	29	4,380,577	3,767,710	3,536,325	2,582,891
Current tax liability		127,506	215,042	102,414	184,341
Provisions for other risks and loan commitments	28	756,602	827,438	654,924	500,112
Other non-financial liabilities	30	299,427	312,973	238,610	220,663
<b>Total liabilities excluding financial liabilities to holders of fund units</b>		<b>188,339,477</b>	<b>189,564,655</b>	<b>180,976,644</b>	<b>170,044,807</b>
Financial liabilities to holders of fund units		36,022	34,250	-	-
<b>Total liabilities</b>		<b>188,375,499</b>	<b>189,598,905</b>	<b>180,976,644</b>	<b>170,044,807</b>
<b>Equity</b>					
Share capital		9,255,300	9,255,300	9,255,300	9,255,300
Treasury shares		(98,101)	(39,528)	(82,814)	(24,241)
Share premiums		28,110	32,033	28,614	28,614
Retained earnings		8,500,264	7,616,536	6,661,990	5,281,983
Revaluation reserves from tangible assets		45,541	44,426	29,579	31,369
Reserves on financial assets measured at fair value through other items of comprehensive income		(1,488,065)	(1,659,839)	(1,507,000)	(1,676,942)
Other reserves		1,371,110	1,368,612	1,330,257	1,323,022
<b>Total equity attributable to equity holders of the Bank</b>		<b>17,614,159</b>	<b>16,617,540</b>	<b>15,715,926</b>	<b>14,219,105</b>
Non-controlling interest		818,352	819,033	-	-
<b>Total equity</b>		<b>18,432,511</b>	<b>17,436,573</b>	<b>15,715,926</b>	<b>14,219,105</b>
<b>Total liabilities and equity</b>		<b>206,808,010</b>	<b>207,035,478</b>	<b>196,692,570</b>	<b>184,263,912</b>

The interim condensed consolidated and separate financial statements were approved by the Board of Directors on May 14, 2025 and were signed on its behalf by:

Ömer TETIK  
Chief Executive Officer

George CĂLINESCU  
Deputy Chief Executive Officer - CFO

# Banca Transilvania S.A.

## Interim Consolidated Statement of Changes in Equity

For the three-month period ended March 31, 2025

Group	Notes	Attributable to the equity holders of the Bank									Total
		Share capital	Treasury shares	Share premiums	Revaluation reserves	Reserves from financial assets measured at fair value through other items of comprehensive income	Other reserves	Retained earnings	Total attributable to the equity holders of the Bank	Non-controlling interest	
<i>In RON thousand</i>											
<b>Balance as at January 01, 2025</b>		<b>9,255,300</b>	<b>(39,528)</b>	<b>32,033</b>	<b>44,426</b>	<b>(1,659,839)</b>	<b>1,368,612</b>	<b>7,616,536</b>	<b>16,617,540</b>	<b>819,033</b>	<b>17,436,573</b>
Profit for the period		-	-	-	-	-	-	857,760	<b>857,760</b>	19,276	<b>877,036</b>
Gain from fair value changes of financial assets measured at fair value through other items of comprehensive income, net of deferred tax		-	-	-	-	171,774	-	-	<b>171,774</b>	-	<b>171,774</b>
Revaluation of property and equipment, intangible assets, net of tax		-	-	-	(1,791)	-	-	1,791	-	-	-
Foreign currency translation of foreign operations		-	-	-	-	-	-	(4,666)	<b>(4,666)</b>	-	<b>(4,666)</b>
<b>Total comprehensive income for the period</b>		-	-	-	<b>(1,791)</b>	<b>171,774</b>	-	<b>854,885</b>	<b>1,024,868</b>	<b>19,276</b>	<b>1,044,144</b>
<b>Contributions of/distributions to the shareholders</b>											
Distribution to statutory reserves		-	-	-	-	-	-	-	-	-	-
Acquisition of treasury shares		-	(58,573)	-	-	-	-	-	<b>(58,573)</b>	-	<b>(58,573)</b>
SOP 2024 Scheme		-	-	-	-	-	-	46,660	<b>46,660</b>	-	<b>46,660</b>
Transfer of retained earnings to liabilities to holders of fund units		-	-	-	-	-	-	(777)	<b>(777)</b>	-	<b>(777)</b>
Other adjustments		-	-	(3,923)	2,906	-	2,498	(17,040)	<b>(15,559)</b>	(19,957)	<b>(35,516)</b>
<b>Total contributions of/distributions to the</b>		-	<b>(58,573)</b>	<b>(3,923)</b>	<b>2,906</b>	-	<b>2,498</b>	<b>28,843</b>	<b>(28,249)</b>	<b>(19,957)</b>	<b>(48,206)</b>
<b>Balance as at March 31, 2025</b>		<b>9,255,300</b>	<b>(98,101)</b>	<b>28,110</b>	<b>45,541</b>	<b>(1,488,065)</b>	<b>1,371,110</b>	<b>8,500,264</b>	<b>17,614,159</b>	<b>818,352</b>	<b>18,432,511</b>

# Banca Transilvania S.A.

## Interim Consolidated Statement of Changes in Equity *(continued)*

For the three-month period ended March 31, 2024

Group	Notes	Attributable to the equity holders of the Bank									
		Share capital	Treasury shares	Share premiums	Revaluation reserves	Reserves from financial assets measured at fair value through other items of comprehensive income	Other reserves	Retained earnings	Total attributable to the equity holders of the Bank	Non-controlling interest	Total
<i>In RON thousand</i>											
<b>Balance as at January 01, 2024</b>		<b>8,073,083</b>	<b>(28,269)</b>	<b>31,235</b>	<b>43,839</b>	<b>(1,488,214)</b>	<b>1,147,889</b>	<b>5,444,429</b>	<b>13,223,992</b>	<b>672,516</b>	<b>13,896,508</b>
Profit for the period		-	-	-	-	-	-	1,051,941	<b>1,051,941</b>	80,466	<b>1,132,407</b>
Gain from fair value changes of financial assets measured at fair value through other items of comprehensive income, net of deferred tax		-	-	-	-	38,207	-	-	<b>38,207</b>	-	<b>38,207</b>
Revaluation of property and equipment, intangible assets, net of tax		-	-	-	-	-	-	-	-	-	-
Retained earnings from revaluation reserves		-	-	-	(1,243)	-	-	1,243	-	-	-
Foreign currency translation of foreign operations		-	-	-	-	-	-	9,397	<b>9,397</b>	-	<b>9,397</b>
<b>Total comprehensive income for the period</b>		-	-	-	<b>(1,243)</b>	<b>38,207</b>	-	<b>1,062,581</b>	<b>1,099,545</b>	<b>80,466</b>	<b>1,180,011</b>
<b>Contributions of/distributions to the shareholders</b>											
Distribution to statutory reserves		-	-	-	-	-	-	-	-	-	-
Acquisition of treasury shares		-	(33,846)	-	-	-	-	-	<b>(33,846)</b>	-	<b>(33,846)</b>
SOP 2023 Scheme		-	-	-	-	-	-	36,086	<b>36,086</b>	-	<b>36,086</b>
Transfer of retained earnings to liabilities to holders of fund units		-	-	-	-	-	-	909	<b>909</b>	-	<b>909</b>
Other adjustments		-	-	-	13	-	(2)	746	<b>757</b>	10,342	<b>11,099</b>
<b>Total contributions of/distributions to the</b>		-	<b>(33,846)</b>	-	<b>13</b>	-	<b>(2)</b>	<b>37,741</b>	<b>3,906</b>	<b>10,342</b>	<b>14,248</b>
<b>Balance as at March 31, 2024</b>		<b>8,073,083</b>	<b>(62,115)</b>	<b>31,235</b>	<b>42,609</b>	<b>(1,450,007)</b>	<b>1,147,887</b>	<b>6,544,751</b>	<b>14,327,443</b>	<b>763,324</b>	<b>15,090,767</b>

# Banca Transilvania S.A.

## Interim Separate Statement of Changes in Equity *(continued)*

For the three-month period ended March 31, 2025

Bank	Notes	Attributable to the equity holders of the Bank						Retained earnings	Total
		Share capital	Treasury shares	Share premiums	Revaluation reserves	Reserves from financial assets measured at fair value through other items of comprehensive income	Other reserves		
<i>In RON thousand</i>									
<b>Balance as at January 01, 2025</b>		<b>9,255,300</b>	<b>(24,241)</b>	<b>28,614</b>	<b>31,369</b>	<b>(1,676,942)</b>	<b>1,323,022</b>	<b>5,281,983</b>	<b>14,219,105</b>
Profit for the period		-	-	-	-	-	-	756,286	756,286
Gain from fair value changes of financial assets measured at fair value through other items of comprehensive income, net of deferred tax		-	-	-	-	169,942	-	-	169,942
Retained earnings from revaluation reserves		-	-	-	(1,790)	-	-	1,790	-
Other items of comprehensive income, net of tax		-	-	-	-	-	-	(29)	(29)
<b>Statement of comprehensive income for the period</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,790)</b>	<b>169,942</b>	<b>-</b>	<b>758,047</b>	<b>926,199</b>
<b>Contributions of/distributions to the shareholders</b>									
Acquisition of treasury shares		-	(58,573)	-	-	-	-	-	(58,573)
SOP 2024 Scheme		-	-	-	-	-	-	46,660	46,660
Other adjustments		-	-	-	-	-	7,235	575,300	582,535
<b>Total contributions of/distributions to the shareholders</b>		<b>-</b>	<b>(58,573)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,235</b>	<b>621,960</b>	<b>570,622</b>
<b>Balance as at March 31, 2025</b>		<b>9,255,300</b>	<b>(82,814)</b>	<b>28,614</b>	<b>29,579</b>	<b>(1,507,000)</b>	<b>1,330,257</b>	<b>6,661,990</b>	<b>15,715,926</b>

# Banca Transilvania S.A.

## Interim Separate Statement of Changes in Equity *(continued)*

For the three-month period ended March 31, 2024

Bank	Notes	Attributable to the equity holders of the Bank							Total
		Share capital	Treasury shares	Share premiums	Revaluation reserves	Reserves from financial assets measured at fair value through other items of comprehensive income	Other reserves	Retained earnings	
<i>In RON thousand</i>									
<b>Balance as at January 01, 2024</b>		<b>8,073,083</b>	<b>(12,982)</b>	<b>28,614</b>	<b>28,738</b>	<b>(1,498,237)</b>	<b>1,115,023</b>	<b>4,095,127</b>	<b>11,829,366</b>
Profit for the period		-	-	-	-	-	-	913,240	<b>913,240</b>
Gain from fair value changes of financial assets measured at fair value through other items of comprehensive income, net of deferred tax		-	-	-	-	34,837	-	-	<b>34,837</b>
Retained earnings from revaluation reserves		-	-	-	(1,243)	-	-	1,243	-
Other items of comprehensive income, net of tax		-	-	-	-	-	-	41	<b>41</b>
<b>Statement of comprehensive income for the period</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,243)</b>	<b>34,837</b>	<b>-</b>	<b>914,524</b>	<b>948,118</b>
<b>Contributions of/distributions to the shareholders</b>									
Acquisition of treasury shares		-	(33,846)	-	-	-	-	-	<b>(33,846)</b>
SOP 2023 Scheme		-	-	-	-	-	-	36,086	<b>36,086</b>
<b>Total contributions of/distributions to the shareholders</b>		<b>-</b>	<b>(33,846)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>36,086</b>	<b>2,240</b>
<b>Balance as at March 31, 2024</b>		<b>8,073,083</b>	<b>(46,828)</b>	<b>28,614</b>	<b>27,495</b>	<b>(1,463,400)</b>	<b>1,115,023</b>	<b>5,045,737</b>	<b>12,779,724</b>

# Banca Transilvania S.A.

## Interim Consolidated and Separate Statement of Cash Flows

For the three-month period ended March 31

In RON thousand	Notes	Group		Bank	
		31-03-2025	31-03-2024	31-03-2025	31-03-2024
<b>Cash-flow from operating activities</b>					
Profit for the year		<b>877,036</b>	<b>1,132,407</b>	<b>756,286</b>	<b>913,240</b>
<b>Adjustments for:</b>					
Depreciation and amortization		136,726	119,284	111,250	104,195
Impairment allowance, expected losses and write-offs of financial assets, provisions for other risks and loan commitments		322,336	42,580	270,472	(8,988)
Adjustment of financial assets at fair value through profit or loss		(42,969)	(44,223)	(63,862)	(60,228)
Income tax expense		134,651	175,748	86,447	159,388
Interest income		(3,097,037)	(2,590,386)	(2,598,668)	(2,345,017)
Interest expense		1,135,515	1,047,408	1,063,496	1,020,285
Other adjustments		(280,648)	38,640	(222,078)	63,037
<b>Net profit adjusted with non-monetary elements</b>		<b>(814,390)</b>	<b>(78,542)</b>	<b>(596,657)</b>	<b>(154,088)</b>
<b>Changes in operating assets and liabilities</b>					
Change in financial assets at amortized cost and placements with banks		2,669,453	(4,691,261)	(1,677,863)	(4,039,438)
Change in loans and advances to customers		(1,692,397)	(1,315,847)	(1,997,047)	(1,008,744)
Change in finance lease receivables		33,189	(212,302)	-	-
Change in financial assets at fair value through profit or loss		43,285	1,835	53,976	1,466
Change in financial assets held for trading and measured at fair value through profit or loss - derivatives		34,206	(3,794)	19,147	(3,794)
Change in equity instruments		(15,154)	(6,158)	(327)	(1,072)
Changes in debt instruments		(6,613)	(650)	-	-
Change in other financial assets		35,673	(523,398)	1,898,144	(506,369)
Change in other assets		(28,672)	(26,100)	(15,788)	(41,442)
Change in deposits from customers		(2,449,636)	3,089,150	(1,164,769)	2,478,692
Change in deposits from banks		(448,429)	(499,929)	(657,667)	(538,923)
Change in financial liabilities held-for-trading		(61,195)	27,669	(61,898)	27,669
Change in repo operations		1,193,522	331,637	1,232,162	331,637
Change in other financial liabilities		612,347	2,162,070	889,504	2,285,131
Change in other liabilities		(97,477)	71,652	(123,008)	68,454
Income tax (paid)/recovered		(202,841)	(152,623)	(183,653)	(140,074)
Interest received		2,464,570	1,925,696	1,905,781	1,699,704
Interest paid		(877,570)	(775,126)	(943,386)	(764,824)
<b>Net cash-flow from operating activities</b>		<b>391,871</b>	<b>(676,021)</b>	<b>(1,423,349)</b>	<b>(306,015)</b>

## Interim Consolidated and Separate Statement of Cash Flows (continued)

For the three-month period ended March 31

In RON thousand	Notes	Group		Bank	
		31-03-2025	31-03-2024	31-03-2025	31-03-2024
<b>Cash-flow used in investment activities</b>					
Acquisition of financial assets measured at fair value through other items of comprehensive income		(2,664,296)	(3,840,866)	(2,646,943)	(3,509,941)
Sale/redemption of financial assets measured at fair value through other items of comprehensive income		3,637,519	4,316,483	3,439,016	4,057,478
Net acquisitions of property and equipment		(36,951)	(24,007)	(27,448)	(15,445)
Net acquisitions intangible assets		(31,850)	(39,552)	(32,425)	(30,821)
Proceeds from disposal of property and equipment		(4,676)	315	461	823
Acquisitions of equity investments		-	211,057	(191,424)	-
Dividends collected		-	-	16,921	-
Interest received		481,130	324,201	474,628	322,719
<b>Net cash-flow used in investment activities</b>		<b>1,380,876</b>	<b>947,631</b>	<b>1,032,786</b>	<b>824,813</b>
<b>Cash-flow from financing activities</b>					
Gross proceeds from loans from banks and other financial institutions		5,010	270,997	-	-
Gross payments from loans from banks and other financial institutions		(95,058)	(115,576)	(17,336)	(31,679)
Gross payments from subordinated loans from banks and other financial institutions		-	(12,424)	-	-
Payment of the principal of the lease liabilities		(41,084)	(40,341)	(41,226)	(41,798)
Dividend payments		(141)	(312)	(141)	(312)
Payments for treasury shares		(58,573)	-	(58,573)	(33,846)
Interest paid		(10,433)	(26,105)	(433)	(15,094)
<b>Net cash-flow from / (used in) financing activities</b>		<b>(200,279)</b>	<b>76,239</b>	<b>(117,709)</b>	<b>(122,729)</b>

In RON thousand	Notes	Group		Bank	
		31-03-2025	31-03-2024	31-03-2025	31-03-2024
<b>Cash and cash equivalents at January 1</b>		<b>30,548,644</b>	<b>36,122,371</b>	<b>28,210,616</b>	<b>32,750,294</b>
The impact of exchange rate variations on cash and cash equivalents		31,892	35,815	(34,374)	34,038
Net increase/decrease (-) in cash and cash equivalents		1,540,576	312,034	(473,898)	362,031
<b>Cash and cash equivalents as at March 31</b>	<b>16</b>	<b>32,121,112</b>	<b>36,470,220</b>	<b>27,702,344</b>	<b>33,146,363</b>

## Banca Transilvania S.A.

# Notes to the Interim Condensed Consolidated and Separate Financial Statements

## 1. Reporting entity and basis of preparation

### a) Reporting entity

#### **Banca Transilvania S.A.**

Banca Transilvania S.A. (the “Parent company”, “BT”) is a joint-stock company incorporated in Romania. The Bank started its activity as a banking institution in 1993 and is licensed by the National Bank of Romania (“BNR”, the “Central Bank”) to conduct banking activities. The Bank started its activity in 1994 and its main operations involve banking services for legal entities and individuals. Banca Transilvania Group (the “Group”) includes the Parent company and its subsidiaries, based in Romania and in the Republic of Moldova. The consolidated and separate financial statements as at March 31, 2025 comprise the Parent company and its subsidiaries (hereinafter referred to as the “Group”).

The Group’s fields of activity are: banking through Banca Transilvania S.A., Victoriabank S.A. and Salt Bank S.A., leasing and consumer finance mainly through BT Leasing Transilvania IFN S.A., Avant Leasing IFN S.A., BT Direct IFN S.A., BT Microfinanțare IFN S.A. and BT Leasing MD S.R.L., asset management through BT Asset Management S.A.I. S.A. and OTP Asset Management S.A.I. S.A., brokerage and investments through BT Capital Partners S.A. and pension funds management BT Pensii S.A.. Additionally, the Bank also has control over two investment funds it consolidates and it is associated in SINTEZA S.A. with a holding percentage of 31.09%.

The Bank carries out its banking activity through its head office located in Cluj-Napoca and 42 branches, 476 agencies, 3 work units, 8 healthcare division units, 2 private banking agencies in Romania, 1 branch in Italy and 1 regional office located in Bucharest and 1 Head Office located in Bucharest (2024: one head office located in Cluj-Napoca and 42 branches, 457 agencies, 3 work units, 8 healthcare division units, 2 private banking agencies in Romania, 1 branch in Italy and 1 regional office located in Bucharest, and 1 Head Office located in Bucharest).

The Group’s number of active employees as at March 31, 2025 was 12,912 (2024: 13,629 employees).

The Bank’s number of active employees as at March 31, 2025 was 10,321 (2024: 9,744 employees).

The registered address of the Bank is 30-36 Calea Dorobanților, Cluj-Napoca, Romania.

The ownership structure of the Bank is presented below:

	<b>31-03-2025</b>	<b>31-03-2024</b>
NN Group (*)	9.37%	9.36%
The European Bank for Reconstruction and Development (“EBRD”)	5.16%	6.87%
Romanian individuals	24.52%	22.43%
Romanian companies	45.48%	45.16%
Foreign individuals	1.12%	1.07%
Foreign companies	14.35%	15.11%
<b>Total</b>	<b>100%</b>	<b>100%</b>

(\*) NN Group N.V. and the pension funds managed by NN Pensii SAF PAP S.A. and NN Asigurări de Viață S.A..

The Bank’s shares are listed on the Bucharest Stock Exchange and are traded under the ticker TLV.

# Notes to the Interim Condensed Consolidated and Separate Financial Statements

## 1. Reporting entity and basis of preparation *(continued)*

### a) Reporting entity *(continued)*

The Group's subsidiaries are represented by the following entities:

<b>Subsidiary</b>	<b>Field of activity</b>	<b>Percentage of direct and indirect stake March 31, 2025</b>	<b>Percentage of direct and indirect stake December 31, 2024</b>
Victoriabank S.A.	Financial and banking activities and investments subject to license	44.63%	44.63%
BCR Chisinau S.A.	Financial and banking activities and investments subject to license	0%	44.63%
BT Capital Partners S.A.	Investments	99.62%	99.62%
BT Leasing Transilvania IFN S.A.	Leasing	100%	100%
BT Investments S.R.L.	Investments	100%	100%
BT Direct IFN S.A.	Consumer loans	100%	100%
BT Building S.R.L.	Investments	0%	100%
BT Asset Management SAI S.A.	Asset management	100%	100%
BT Solution Asistenta in Brokeraj S.R.L.	Insurance broker	0%	100%
BT Asiom Agent de Asigurare S.R.L.	Insurance broker	0%	100%
BT Safe Agent de Asigurare S.R.L.	Insurance broker	0%	100%
BT Intermedieri Agent de Asigurare S.R.L.	Insurance broker	0%	100%
BT Leasing MD S.R.L.	Leasing	100%	100%
BT Microfinanțare IFN S.A.	Consumer loans	100%	100%
Improvement Credit Collection S.R.L.	Activities of collection agents and Credit reporting bureaus	100%	100%
VB Investment Holding B.V.	Activities of holdings	61.82%	61.82%
BT Pensii S.A.	Activities of pension funds (except those in the public social security system)	100%	100%
Salt Bank S.A.	Financial and banking activities	100%	100%
Avant Leasing IFN S.A.	Financial leasing	100%	100%
BT Broker de Asigurare S.R.L.	Insurance broker	100%	100%
Code Crafters by BT S.R.L.	Custom software development activities	100%	100%
BTP One S.R.L.	Renting and subletting of own or rented real estate	99.53%	99.53%
BTP Retail S.R.L.	Renting and subletting of own or rented real estate	99.53%	99.53%
BTP Store Hub Turda S.R.L.	Renting and subletting of own or rented real estate	99.53%	99.53%
BTP Store Hub Oradea S.R.L.	Renting and subletting of own or rented real estate	99.53%	99.53%
OTP Bank Romania S.A.	Financial and banking activities	0%	100%
Inter Terra S.R.L.	Buying and selling of own real estate	99.53%	99.53%
OTP Advisors S.R.L.	Other activities auxiliary to financial services, except insurance and pension funding	0%	100%
OTP Factoring S.R.L.	Other financial intermediation	100%	100%
REA Project One Company S.R.L.	Real estate development	100%	100%
GOVCKA Project Company S.R.L.	Real estate development	100%	100%
OTP Consulting Romania S.R.L.	Other activities auxiliary to financial services, except insurance and pension funding	0%	100%
OTP Asset Management SAI S.A.	Asset management	100%	100%

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **1. Reporting entity and basis of preparation (continued)**

#### **a) Reporting entity (continued)**

Based on materially concept as defined in paragraph 7 of IAS 1, the Group has decided to exclude several subsidiaries from the consolidation perimeter, as their exclusion is not expected to have a significant effect on the consolidated financial statements. The decision to exclude them from consolidation is based on an assessment of both quantitative and qualitative factors, which included the size of the subsidiaries and their non-material impact on the Group as a whole.

As at March 31, 2025 the list of excluded subsidiaries from the consolidation perimeter and the reasons for their exclusion is shown below:

Subsidiary	reasons for exclusion
Code Crafters by BT S.R.L.	no significant assets or liabilities, expenses or revenues
BTP Retail S.R.L.	no significant assets or liabilities, expenses or revenues
BTP Store Hub Oradea S.R.L.	no significant assets or liabilities, expenses or revenues
OTP Factoring S.R.L.	no significant assets or liabilities, expenses or revenues
REA Project One Company S.R.L.	no significant assets or liabilities, expenses or revenues
GOVCKA Project Company S.R.L.	no significant assets or liabilities, expenses or revenues
Sinteza (associate)	no significant assets or liabilities, expenses or revenues

As at December 31, 2024 the list of excluded subsidiaries from the consolidation perimeter and the reasons for their exclusion is shown below:

Subsidiary	reasons for exclusion
Code Crafters by BT S.R.L.	no significant assets or liabilities, expenses or revenues
BTP Retail S.R.L.	no significant assets or liabilities, expenses or revenues
BTP Store Hub Oradea S.R.L.	no significant assets or liabilities, expenses or revenues
BT Intermedieri Agent de Asigurare S.R.L.	no significant assets or liabilities, expenses or revenues
BT Asiom Agent de Asigurare S.R.L.	no significant assets or liabilities, expenses or revenues
BT Solution Asistent in Brokeraj S.R.L.	no significant assets or liabilities, expenses or revenues
BT Safe Agent de Asigurare S.R.L.	no significant assets or liabilities, expenses or revenues
REA Project One Company S.R.L.	no significant assets or liabilities, expenses or revenues
OTP Factoring S.R.L.	no significant assets or liabilities, expenses or revenues
GOVCKA Project Company S.R.L.	no significant assets or liabilities, expenses or revenues
OTP Advisors S.R.L.	no significant assets or liabilities, expenses or revenues
OTP Consulting Romania S.R.L.	no significant assets or liabilities, expenses or revenues
Sinteza (associate)	no significant assets or liabilities, expenses or revenues

In addition to the qualitative factors, namely nature of activity of excluded subsidiaries, future plans of the Group to centralize their activity in other bigger subsidiaries, the potential impact of the exclusion of subsidiaries on the consolidated financial statements is performed based on quantitative factors like assets, liabilities, net profit, expenses and revenues. At December 31, 2024 an assessment was performed on an entity-by-entity base and an additional analysis is conducted on the potential impact of total excluded subsidiaries in total figures of the Group, as shown in the table below:

	<i>RON thousand</i>
total assets of excluded subsidiaries	9,471
% of total assets of excluded subsidiaries in total assets of the Group	0.01%
Total liabilities of excluded subsidiaries	16,315
% of total liabilities of excluded subsidiaries in total liabilities of the Group	0.01%
P&L of excluded subsidiaries	4,857
% of total P&L of excluded subsidiaries in total P&L of the Group	0.10%
Total expenses of excluded subsidiaries	56,391
% of total expenses of excluded subsidiaries in total expenses of the Group	0.04%
Total revenues of excluded subsidiaries	61,248
% of total revenues of excluded subsidiaries in total revenues of the Group	0.04%

The exclusion of these subsidiaries does not materially affect the Group's consolidated financial position, financial performance, cash flows or other elements of the consolidated financial statements. This information is evaluated annually, or when significant changes occur that impact the initial analysis. As at March 31, 2025, there was no information indicating that the analysis carried out on December 31, 2024 is no longer relevant.

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **1. Reporting entity and basis of preparation (continued)**

#### **b) Declaration of conformity**

The interim consolidated and separate statement of the Group and the Bank have been prepared in accordance with IAS 34 “Interim Financial Reporting” as endorsed by the European Union, effective as at the Group’s and Bank’s interim reporting date, March 31, 2025.

They do not include all the information required for a complete set of financial statements in accordance with the International Financial Reporting Standard (“IFRS”) endorsed by the European Union. However, certain notes are included in order to explain the events and transactions that are significant in order to understand the changes in the Group’s and the Bank’s financial position and performance as of the last annual separate and consolidated financial statements as at and for the year ended December 31, 2024.

Financial information for the periods ended at March 31, are not audited nor revised.

#### **c) Basis of measurement**

The interim consolidated and separate financial statement were prepared on historical cost basis, except for the financial instruments recognized at fair value through profit or loss, the financial instruments at fair value through other items of comprehensive income and the revaluation of property and equipment and investment property.

#### **d) Functional and presentation currency – “RON”**

The items included in the financial statement of each of the Group’s entities are measured using the currency of the primary economic environment in which the entity operates (“the functional currency”). The functional currency of the entities within the Group is the Romanian leu “RON”, euro (“EUR”) and the Moldovan leu (“MDL”). The consolidated and separate financial statements are presented in Romanian lei “RON”, rounded to the nearest thousand.

The exchange rates for the major foreign currencies were:

#### **e) Use of estimates and judgements**

<b>Currency</b>	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>Variation %</b>
Euro (EUR)	1: RON 4.9771	1: RON 4.9741	0.06 %
American dollar (USD)	1: RON 4.6005	1: RON 4.7768	-3.69 %

The preparation of the interim consolidated and separate statement in accordance with the IAS 34 “Interim Financial Reporting”, as endorsed by the European Union implies that the management uses estimations and judgements that affect the application of accounting policies, as well as the reported value of assets, liabilities, incomes and expenses. The estimates and associated assumptions are based on historical data and various other factors that are believed to be relevant under the given circumstances, the result of which forms the basis of the judgements used in assessing the carrying value of the assets and liabilities for which no other evaluation sources are available. Actual results may differ from these estimates. The estimates and assumptions are reviewed on an ongoing basis.

The review of the accounting estimates are recognized in the period in which the estimate is reviewed, if the review affects only that period, or in the period of the review and future periods if the review affects both current and future periods.

The Group and the Bank make estimates and assumptions that affect the amounts of assets and liabilities reported within the next financial year. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are considered to be reasonable under the given circumstances.

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **1. Reporting entity and basis of preparation (continued)**

#### **e) Use of estimates and judgements (continued)**

##### **(i) Impairment losses on loans and advances to customers**

The Group and the Bank are frequently reviewing (mostly monthly) the loan and finance lease receivables portfolio in order to assess the impairment. In determining whether an impairment loss should be recorded, the Group and the Bank make judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows related to a portfolio of loans and finance lease, before such decrease can be identified with respect to an individual loan/lease investment in that portfolio. For example, the observable data might be the unfavorable changes in the payment behavior of certain debtors within a group or in the economic, national or local circumstances, which correlate with default incidents affecting the debtors' group.

When scheduling future cash flows, the management uses estimates based on the past experience related to losses from loans with similar risk characteristics. The methodology and assumptions used for estimating both the amount and timing of future cash flows are reviewed regularly to reduce any gaps between estimated losses and actual losses, but also to assess the effects of the local financial market uncertainties on the valuation of assets and the debtors' operating environment.

The loan loss estimation considers the visible effects of the current and future expected market conditions on the individual/collective assessment of expected credit losses on loans and advances to customers. Hence, the Group and the Bank have estimated the expected credit losses for loans and advances to customers and receivables from finance lease based on the internal methodology and assessed that no further expected credit losses is required except as already provided for in the consolidated and separate financial statements.

Individually significant assets are assessed and monitored individually, regardless of the stage allocation, determined using the automated criteria. Thus, a specialized team of experts uses professional judgement to assess the unlikeliness to pay and determine the scenarios used to compute the ECL. The three-stage expected credit loss impairment model in IFRS 9 depends on whether the credit risk has increased significantly since initial recognition. If the credit risk has not increased significantly, the impairment charge equals the expected credit losses resulting from default events that are possible within the next 12 months (stage 1). If the credit risk has increased significantly, the loan is more than 30 days past due, or the loan is in default or otherwise impaired, the impairment charge equals the lifetime expected credit losses (stage 2 and 3).

In determining the impairment for expected credit losses, management incorporates forward-looking information, exercises judgement and uses estimates and assumptions. The estimation of expected credit losses involves forecasting future economic conditions over 3 years.

The macroeconomic scenarios developed reflect a macroeconomic environment with uncertainties and risks for the population and economic agents characterized by the persistence of geopolitical tensions, disruptions in the supply chain, labor shortages corroborated with tightening of financial conditions and maintaining an elevated level of inflation, being exacerbated by the war in Ukraine, to which is added the conflict in the Middle East, concluding in new challenges that affect the economic and business activity.

Although recent efforts to combat inflation are showing signs of success, the risks brought to light by supply chain disruptions, rewiring of trade relationships, along with significantly increased financing costs (interest rates) and tighter financial conditions, represents key aspects to monitor in a macroeconomic environment marked by volatility and uncertainties. Furthermore, the fiscal outlook for the following years may have a negative effect on inflation keeping prices high, eroding the purchasing power of households.

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **1. Reporting entity and basis of preparation (*continued*)**

#### **e) Use of estimates and judgements (*continued*)**

##### **(i) Impairment losses on loans and advances to customers (*continued*)**

The Group and the Bank have drawn up historical analyzes and identified the key economic variables impacting credit risk and expected credit losses for each portfolio. The opinion of an expert was also taken into account in this process.

Given the aforementioned macroeconomic context, the Group and the Bank continue to apply their own value judgments using a series of post-model adjustments related to macroeconomic risks specific to certain industries that have been heavily impacted by supply chain disruptions, pedological drought, rising energy costs classified as sensitive sectors, in order to adopt a conservative position in line with the expectations communicated by banking supervisory authorities.

The Group and the Bank continually review the assumptions on post-model adjustments related to macroeconomic risks specific to certain industries. The revision aims to evaluate whether corrective measures are necessary, either to eliminate or introduce new sensitive sectors. In the first quarter of 2024, changes were made to the post-model adjustments scheme to align it with the current impact of macroeconomic events and the existing internal models.

The geopolitical tensions will slow down the economic growth and it is difficult to estimate the impact of these events on the future business of the Group's customers. The process of identifying the potential effect on the Romanian economy is ongoing and estimating the effect of the military conflicts on the economic environment will be a continuous challenge. The Bank remains vigilant in monitoring geopolitical and economic relations. Also, we analyzed those product portfolios with high associated credit risk and the typologies that could be affected to some extent by the military conflicts; but given that the Group and the Bank do not have significant direct exposure in the belligerent countries, no significant action was taken on that specific post-model adjustments.

Another main consideration of the introduction and maintaining the post-model adjustments is the fact that the prediction of internal rating assessment models can be affected by aid measures provided by governments, the latter preventing the occurrence of non-payment events at the level of debtors who, otherwise, would have faced difficulties in servicing debts to various creditors.

The amount of post model adjustments applied is representing 21.17% of total ECL (21.80% in December 2024) considering:

- expectation related to sensitive industries and high-risk products;
- expectations for default rates increase considering high inflation and increased interest (professional judgement);
- expert individual analysis of significant exposures, performed to reflect and better understand the situations and difficulties faced by borrowers that could affect their ability to meet their obligations – watch list exposures have been transferred from stage 1 to stage 2 and ECL volume has been adjusted to ensure sufficient impairment coverage.

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **1. Reporting entity and basis of preparation *(continued)***

#### **e) Use of estimates and judgements *(continued)***

##### **(i) Impairment losses on loans and advances to customers *(continued)***

In the context of negative evolution of inflation and interest rates, as well as the political and macroeconomic context conflict, financial markets have been moderately volatile, generating short-term challenges in cash-flow management and also variations in mark to market. The Group and the Bank stands on a comfortable position of liquidity, therefore the market disruptions didn't seriously affected them.

The financial instruments measured at fair value of the Group and the Bank consist of bonds, equities, collective investment units and derivatives, whose valuation was affected by market volatilities, reserves registering a upward trend, but remaining in the negative zone. The most significant part of the trading book is represented by bonds, of which the majority are kept at fair value through other comprehensive income, thus allowing that market-to-market impact to be observable in other comprehensive income and not in Consolidated and Separate Statement of Profit or Loss.

At the same time, the Group and the Bank hold, outside the trading portfolio (the banking portfolio), financial instruments (securities) held mainly for liquidity purposes and as a source of collateral for Lombard and stand-by facilities, as well as to ensure a secure source of income.

##### **(ii) Risk provisions for abusive clauses and litigation**

The provision for abusive clauses is an estimated amount for potential litigations facing the Bank derived from the retail credit contracts inherited following the mergers performed. The provision is periodically reviewed by the Bank by incorporating historical data regarding new litigations in the last years and the loss probability for such cases. The last review for abusive clauses provision has been performed as of December 31, 2024 when the Bank adjusted the provision based on the trend of such new litigations and the probability loss estimated at this date.

##### **(iii) Other significant litigation**

The Bank's subsidiary, Victoriabank S.A., was notified on July 6, 2020 that it is being investigated in a case instrumented by the Prosecutor's Office of the Republic of Moldova, and on August 6, 2020, a precautionary seizure was placed on some of the subsidiary's assets. In order to cover the claims in the file - amounting to approximately RON 482 million in equivalent.

Given the nature of the case and the legal limitations related to the investigation, the Bank and its subsidiary possesses limited information about this case, by also considering the lawyers' analysis of the content of the indictment related to these investigations. Given the stage of the investigation, that relates to a period before the Bank was a shareholder of the subsidiary, the Bank and the Group did not recognize a provision for this case, but will monitor the evolution of the topic at each reporting date, in accordance with the relevant provisions of the accounting regulations.

For other significant litigation and regulatory enforcement matters, the Group believes the possibility of an outflow of funds is more than remote but less than probable but the amount is not reliably estimable, and accordingly such matters are not included in the contingent liability estimates.

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **1. Reporting entity and basis of preparation (continued)**

#### **e) Use of estimates and judgements (continued)**

##### **(iv) New classification by economic sectors used in financial reporting**

Starting January 1, 2025, the Group and the Bank have implemented the amendment of the CAEN codes according to Government Decision no. 284/2025, which transposes into Romanian law the new version of the classification of economic activities – CAEN Rev. 3, aligned with NACE Rev. 2.1. This change led to the restructuring of the economic sectors used in consolidated and separate financial statements, their number increasing, as a result of a more detailed presentation of the economic sectors.

The new classification is used in all analyses and presentations by economic sectors in the consolidated and separate financial statements, including:

- analysis of credit risk exposures
- presentation of loan portfolio concentration and expected losses
- presentation of the structure of deposits attracted from customers by business segment, where relevant for the analysis of financing risks.

The comparative data for 2024 are presented according to the previous structure, without retroactive adjustments, reported based on the CAEN Rev. 2 classification, valid as at the reporting data. In accordance with IAS 1 – Presentation of Financial Statements, the Group and the Bank have assessed the change in the classification of presentations and have considered that comparative information will be presented in accordance with the previous structure, without retrospective adjustments. The change did not have a material impact on accounting estimates and the classification of exposures, but this impacted the presentation of information in the explanatory notes to the consolidated and separate financial statements.

#### **f) Reflection of the merger by absorption in the financial statements**

The mergers between Banca Transilvania S.A. and OTP Bank Romania S.A. and Banca Transilvania S.A. and BT Building S.R.L. were successfully completed on February 28, 2025.

The shareholders of Banca Transilvania S.A. approved these mergers at the Extraordinary General Meeting as of December 18, 2024.

The integration process began in August 2024, the merger being carried out quickly, in just seven months, thanks to the efficient collaboration between the teams of the two banks.

Following the merger, Banca Transilvania S.A. consolidated its leading position on the Romanian banking market, reaching a market share of 22.31%. The merger has brought significant benefits to both banks' customers, giving them access to an extensive ecosystem of banking and complementary solutions.

In the absence of the specific requirements of the International Financial Reporting Standards for legal mergers by absorption, the Bank has opted to present the carrying amount of the identifiable assets acquired and the assumed liabilities taken over in the individual financial statements at the date of the legal merger, February 28, 2025, after their initial recognition at fair value at the date of obtaining control, respectively July 30, 2024.

The merger was carried out based on the following principles:

- the Bank's assets and liabilities are aggregated in the financial statement as follows: 100% of the Bank's assets and liabilities at book value and 100% of the assets and liabilities of OTP Bank Romania S.A. measured at carrying amount, taking into account in addition the fair value amortization adjustments that were determined at the acquisition date in accordance with IFRS 3;
- intra-group balances and transactions have been fully eliminated;
- the retained earnings and reserves include the retained earnings and reserves of the Bank and also the retained earnings after the acquisition related to OTP Bank Romania S.A.

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **2. Material accounting policies**

The significant accounting methods and policies applied by the Bank and the Group entities in these interim consolidated and separate statement are the ones also applied in the Consolidated and separate financial statements as at and for the fiscal year ended December 31, 2024, with the following exceptions:

#### **a) Amended IFRS accounting standard effective for the current year**

In the current year, the the Group and the Bank have applied amendments to IAS 21 “Lack of Exchangeability” issued by the International Accounting Standards Board (IASB) and adopted by the EU that are mandatorily effective for reporting period that begins on or after 1 January 2025. Adoption of those amendments has not had any material impact on the disclosures or on the amounts reported in these financial statements.

**Amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates - Lack of Exchangeability** issued by IASB on 15 August 2023. Amendments contain guidance to specify when a currency is exchangeable and how to determine the exchange rate when it is not.

#### **b) New and revised IFRS accounting standards adopted by the EU but not yet effective**

At the date of authorisation of these financial statements, no new and revised IFRS Accounting Standards have been issued and adopted by the EU but are not yet effective.

#### **c) New and revised IFRS accounting standards in issue but not adopted by the EU**

At present, IFRS accounting standards as adopted by the EU do not significantly differ from IFRS Accounting Standards issued by the International Accounting Standards Board (IASB) except for the following new accounting standards and amendments to the existing accounting standards, which were not adopted by the EU as at the date of authorisation of these financial statements.

**Amendments to IFRS 9 and IFRS 7 - Amendments to the Classification and Measurement of Financial Instruments** issued by IASB on 30 May 2024. Amendments clarify the classification of financial assets with environmental, social and corporate governance (ESG) and similar features. Amendments also clarify the date on which a financial asset or financial liability is derecognised and introduce additional disclosure requirements regarding investments in equity instruments designated at fair value through other comprehensive income and financial instruments with contingent features.

**Amendments to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7 - Annual Improvements to IFRS Accounting Standards - Volume 11** issued by IASB on 18 July 2024. These amendments include clarifications, simplifications, corrections and changes in the following areas: (a) hedge accounting by a first-time adopter (IFRS 1); (b) gain or loss on derecognition (IFRS 7); (c) disclosure of deferred difference between fair value and transaction price (IFRS 7); (d) introduction and credit risk disclosures (IFRS 7); (e) lessee derecognition of lease liabilities (IFRS 9); (f) transaction price (IFRS 9); (g) determination of a ‘de facto agent’ (IFRS 10); (h) cost method (IAS 7).

**IFRS 18 Presentation and Disclosures in Financial Statements** issued by IASB on 9 April 2024 will replace IAS 1 Presentation of Financial Statements. Standard introduces three sets of new requirements to improve companies’ reporting of financial performance and give investors a better basis for analysing and comparing companies. The main changes in the new standard compared with IAS 1 comprise: (a) The introduction of categories (operating, investing, financing, income tax and discontinued operations) and defined subtotals in the statement of profit or loss; (b) the introduction of requirements to improve aggregation and disaggregation; (c) The introduction of disclosures on Management-defined Performance Measures (MPMs) in the notes to the financial statements.

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **2. Material accounting policies (continued)**

#### **c) New and revised IFRS accounting standards in issue but not adopted by the EU (continued)**

**IFRS 19 Subsidiaries without Public Accountability: Disclosures** issued by IASB on 9 May 2024. Standard permits a subsidiary to provide reduced disclosures when applying IFRS Accounting Standards in its financial statements. IFRS 19 is optional for subsidiaries that are eligible and sets out the disclosure requirements for subsidiaries that elect to apply it.

**IFRS 14 Regulatory Deferral Accounts** issued by IASB on 30 January 2014. This standard is intended to allow entities that are first-time adopters of IFRS, and that currently recognise regulatory deferral accounts in accordance with their previous GAAP, to continue to do so upon transition to IFRS.

**Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture** issued by IASB on 11 September 2014. The amendments address a conflict between the requirements of IAS 28 and IFRS 10 and clarify that in a transaction involving an associate or joint venture the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business.

The Group and the Bank do not expect that the adoption of the accounting standards listed above will have a material impact on the financial statements. Hedge accounting for a portfolio of financial assets and liabilities whose principles have not been adopted by the EU remains unregulated. According to the Group and the Bank estimates, the application of hedge accounting to a portfolio of financial assets or liabilities pursuant to **IAS 39: Financial Instruments: Recognition and Measurement** would not significantly impact the financial statements, if applied as at the balance sheet date.

### **3. Segment reporting**

The Group segment reporting is based on components of entity that the management monitors in making decisions. The business segments are presented in a manner which is consistent with the internal reporting documentation submitted to the Leaders' Committee.

The Leaders' Committee, with the assistance of the Board of Directors, is responsible for the allocation of resources and the assessment of the business segments' performance, being considered as an operational decision-making factor.

The reporting format is based on the internal management reporting format. All items of assets and liabilities, incomes and expenses are allocated to the business segments either directly or based on reasonable criteria established by the management.

The clients of Victoriabank S.A. and Salt Bank S.A. are classified according to the Bank's standards. The segment "Leasing and loans to non-banking financial institutions" includes the leasing and consumer finance companies, as described in Note 1. The remaining non-banking subsidiaries are included in the segment "Other-Group". The "Removals & Adjustments" segment comprises intra-group operations.

The business segments are organized and managed separately, depending on the nature of products and services provided, each segment being specialized on certain products and operating on different markets.

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **3. Segment reporting (*continued*)**

A business segment is a component of the Group and of the Bank:

- That engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses related to transactions with other components of the same entity);
- The operating results of which are reviewed regularly by the entity's decision maker in order to make decisions about resources to be allocated to the segment and to assess its performance;
- For which distinct financial information is available.

The segment reporting of the Group is described below:

***Large Corporate Clients („LaCo”)***: The Group and the Bank include in this category mainly companies/group of companies with an annual turnover exceeding RON 200 million, as well as legal entities created to serve a particular function (SPV), public entities and financial institutions included in this category based on specific classification criteria. The companies in this category usually have specific and sophisticated needs. Through its centralized and customized approach, the Bank seeks to ensure high operational efficiency, a prompt assessment of the specific needs of this type of clients in order to offer the appropriate customized solutions, but also an in-depth perspective of the risk profile in order to maintain a high quality loan portfolio.

The Large Corporate clients have access to an all-inclusive package of banking products and services, the incomes generated by this segment resulting from lending operations, current business operations (transaction banking, treasury, trade finance and retail products) and other related services (leasing, asset management, consultancy on mergers and acquisitions, capital market advisory services). Through the services provided, the Bank aims at extending its cooperation to the business partners of the LaCo segment - clients/suppliers/employees - by focusing on the increase of non-risk income.

***Medium Corporate Customers („MidCo”)***: The Group and the Bank include in this category, mainly the companies with an annual turnover between RON 20 and 200 million. By setting such value thresholds in the classification of MidCo clients, the Bank is able to address the most frequent requests coming from this category of clients: tailored financing solutions, access to a wide range of banking services, pricing based on financial performance, dedicated and flexible relationship management, operational agility. Depending on the activity type, the customized approach related to customers is supported by two existent specializations, notably Agribusiness and Healthcare.

The MidCo segment includes also entities operating in the public sector, financial institutions or legal entities serving particular functions, included in this category based on specific classification criteria. The Bank offers a full range of financial services to its Mid Corporate clients, including lending facilities, current operations, treasury services, but also additional services such as bonus packages for employees, structured finance, co-financing of EU funded projects; the Bank also facilitates the access to the services provided by the Group subsidiaries, such as bancassurance, consultancy on mergers and acquisitions, asset management, financial and operating lease, with the purpose to increase its profitability and non-risk income.

***SME clients*** - companies with an annual turnover between RON 3 and 20 million. These are companies that have undergone the incipient growth stages and whose business activity requires further attention. Consequently, the needs of such companies become more specific, with priority for financing.

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **3. Segment reporting (continued)**

**Micro Business clients** – company customers with an annual turnover up to 3 million RON.

This category comprises the largest number of companies and the most diverse types of entities, such as limited liability companies, freelancers, sole proprietorships, etc.

The business lifespan (many such clients are fresh companies), the entrepreneur's expertise and the market on which the company operates generate certain needs that the Group and the Bank attempt to serve through product and service packages dedicated to this category of customers, which have become a hallmark in the banking sector over the years.

Lending products are accessed more frequently as the Micro or SME business takes shape: loans for working capital or investments, letters of guarantee, EU project co-financing, credit cards, leasing, invoice discounting or factoring.

Another important category of products refers to general operations, incoming and outgoing payments, cheques, promissory notes, FX operations, salary payment agreements or bancassurance services. Increased attention is given to the digitalization of our products and services, our clients showing more and more interest in internet & mobile banking, e-commerce, last generation POSs and the integration of financial data in the proprietary accounting systems.

**Retail customers:** The Group and the Bank provides a wide range of banking products and services to individuals, differentiated by several customer segments, from children, students, employees from the public or private sector, seniors, as well as the Premium and Private Banking segments. The Group's and the Bank's offer includes transactional banking products, current account subscriptions, bancassurance products, a diversified offer of debit and credit cards, deposits and savings accounts, consumer loans and mortgages, as well as access to the larger network of ATMs and partner merchants through the "STAR" loyalty program. Also, the Group and the Bank, together with their partners, offer private clients access to a wide range of investments (investment funds, government securities and bonds), pensions, car leasing.

The retail products of the Group and the Bank are accessible to customers through a mix of distribution channels, through the Bank's network of agencies, through digital channels and especially through the BT Pay application. The Bank's retail strategy aims at the continuous development of digital flows that involve a simpler interaction, the origination of new products and services, speed and efficiency, as well as the communication and servicing of customers from a distance, through solutions that allow them direct and immediate access to information. The Group and the Bank support financial inclusion and will continue their efforts to ensure all segments of the population have access to banking products and services in general.

**Treasury:** The Group and the Bank comprise in this category the treasury services.

**Leasing and consumer finance granted by non-banking financial institutions:** The Group includes in this category financial products and services such as lease facilities, consumer loans and microfinance provided by the non-banking financial institutions of the Group.

**Other:** The Group and the Bank incorporate in this category the services offered by other financial entities within the Group: asset management, brokerage, factoring and real estate, as well as elements that fall outside existing categories and result from financial and strategic decisions taken at central level.

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **3. Segment reporting (*continued*)**

In terms of geographical distribution, the Group and the Bank cover mainly the Romanian territory, except for the Italy branch operations linked to the Bank while at the Group level there is the banking activity of Victoriabank S.A., the financial lease activity of BT Leasing MD S.R.L.; however, the impact of these entities on the balance sheet and income statement is not material at Group level. There is no further information regarding the geographical distribution used by the management of the Group and the Bank; therefore it is not presented here.

As at March 31, 2025 and March 31, 2024, the Group or the Bank did not record income exceeding 10% of total income in relation to a single customer.

## Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 3. Segment reporting (continued)

The table below presents financial information per segments regarding the consolidated statement of financial position for the periods ended at March 31, 2025, and comparative data for December 31, 2024:

#### *Business segments as at March 31, 2025*

<b>Group</b> <i>In RON thousand</i>	<b>Large Corporate</b>	<b>Mid Corporate</b>	<b>SME</b>	<b>Micro</b>	<b>Retail</b>	<b>Treasury</b>	<b>Leasing and consumer loans granted by non-banking financial institutions</b>	<b>Other - Group</b>	<b>Intra-group eliminations &amp; adjustments</b>	<b>Total</b>
Gross loans and finance lease receivables	31,952,590	14,163,856	7,144,231	6,734,912	41,574,590	-	8,579,534	8,390	(6,396,005)	<b>103,762,098</b>
<i>Allowances for impairment losses on loans and finance lease receivables</i>	(1,201,010)	(1,127,785)	(628,037)	(790,458)	(1,862,160)	-	(551,583)	(597)	151,578	<b>(6,010,052)</b>
Loans and finance receivables-net	30,751,580	13,036,071	6,516,194	5,944,454	39,712,430	-	8,027,951	7,793	(6,244,427)	<b>97,752,046</b>
Portfolio of Debt instruments and Equity instruments, net of provisions	-	-	-	-	-	69,644,235	-	610,901	(371,457)	<b>69,883,679</b>
Treasury and inter-bank operations	-	-	-	-	-	32,274,124	370,259	773,713	(669,285)	<b>32,748,811</b>
Non-current assets	63,540	198,842	192,979	412,358	1,240,437	152,123	184,801	296,024	8,933	<b>2,750,037</b>
Right-of-use assets	17,077	50,612	42,710	110,825	301,843	29,920	47,388	2,646	(37,149)	<b>565,872</b>
Other assets	1,051,238	596,292	296,957	296,067	1,841,066	-	186,719	597,126	(1,757,900)	<b>3,107,565</b>
<b>Total assets</b>	<b>31,883,435</b>	<b>13,881,817</b>	<b>7,048,840</b>	<b>6,763,704</b>	<b>43,095,776</b>	<b>102,100,402</b>	<b>8,817,118</b>	<b>2,288,203</b>	<b>(9,071,285)</b>	<b>206,808,010</b>
Deposits and current accounts	10,954,939	12,890,163	9,954,913	23,963,128	108,265,974	570,351	-	6,789	(668,569)	<b>165,937,688</b>
Loans from banks and other financial institutions	103,305	298,432	93,502	79,559	172	1,395,976	7,013,746	10,890,370	(6,380,173)	<b>13,494,889</b>
Subordinated liabilities	-	-	-	-	-	2,576,971	-	-	2,442	<b>2,579,413</b>
Finance lease financial liabilities	143,700	81,843	44,855	40,444	258,951	6,422	46,585	2,747	(36,299)	<b>589,248</b>
Other liabilities	1,269,622	772,228	359,734	348,134	2,185,447	1,788	255,475	598,411	(16,578)	<b>5,774,261</b>
<b>Total liabilities</b>	<b>12,471,566</b>	<b>14,042,666</b>	<b>10,453,004</b>	<b>24,431,265</b>	<b>110,710,544</b>	<b>4,551,508</b>	<b>7,315,806</b>	<b>11,498,317</b>	<b>(7,099,177)</b>	<b>188,375,499</b>
Equity and related items	-	-	-	-	-	-	-	18,432,511	-	<b>18,432,511</b>
<b>Total liabilities and equity</b>	<b>12,471,566</b>	<b>14,042,666</b>	<b>10,453,004</b>	<b>24,431,265</b>	<b>110,710,544</b>	<b>4,551,508</b>	<b>7,315,806</b>	<b>29,930,828</b>	<b>(7,099,177)</b>	<b>206,808,010</b>

## Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 3. Segment reporting (continued)

#### Business segments as at December 31, 2024

<b>Group</b> <i>In RON thousand</i>	<b>Large Corporate</b>	<b>Mid Corporate</b>	<b>SME</b>	<b>Micro</b>	<b>Retail</b>	<b>Treasury</b>	<b>Leasing and consumer loans granted by non- banking financial institutions</b>	<b>Other - Group</b>	<b>Intra-group eliminations &amp; adjustments</b>	<b>Total</b>
Gross loans and finance lease receivables	31,930,199	14,017,594	6,898,830	6,571,500	40,620,944	-	8,485,389	7,134	(6,555,760)	<b>101,975,830</b>
Provisions for principal Loans and finance lease receivables net of provisions	(1,070,784)	(1,011,428)	(572,835)	(754,145)	(1,790,336)	-	(560,039)	(553)	154,152	<b>(5,605,968)</b>
Portfolio of Debt instruments, Equity instruments and Derivative instruments, net of provisions	30,859,415	13,006,166	6,325,995	5,817,355	38,830,608	-	7,925,350	6,581	(6,401,608)	<b>96,369,862</b>
Treasury and inter-bank operations	-	-	-	-	-	68,206,227	-	575,257	(371,217)	<b>68,410,267</b>
Non-current assets	-	-	-	-	-	37,081,163	392,681	1,028,015	(2,836,819)	<b>35,665,040</b>
Right-of-use assets	60,549	195,036	205,588	365,356	1,151,185	61,104	187,509	558,683	500	<b>2,785,510</b>
Other assets	19,151	55,549	47,433	118,895	317,228	16,070	40,114	2,892	(30,698)	<b>586,634</b>
<b>Total assets</b>	<b>1,531,485</b>	<b>852,353</b>	<b>422,470</b>	<b>428,740</b>	<b>2,534,551</b>	<b>-</b>	<b>193,388</b>	<b>602,946</b>	<b>(3,347,768)</b>	<b>3,218,165</b>
Deposits and current accounts	<b>32,470,600</b>	<b>14,109,104</b>	<b>7,001,486</b>	<b>6,730,346</b>	<b>42,833,572</b>	<b>105,364,564</b>	<b>8,739,042</b>	<b>2,774,374</b>	<b>(12,987,610)</b>	<b>207,035,478</b>
Loans from banks and other financial institutions	10,569,746	13,784,353	10,745,201	25,161,550	108,488,644	1,992,508	-	7,670	(1,929,251)	<b>168,820,421</b>
Subordinated liabilities	101,380	316,363	98,191	88,028	177	1,116,594	7,117,235	10,854,787	(7,455,039)	<b>12,237,716</b>
Lease liabilities	-	-	-	-	-	2,528,096	-	-	2,439	<b>2,530,535</b>
Other liabilities	152,487	84,614	49,055	44,676	272,708	1,577	39,316	2,927	(29,862)	<b>617,498</b>
<b>Total liabilities</b>	<b>1,181,379</b>	<b>707,754</b>	<b>314,885</b>	<b>298,306</b>	<b>1,856,216</b>	<b>1,564</b>	<b>239,827</b>	<b>900,615</b>	<b>(107,811)</b>	<b>5,392,735</b>
Equity and related items	<b>12,004,992</b>	<b>14,893,084</b>	<b>11,207,332</b>	<b>25,592,560</b>	<b>110,617,745</b>	<b>5,640,339</b>	<b>7,396,378</b>	<b>11,765,999</b>	<b>(9,519,524)</b>	<b>189,598,905</b>
<b>Total liabilities and equity</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>17,436,573</b>	<b>-</b>	<b>17,436,573</b>
	<b>12,004,992</b>	<b>14,893,084</b>	<b>11,207,332</b>	<b>25,592,560</b>	<b>110,617,745</b>	<b>5,640,339</b>	<b>7,396,378</b>	<b>29,202,572</b>	<b>(9,519,524)</b>	<b>207,035,478</b>

## Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 3. Segment reporting (continued)

The table below presents financial information per segments regarding the consolidated statement of the operating profit before net expenses with the impairment allowance for loans and advances to customers, for the periods ended at March 31, 2025, and comparative data for March 31, 2024:

#### Business segments as at March 31, 2025

Group <i>In RON thousand</i>	Large Corporate	Mid Corporate	SME	Micro	Retail	Treasury	Leasing and consumer loans granted by non- banking financial institutions	Other - Group	Removals & adjustments	Total
Net interest income	248,426	185,661	124,154	219,757	693,284	219,746	195,996	71,372	3,126	1,961,522
Net commission income	26,966	30,688	24,271	117,633	153,574	(3,015)	5,055	31,172	(4,059)	382,285
Net trading income	4,646	15,259	19,511	35,150	70,080	72,212	6,422	20,709	608	244,597
Net gain from financial assets measured through comprehensive income	-	-	-	-	-	1,922	-	1,835	-	3,757
Net loss (-)/Net gain from financial assets which are required to be measured through profit or loss	-	-	-	-	-	43,513	-	208	(752)	42,969
Contribution to the Bank Deposit Guarantee Fund and to the Resolution Fund	(5,635)	(8,587)	(6,012)	(13,665)	(61,791)	(426)	-	-	-	(96,116)
Other operating income	4,496	5,750	5,745	10,241	83,205	2,416	8,388	30,176	(31,514)	118,903
<b>Total income</b>	<b>278,899</b>	<b>228,771</b>	<b>167,669</b>	<b>369,116</b>	<b>938,352</b>	<b>336,368</b>	<b>215,861</b>	<b>155,472</b>	<b>(32,591)</b>	<b>2,657,917</b>
Personnel expenses	(28,462)	(76,916)	(62,783)	(124,196)	(345,875)	(23,510)	(39,733)	(20,612)	16	(722,071)
Other operating expenses	(23,887)	(41,634)	(35,721)	(69,514)	(249,989)	(47,336)	(21,520)	(16,531)	9,603	(496,529)
Depreciation and amortization	(3,686)	(11,987)	(11,335)	(24,227)	(73,358)	(8,197)	(7,233)	(2,596)	5,893	(136,726)
<b>Total Expenses</b>	<b>(56,035)</b>	<b>(130,537)</b>	<b>(109,839)</b>	<b>(217,937)</b>	<b>(669,222)</b>	<b>(79,043)</b>	<b>(68,486)</b>	<b>(39,739)</b>	<b>15,512</b>	<b>(1,355,326)</b>
<b>Operating profit before net provision expenses for assets, other risks and commitments</b>	<b>222,864</b>	<b>98,234</b>	<b>57,830</b>	<b>151,179</b>	<b>269,130</b>	<b>257,325</b>	<b>147,375</b>	<b>115,733</b>	<b>(17,079)</b>	<b>1,302,591</b>
Net expense from impairment allowance, expected losses on assets, provisions for other risks and loan commitments	(56,147)	(107,016)	(43,421)	(26,787)	(46,130)	(11,042)	5,292	(983)	(4,670)	(290,904)
<b>Profit before income tax</b>	<b>166,717</b>	<b>(8,782)</b>	<b>14,409</b>	<b>124,392</b>	<b>223,000</b>	<b>246,283</b>	<b>152,667</b>	<b>114,750</b>	<b>(21,749)</b>	<b>1,011,687</b>

## Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 3. Segment reporting (continued)

#### Business segments as at March 31, 2024

Group	Large Corporate	Mid Corporate	SME	Micro	Retail	Treasury	Leasing and consumer loans granted by non-banking financial institutions	Other - Group	Removals & adjustments	Total
<i>In RON thousand</i>										
Net interest income	127,426	106,066	89,098	154,867	420,448	262,054	135,744	244,284	2,991	1,542,978
Net commission income	17,585	32,370	27,310	106,113	128,831	(2,398)	7,687	19,723	460	337,681
Net trading income	4,811	18,709	18,164	31,397	57,851	47,302	3,236	9,717	(326)	190,861
Net gain from financial assets measured through comprehensive income	-	-	-	-	-	30,944	-	30,940	-	61,884
Net loss (-)/Net gain from financial assets which are required to be measured through profit or loss	-	-	-	-	-	43,534	-	689	-	44,223
Contribution to the Bank Deposit Guarantee Fund and to the Resolution Fund	(4,380)	(8,455)	(4,476)	(9,516)	(44,167)	(300)	-	-	-	(71,294)
Other operating income	619	1,634	1,630	4,725	68,621	819	13,060	34,646	(16,096)	109,658
<b>Total income</b>	<b>146,061</b>	<b>150,324</b>	<b>131,726</b>	<b>287,586</b>	<b>631,584</b>	<b>381,955</b>	<b>159,727</b>	<b>339,999</b>	<b>(12,971)</b>	<b>2,215,991</b>
Personnel expenses	(24,758)	(63,969)	(55,091)	(107,038)	(266,623)	(12,268)	(32,480)	(17,650)	4	(579,873)
Other operating expenses	(14,954)	(32,292)	(31,791)	(63,874)	(168,014)	(12,807)	(19,310)	(3,656)	8,270	(338,428)
Depreciation and amortization	(3,478)	(11,514)	(12,158)	(25,088)	(61,708)	(3,609)	(5,175)	(3,008)	6,454	(119,284)
<b>Total Expenses</b>	<b>(43,190)</b>	<b>(107,775)</b>	<b>(99,040)</b>	<b>(196,000)</b>	<b>(496,345)</b>	<b>(28,684)</b>	<b>(56,965)</b>	<b>(24,314)</b>	<b>14,728</b>	<b>(1,037,585)</b>
<b>Operating profit before net provision expenses for assets, other risks and commitments</b>	<b>102,871</b>	<b>42,549</b>	<b>32,686</b>	<b>91,586</b>	<b>135,239</b>	<b>353,271</b>	<b>102,762</b>	<b>315,685</b>	<b>1,757</b>	<b>1,178,406</b>
Net expense from impairment allowance, expected losses on assets, provisions for other risks and loan commitments	79,760	3,223	(40,601)	95,488	(109,530)	(2,052)	(28,812)	398	(815)	(2,941)
Bargain gain	-	-	-	-	-	-	-	-	132,690	132,690
<b>Profit before income tax</b>	<b>182,631</b>	<b>45,772</b>	<b>(7,915)</b>	<b>187,074</b>	<b>25,709</b>	<b>351,219</b>	<b>73,950</b>	<b>316,083</b>	<b>133,632</b>	<b>1,308,155</b>

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **4. Fair value of financial assets and liabilities**

The Group and the Bank measure the fair value of financial instruments by using the following fair value hierarchy:

#### ***Level 1 in the fair value hierarchy***

The fair value of financial assets and liabilities included in Level 1 in the fair value hierarchy is determined based on quoted prices in active markets for identical assets or liabilities. Quoted prices that are being applied must be readily and regularly available from an exchange or active index/market location and prices must represent actual and regularly occurring market transactions on an arm's length basis.

#### ***Level 2 in the fair value hierarchy***

The fair value of financial assets and liabilities included in Level 2 in the fair value hierarchy is determined by using evaluation methods which contain observable market data when market prices are not available. Level 2 evaluations generally use observable market parameters, such as interest rates and yield curves observable at commonly quoted intervals, present volatilities, and credit spreads.

#### ***Level 3 in the fair value hierarchy***

The fair value of financial assets and liabilities included in Level 3 in the fair value hierarchy is determined by using input data that are not based on observable market information (unobservable data inputs shall reflect the assumptions made by the market participants to establish the price of an asset or a liability, including risk assumptions).

The objective of valuation techniques is to derive the fair value that reflects a price for the financial instrument at the reporting date, price that would be obtained by the market participants acting at arm's length.

The availability of observable market data and models reduces the need for the Management to operate judgements and estimations and also reduces the uncertainty associated with the determination of the fair value. Availability of observable market prices and inputs varies depending on the products and markets and is prone to changes based on specific events and general conditions in the financial markets.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The management uses its judgment to select the valuation method and makes assumptions that are mainly based on market conditions existing at the date of the consolidated/separate statement of the financial position.

#### **i) Fair value hierarchy analysis of financial instruments carried at fair value**

To establish the hierarchy of the fair value of debt instruments, Banca Transilvania S.A. uses classification criteria in one of the three levels mentioned by the International Financial Reporting Standard 13.

For the purpose of classification, the methodology takes into account the aggregation of results from two sources of observations:

- direct observations of transactions, indicative or executable prices of the respective instrument;
- observations of transactions, indicative and executable prices of comparable instruments, with the aim of deriving a price for the respective instrument, when it is considered that direct observations support additions.

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **4. Fair value of financial assets and liabilities (continued)**

#### **i) Fair value hierarchy analysis of financial instruments carried at fair value (continued)**

The list of evaluation techniques used may contain, but is not limited to, the following:

- prices/quotations extracted by Calypso from evaluation platforms such as Bloomberg, Refinitiv or quotes received upon request from third parties;
- models based on prices of instruments with similar characteristics;
- models based on interest/price curves considered representative;
- calculation of updated cash flows;
- generally accepted economic methodologies.

Their hierarchy will take into account the specifications of IFRS 13, the choice of the alternative technique to be substantiated and approved by the competent committees.

At level 1 in the fair value hierarchy, the Group and the Bank included in the category of assets: equity instruments and debt instruments held at fair value through profit or loss, bonds classified as assets measured at fair value through other items of comprehensive income.

In the case of bonds, if an instrument has a minimum score that reflects in a transparent and strongly justified manner the price, fair value and liquidity of that instrument, it will be classified as level 1.

At level 2 in the fair value hierarchy, the Group and the Bank included in the category of assets: derivatives held at fair value through profit or loss, bonds classified as assets measured at fair value through other items of comprehensive income and some through fair value through profit or loss and in the category of liabilities: derivatives classified as financial liabilities held for trading.

Regarding the bonds, the classification is made based on the followings criteria:

- If the price of the instrument is obtained on the basis of interpolations of level 1 prices/yields related to similar instruments of the respective issuer (group).
- If the price of the instrument is obtained by adding the spread from the issue over the price/yield of the level 1 instrument, belonging to another issuer, which was the reference on the issue date.

The Group and the Bank use widely recognized valuation models for determining the fair value of derivatives that use only observable market data and require little management judgment and estimation. Observable prices and model inputs are usually available in the market for simple over the counter derivatives.

At level 3 in the fair value hierarchy, the Group and the Bank included in the category of assets: equity instruments, fixed assets and investment property, bonds classified as assets valued at fair value through other elements of the comprehensive result and some bonds held at fair value through the profit or loss account.

In the case of bonds, level 3 includes all cases that are not found in the previous levels, the non-existence of a price, a price provided by a single entity or derived, by interpolation or spread, from one of the level 2 prices.

Significant unobservable inputs affecting the valuation of debt securities are represented by credit spreads - the premium above the benchmark reference instrument required to compensate for lower credit quality; higher spreads lead to a lower fair value.

## Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 4. Fair value of financial assets and liabilities *(continued)*

#### i) Fair value hierarchy analysis of financial instruments carried at fair value *(continued)*

The table below presents the financial instruments measured at fair value in the statement of financial position, at the end of the reporting period, by fair value levels:

Group <i>In RON thousand</i>	Level 1 - Quoted market prices in active markets	Level 2 - Valuation techniques – observable inputs	Level 3 - Valuation techniques – unobservable inputs	Total
<b>March 31, 2025</b>				
<b>Financial assets held for trading and measured at fair value through profit or loss, of which:</b>	<b>264,274</b>	<b>141,898</b>	<b>5,412</b>	<b>411,584</b>
- Equity instruments	264,274	-	-	264,274
- Debt instruments	-	141,898	5,412	147,310
<b>Derivatives</b>	-	<b>138,824</b>	-	<b>138,824</b>
<b>Financial assets measured at fair value through other items of comprehensive income</b>	<b>42,561,154</b>	<b>290,735</b>	<b>270,646</b>	<b>43,122,535</b>
- Equity instruments	96,695	-	76,856	173,551
- Debt instruments	42,464,459	264,558	193,790	42,922,807
- Loans and advances	-	26,177	-	26,177
<b>Financial assets which are required to be measured at fair value through profit or loss, of which:</b>	<b>970,210</b>	<b>463,046</b>	<b>35,442</b>	<b>1,468,698</b>
- Equity instruments	393,158	-	35,442	428,600
- Debt instruments	577,052	463,046	-	1,040,098
<b>Total financial assets measured at fair value in the statement of financial position</b>	<b>43,795,639</b>	<b>1,034,504</b>	<b>311,500</b>	<b>45,141,643</b>
<b>Non-financial assets at fair value</b>	-	-	<b>1,645,871</b>	<b>1,645,871</b>
- Property and equipment and investment property	-	-	1,645,871	1,645,871
<b>Total assets measured at fair value in the statement of financial position</b>	<b>43,795,639</b>	<b>1,034,503</b>	<b>1,957,370</b>	<b>46,787,512</b>
<b>Financial liabilities held-for-trading</b>	-	<b>174,127</b>	-	<b>174,127</b>
<b>December 31, 2024</b>				
<b>Financial assets held for trading and measured at fair value through profit or loss, of which:</b>	<b>249,120</b>	<b>135,953</b>	<b>4,744</b>	<b>389,817</b>
- Equity instruments	249,120	-	-	249,120
- Debt instruments	-	135,953	4,744	140,697
<b>Derivatives</b>	-	<b>173,030</b>	-	<b>173,030</b>
<b>Financial assets measured at fair value through other items of comprehensive income</b>	<b>43,203,627</b>	<b>561,684</b>	<b>212,024</b>	<b>43,977,335</b>
- Equity instruments	97,692	-	73,674	171,366
- Debt instruments	43,105,935	535,760	138,350	43,780,045
- Loans and advances	-	25,924	-	25,924
<b>Financial assets which are required to be measured at fair value through profit or loss, of which:</b>	<b>940,385</b>	<b>495,443</b>	<b>33,186</b>	<b>1,469,014</b>
- Equity instruments	373,573	-	33,186	406,759
- Debt instruments	566,812	495,443	-	1,062,255
<b>Total financial assets measured at fair value in the statement of financial position</b>	<b>44,393,132</b>	<b>1,366,110</b>	<b>249,954</b>	<b>46,009,196</b>
<b>Non-financial assets at fair value</b>	-	-	<b>1,655,373</b>	<b>1,655,373</b>
- Property and equipment and investment property	-	-	1,655,373	1,655,373
<b>Total assets measured at fair value in the statement of financial position</b>	<b>44,393,132</b>	<b>1,366,110</b>	<b>1,905,327</b>	<b>47,664,569</b>
<b>Financial liabilities held-for-trading</b>	-	<b>235,322</b>	-	<b>235,322</b>

# Banca Transilvania S.A.

## Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 4. Fair value of financial assets and liabilities *(continued)*

#### i) Fair value hierarchy analysis of financial instruments carried at fair value *(continued)*

Bank <i>In RON thousand</i>	Level 1 - Quoted market prices in active markets	Level 2 - Valuation techniques – observable inputs	Level 3 - Valuation techniques – unobservable inputs	Total
<b>March 31, 2025</b>				
<b>Financial assets held for trading and measured at fair value through profit or loss, of which:</b>	<b>18,160</b>	-	-	<b>18,160</b>
- <i>Equity instruments</i>	18,160	-	-	18,160
<b>Derivatives</b>	-	<b>138,824</b>	-	<b>138,824</b>
<b>Financial assets measured at fair value through other items of comprehensive income</b>	<b>41,969,853</b>	<b>288,043</b>	<b>216,573</b>	<b>42,474,469</b>
- <i>Equity instruments</i>	-	-	22,783	22,783
- <i>Debt instruments</i>	41,969,853	261,866	193,790	42,425,509
- <i>Loans and advances</i>	-	26,177	-	26,177
<b>Financial assets which are required to be measured at fair value through profit or loss, of which:</b>	<b>941,902</b>	<b>1,097,529</b>	<b>35,442</b>	<b>2,074,873</b>
- <i>Equity instruments</i>	393,158	-	35,442	428,600
- <i>Debt instruments</i>	548,744	1,097,529	-	1,646,273
<b>Total financial assets measured at fair value in the statement of financial position</b>	<b>42,929,915</b>	<b>1,524,396</b>	<b>252,015</b>	<b>44,706,326</b>
<b>Non-financial assets at fair value</b>	-	-	<b>1,179,324</b>	<b>1,179,324</b>
- <i>Property and equipment and investment property</i>	-	-	1,179,324	1,179,324
<b>Total assets measured at fair value in the statement of financial position</b>	<b>42,929,915</b>	<b>1,524,396</b>	<b>1,431,339</b>	<b>45,885,650</b>
<b>Financial liabilities held-for-trading</b>	-	<b>174,490</b>	-	<b>174,490</b>
<b>December 31, 2024</b>				
<b>Financial assets held for trading and measured at fair value through profit or loss, of which:</b>	<b>17,833</b>	-	-	<b>17,833</b>
- <i>Equity instruments</i>	17,833	-	-	17,833
<b>Derivatives</b>	-	<b>155,572</b>	-	<b>155,572</b>
<b>Financial assets measured at fair value through other items of comprehensive income</b>	<b>42,431,786</b>	<b>558,581</b>	<b>161,131</b>	<b>43,151,498</b>
- <i>Equity instruments</i>	-	-	22,780	22,780
- <i>Debt instruments</i>	42,431,786	532,657	138,351	43,102,794
- <i>Loans and advances</i>	-	25,924	-	25,924
<b>Financial assets which are required to be measured at fair value through profit or loss, of which:</b>	<b>890,035</b>	<b>1,095,180</b>	<b>30,219</b>	<b>2,015,434</b>
- <i>Equity instruments</i>	343,118	-	30,219	373,337
- <i>Debt instruments</i>	546,917	1,095,180	-	1,642,097
<b>Total financial assets measured at fair value in the statement of financial position</b>	<b>43,339,654</b>	<b>1,809,333</b>	<b>191,350</b>	<b>45,340,337</b>
<b>Non-financial assets at fair value</b>	-	-	<b>829,734</b>	<b>829,734</b>
- <i>Property and equipment and investment property</i>	-	-	829,734	829,734
<b>Total assets measured at fair value in the statement of financial position</b>	<b>43,339,654</b>	<b>1,809,333</b>	<b>1,021,084</b>	<b>46,170,071</b>
<b>Financial liabilities held-for-trading</b>	-	<b>235,283</b>	-	<b>235,283</b>

**Notes to the Interim Condensed Consolidated and Separate Financial Statements**

**4. Fair value of financial assets and liabilities (continued)**

**ii) Financial instruments not carried at fair value**

At level 1 in the fair value hierarchy, the Group and the Bank included in the category of assets that are not held at fair value: financial assets at amortized cost - debt instruments, represented by bonds issued by central administrations and credit institutions.

At level 2 in the fair value hierarchy, the Bank and the Group included in the category of assets that are not held at fair value: placements with banks, financial assets measured at amortized cost - debt instruments and in the category of liabilities: deposits from banks and from customers.

At level 3 in the fair value hierarchy, the Bank and the Group included in the category of assets: loans and advances and finance lease receivables and other financial assets; and in the category of liabilities: loans from banks and other financial institutions, subordinated loans and other financial liabilities.

The table below presents the fair value and the fair value hierarchy for the financial assets and liabilities that are not measured at fair value in the statement of financial position at March 31, 2025:

<i>In RON thousand</i> <b>Assets</b>	<b>Notes</b>	<b>Carrying amount</b>	<b>Fair value</b>	<b>Group</b>			<b>Carrying amount</b>	<b>Fair value</b>	<b>Bank</b>		
				<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>			<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>
Placements with banks and public institutions	17	<b>8,874,808</b>	<b>8,875,200</b>	-	8,875,200	-	<b>7,748,689</b>	<b>7,749,081</b>	-	7,749,081	-
Loans and advances to customers	19	<b>92,153,962</b>	<b>92,788,433</b>	-	-	92,788,433	<b>93,417,338</b>	<b>94,169,681</b>	-	-	94,169,681
Finance lease receivables	20	<b>5,598,084</b>	<b>5,817,629</b>	-	-	5,817,629	-	-	-	-	-
Financial assets at amortized cost - debt instruments	21	<b>24,742,038</b>	<b>24,837,112</b>	18,351,838	6,331,244	154,030	<b>22,834,008</b>	<b>22,916,969</b>	18,233,898	4,529,041	154,030
Other financial assets	22	<b>2,304,844</b>	<b>2,300,085</b>	-	-	2,300,085	<b>2,131,217</b>	<b>2,126,458</b>	-	-	2,126,458
<b>Total assets</b>		<b>133,673,736</b>	<b>134,618,459</b>	<b>18,351,838</b>	<b>15,206,444</b>	<b>101,060,177</b>	<b>126,131,252</b>	<b>126,962,189</b>	<b>18,233,898</b>	<b>12,278,122</b>	<b>96,450,169</b>
<b>Liabilities</b>											
Deposits from banks	24	<b>502,637</b>	<b>502,637</b>	-	502,637	-	<b>515,925</b>	<b>515,925</b>	-	515,925	-
Deposits from customers	25	<b>165,435,051</b>	<b>165,473,595</b>	-	165,473,595	-	<b>160,121,200</b>	<b>160,158,106</b>	-	160,158,106	-
Loans from banks and other financial institutions	26	<b>13,494,889</b>	<b>13,528,973</b>	10,330,577	1,430,060	1,768,336	<b>12,615,760</b>	<b>12,649,844</b>	10,328,232	1,430,060	891,552
Subordinated liabilities	27	<b>2,579,413</b>	<b>2,579,413</b>	-	-	2,579,413	<b>2,451,805</b>	<b>2,451,805</b>	-	-	2,451,805
Lease liabilities		<b>589,248</b>	<b>589,248</b>	-	-	589,248	<b>565,191</b>	<b>565,191</b>	-	-	565,191
Other financial liabilities	29	<b>4,380,577</b>	<b>4,380,577</b>	-	-	4,380,577	<b>3,536,325</b>	<b>3,536,325</b>	-	-	3,536,325
<b>Total liabilities</b>		<b>186,981,815</b>	<b>187,054,443</b>	<b>10,330,577</b>	<b>167,406,292</b>	<b>9,317,574</b>	<b>179,806,206</b>	<b>179,877,196</b>	<b>10,328,232</b>	<b>162,104,091</b>	<b>7,444,873</b>

**Notes to the Interim Condensed Consolidated and Separate Financial Statements**

**4. Fair value of financial assets and liabilities (continued)**

**ii) Financial instruments not carried at fair value (continued)**

The table below presents the fair value and the fair value hierarchy for the financial assets and liabilities that are not measured at fair value in the statement of financial position at December 31, 2024:

<i>In RON thousand</i>	Notes	Carrying amount	Fair value	Group			Carrying amount	Fair value	Bank		
				Level 1	Level 2	Level 3			Level 1	Level 2	Level 3
<b>Assets</b>											
Placements with banks and public institutions	20	13,714,870	13,714,870	-	13,714,870	-	13,612,057	13,612,057	-	13,612,057	-
Loans and advances to customers	22	90,779,626	91,085,263	-	-	91,085,263	81,389,989	81,764,482	-	-	81,764,482
Finance lease receivables	23	5,590,236	5,777,192	-	-	5,777,192	-	-	-	-	-
Financial assets at amortized cost - debt instruments	24	22,401,071	22,433,173	15,327,337	7,006,613	99,223	19,376,763	19,404,393	14,309,171	4,995,999	99,223
Other financial assets	30	2,327,367	2,329,996	-	-	2,329,996	2,013,078	2,015,707	-	-	2,015,707
<b>Total assets</b>		<b>134,813,170</b>	<b>135,340,494</b>	<b>15,327,337</b>	<b>20,721,483</b>	<b>99,291,674</b>	<b>116,391,887</b>	<b>116,796,639</b>	<b>14,309,171</b>	<b>18,608,056</b>	<b>83,879,412</b>
<b>Liabilities</b>											
Deposits from banks	32	951,155	951,155	-	951,155	-	1,173,778	1,173,778	-	1,173,778	-
Deposits from customers	33	167,869,266	167,892,453	-	167,892,453	-	150,785,254	150,806,803	-	150,806,803	-
Loans from banks and other financial institutions	34	12,237,716	12,238,470	10,146,672	201,980	1,889,818	11,209,491	11,209,565	10,144,092	162,603	902,870
Subordinated liabilities	35	2,530,535	2,530,535	-	-	2,530,535	2,405,137	2,405,137	-	-	2,405,137
Lease liabilities		617,498	617,498	-	-	617,498	747,857	747,857	-	-	747,857
Other financial liabilities	37	3,767,710	3,767,710	-	-	3,767,710	2,582,891	2,582,891	-	-	2,582,891
<b>Total liabilities</b>		<b>187,973,880</b>	<b>187,997,821</b>	<b>10,146,672</b>	<b>169,045,588</b>	<b>8,805,561</b>	<b>168,904,408</b>	<b>168,926,031</b>	<b>10,144,092</b>	<b>152,143,184</b>	<b>6,638,755</b>

**Notes to the Interim Condensed Consolidated and Separate Financial Statements**

**5. Net interest income**

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-03-2024</b>	<b>31-03-2025</b>	<b>31-03-2024</b>
<b>Interest income calculated using the effective interest method</b>	<b>2,940,835</b>	<b>2,474,027</b>	<b>2,598,668</b>	<b>2,336,933</b>
- Cash and current accounts with Central Banks at amortised cost	99,244	110,145	74,716	100,531
- Placements with banks and public institutions at amortised cost	121,759	224,163	118,294	231,869
- Loans and advances to customers at amortised cost	1,915,830	1,592,279	1,646,458	1,484,136
- Debt instruments at fair value through other items of comprehensive income	481,610	384,447	473,953	381,562
- Debt instruments at amortised cost	322,392	162,993	285,247	138,835
<b>Other similar interest income</b>	<b>156,202</b>	<b>116,359</b>	-	<b>8,084</b>
- Finance lease receivables	156,202	108,211	-	-
- Non-recourse factoring receivables	-	8,148	-	8,084
<b>Total interest income</b>	<b>3,097,037</b>	<b>2,590,386</b>	<b>2,598,668</b>	<b>2,345,017</b>
<b>Interest expense related to financial liabilities measured at amortized cost</b>	<b>1,131,754</b>	<b>1,044,603</b>	<b>1,059,405</b>	<b>1,016,830</b>
- Cash and current accounts with Central Banks	-	-	-	-
- Deposits from banks	2,526	1,243	3,068	1,567
- Deposits from customers	873,192	819,091	814,335	805,915
- Loans from banks and other financial institutions	256,036	224,269	242,002	209,348
<b>Other similar expense</b>	<b>3,761</b>	<b>2,805</b>	<b>4,091</b>	<b>3,455</b>
- Lease liabilities	3,761	2,805	4,091	3,455
<b>Total interest expense</b>	<b>1,135,515</b>	<b>1,047,408</b>	<b>1,063,496</b>	<b>1,020,285</b>
<b>Net interest income</b>	<b>1,961,522</b>	<b>1,542,978</b>	<b>1,535,172</b>	<b>1,324,732</b>

Interest income as at March 31, 2025 includes the net interest income on impaired financial assets amounting RON 115,070 thousand (2024: RON 79,915 thousand) for the Group and RON 56,330 thousand (2024: RON 57,502 thousand) for the Bank.

The interest income and expense related to the financial assets and liabilities, other than those held at fair value through profit or loss, are determined using the effective interest rate method.

**Notes to the Interim Condensed Consolidated and Separate Financial Statements**

**6. Net fee and commission income**

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-03-2024</b>	<b>31-03-2025</b>	<b>31-03-2024</b>
<b>Fee and commission income</b>				
Commissions from treasury and inter-bank operations	88,937	79,846	88,992	79,854
Client transactions (i)	506,706	433,509	428,843	376,228
Lending activity (ii)	5,891	3,454	3,273	2,748
Finance lease management	-	2,836	-	-
Asset management (iii)	15,338	9,746	-	-
Other fee and commission income	2,008	1,874	126	392
<b>Total fee and commission income from contracts with customers</b>	<b>618,880</b>	<b>531,265</b>	<b>521,234</b>	<b>459,222</b>
Fee income from financial guarantee contracts (iv)	21,917	14,777	18,800	14,544
<b>Total fee and commission income</b>	<b>640,797</b>	<b>546,042</b>	<b>540,034</b>	<b>473,766</b>
<b>Fee and commission expense</b>				
Commissions from treasury and inter-bank Client transactions	174,822	154,169	145,739	129,384
Lending activity (i)	68,596	53,781	51,171	43,851
Other fees and commissions	14,377	(261)	17,579	3,845
	717	672	894	757
<b>Fee and commission expenses</b>	<b>258,512</b>	<b>208,361</b>	<b>215,383</b>	<b>177,837</b>
<b>Net fee and commission income</b>	<b>382,285</b>	<b>337,681</b>	<b>324,651</b>	<b>295,929</b>

(i) Fees related to transactions with clients mainly include cards fees, payments/collections fees, custody fees and other fees related to transactions with clients

(ii) Lending-related fees include amendment fees, factoring fees, debt recovery fees

(iii) This category includes the management commissions of open and alternative investment funds

(iv) Although the fee income from financial guarantee contracts and loan commitments is recognised in accordance with the principle of IFRS 15 the financial guarantee contracts is in the scope IFRS 9 and the fee income from it is not revenue from contracts with customers. The Group and the Bank presents the fee income from financial guarantees as part of total fee and commission income.

# Banca Transilvania S.A.

## Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 7. Net trading income

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-03-2024</b>	<b>31-03-2025</b>	<b>31-03-2024</b>
Net income from foreign exchange transactions	195,241	170,422	163,677	145,058
Net income/ (Expense) from derivatives	28,988	13,371	14,435	13,397
Net income/ (Expense) from financial assets held-for-trading	21,801	10,451	328	1,124
(Expense)/ net income from foreign exchange position revaluation	(1,433)	(3,383)	5,488	(3,056)
<b>Net trading income</b>	<b>244,597</b>	<b>190,861</b>	<b>183,928</b>	<b>156,523</b>

### 8. Net gain/loss (-) from financial assets measured at fair value through comprehensive income

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-03-2024</b>	<b>31-03-2025</b>	<b>31-03-2024</b>
Income from the sale of financial assets measured at fair value through other items of comprehensive income	4,010	62,317	3,998	61,106
Losses from the sale of financial assets measured at fair value through other items of comprehensive income	(253)	(433)	(253)	(433)
<b>Net income from financial assets measured at fair value through comprehensive income</b>	<b>3,757</b>	<b>61,884</b>	<b>3,745</b>	<b>60,673</b>

### 9. Net gain/loss (-) from financial assets which are required to be measured at fair value through profit or loss

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-03-2024</b>	<b>31-03-2025</b>	<b>31-03-2024</b>
Income from financial assets which are required to be measured at fair value through profit or loss	109,942	66,109	129,459	88,365
Losses from financial assets which are required to be measured at fair value through profit or loss	(66,973)	(21,886)	(65,597)	(28,137)
<b>Net income/(expense) from financial assets which are required to be measured at fair value through profit or loss</b>	<b>42,969</b>	<b>44,223</b>	<b>63,862</b>	<b>60,228</b>

### 10. Contribution to the Bank Deposit Guarantee Fund and to the Resolution Fund

The impact of the breakdown of the annual contribution to the two funds, as reflected in the separate and consolidated statement of financial position, is the following:

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-03-2024</b>	<b>31-03-2025</b>	<b>31-03-2024</b>
Contribution to the Bank Deposit Guarantee Fund	47,069	45,743	45,804	44,875
Bank Resolution Fund	49,047	25,551	45,861	19,796
<b>Total</b>	<b>96,116</b>	<b>71,294</b>	<b>91,665</b>	<b>64,671</b>

**Notes to the Interim Condensed Consolidated and Separate Financial Statements**

**11. Other operating income**

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-03-2024</b>	<b>31-03-2025</b>	<b>31-03-2024</b>
Dividend income	-	-	16,921	-
Income from insurance intermediation	61,123	50,335	39,673	33,773
Income regarding movable and immovable assets resulting from debt enforcement	1,416	2,662	931	1,612
Income from indemnities, fines and penalties	2,199	1,899	1,562	1,016
Income from VISA, MASTERCARD, WU services	30,497	29,399	30,490	29,393
Other operating income (i)	23,668	25,363	20,452	10,810
<b>Total</b>	<b>118,903</b>	<b>109,658</b>	<b>110,029</b>	<b>76,604</b>

(i) The category "Other operating income" includes the following types of income: debt recoveries related to closed accounts, cash at hand differences, income from recovered legal expenses, other recoveries from operating expenses.

**12. Net income (-)/expenses from impairment allowance, expected losses on assets, provisions for other risks and loan commitments**

**(a) Impairment or reversal of impairment on financial assets not measured at fair value through profit or loss**

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-03-2024</b>	<b>31-03-2025</b>	<b>31-03-2024</b>
Net impairment allowance on assets (i)	355,737	66,780	278,114	8,704
Net loss on loans written off	341	22	-	-
Net loss on finance lease receivables written off	200	129	-	-
Provisions for other risks and loan commitments	(31,360)	(19,602)	(6,268)	(14,268)
Recoveries from loans written off	(31,432)	(39,639)	(25,910)	(36,971)
Recoveries from finance lease receivables written off	(255)	(180)	-	-
<b>Net income (-)/Expenses from impairment allowance, expected losses on assets, provisions for other risks and loan commitments</b>	<b>293,231</b>	<b>7,510</b>	<b>245,936</b>	<b>(42,535)</b>

(i) Net impairment allowance on assets include the following:

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-03-2024</b>	<b>31-03-2025</b>	<b>31-03-2024</b>
Loans and advances to customers	364,185	47,417	277,519	13,828
Treasury and inter-bank operations	(2,137)	1,260	(2,161)	(1,799)
Finance lease receivables	(17,202)	19,147	-	-
Investments in subsidiaries	2,005	-	-	-
Investment securities	11,814	3,958	7,338	2,710
Other financial assets	(2,928)	(5,002)	(4,582)	(6,035)
<b>Net impairment allowance on assets</b>	<b>355,737</b>	<b>66,780</b>	<b>278,114</b>	<b>8,704</b>

## Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 12. Net income (-)/expenses from impairment allowance, expected losses on assets, provisions for other risks and loan commitments (*continued*)

#### (b) Other Provisions and reversal of provisions

<i>In RON thousand</i>	Group		Bank	
	31-03-2025	31-03-2024	31-03-2025	31-03-2024
Other non-financial assets	(2,643)	(709)	(1,423)	-
Tangible and intangible assets	(423)	-	-	-
Litigation and other risks	739	(3,860)	49	(3,424)
<b>Other Provisions and reversal of provisions</b>	<b>(2,327)</b>	<b>(4,569)</b>	<b>(1,374)</b>	<b>(3,424)</b>

### 13. Personnel expenses

<i>In RON thousand</i>	Group		Bank	
	31-03-2025	31-03-2024	31-03-2025	31-03-2024
Gross salaries	647,528	449,783	436,078	372,625
Social protection contribution	24,113	18,388	13,462	11,194
Share-based payments to employees	46,660	36,086	46,660	36,086
3rd Pension Pillar	4,095	3,965	3,712	3,602
Other staff expenses	36,346	33,139	29,223	28,747
Net expenses with provisions for overdue vacations and other provisions	(36,671)	38,512	47,658	29,859
<b>Total</b>	<b>722,071</b>	<b>579,873</b>	<b>576,793</b>	<b>482,113</b>

### 14. Other operating expenses

<i>In RON thousand</i>	Group		Bank	
	31-03-2025	31-03-2024	31-03-2025	31-03-2024
Rent and operating lease expense	5,530	2,480	3,739	1,917
Repairs and maintenance expenses	136,489	86,325	90,973	75,290
Advertising, marketing, entertainment and sponsorship expenses	55,709	31,110	44,099	26,374
Mail, telecommunication and SMS traffic expenses	29,575	18,596	18,594	15,737
Materials and stationery expenses	27,902	25,276	20,777	22,160
Other professional fees, including legal expenses	9,667	10,000	8,314	8,501
Electricity and heating	17,807	10,979	15,763	9,409
Business travel, transportation and temporary relocation expenses	20,396	17,045	18,380	16,035
Insurance costs	11,174	8,536	7,057	7,639
Taxes (*)	81,465	72,107	76,140	70,285
Write-off and loss on disposal of tangible assets	4,676	-	226	-
Write-off and loss on disposal of intangible assets	21,547	-	-	-
Security and protection	10,352	8,552	9,157	8,030
Expenses related to archiving services	4,116	6,227	3,574	5,963
Expenses related to database queries from the Trade Register and the Credit Bureau	3,037	2,155	2,536	1,614
Expenses with foreclosed assets	2,958	2,267	1,938	2,016
Audit, advisory and other services provided by the independent auditor	2,076	3,320	1,192	2,484
Other operating expenses	52,053	33,453	31,925	23,587
<b>Total other operating expenses</b>	<b>496,529</b>	<b>338,428</b>	<b>354,384</b>	<b>297,041</b>

(\*) Starting from 2024, the "Taxes and contributions" line also includes the turnover tax calculated for the reported period, representing 2% of the turnover, amounting RON 78,109 thousand for the Group and RON 75,602 thousand for the Bank.

# Banca Transilvania S.A.

## Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 15. Income tax expense

<i>In RON thousand</i>	Group		Bank	
	31-03-2025	31-03-2024	31-03-2025	31-03-2024
<b>Gross Profit</b>	<b>1,011,687</b>	<b>1,308,155</b>	<b>842,733</b>	<b>1,072,628</b>
<b>Statutory tax rate (2025: 16%; 2024: 16%) (*)</b>	<b>(161,870)</b>	<b>(209,305)</b>	<b>(134,837)</b>	<b>(171,620)</b>
<b>Fiscal effect of income tax on the following elements:</b>				
- Non-taxable income	27,219	33,557	48,390	12,232
- Non-deductible expense	24,074	46,937	30,394	29,872
- Tax deductions	(72,323)	(37,718)	(56,139)	(41,145)
- Income related items	39,271	24,348	36,894	23,506
- Expense related items	(91,808)	(17)	(90,622)	(1)
- Current profit tax from previous years related to acquisitions	123,086	7	122,944	-
	4,919	-	4,919	-
<b>Income tax expense</b>	<b>(134,651)</b>	<b>(175,748)</b>	<b>(86,447)</b>	<b>(159,388)</b>

(\*) Income tax rate for Victoriabank S.A. and BT Leasing MD S.R.L. is 12%.

### 16. Cash and current accounts with Central Banks

<i>In RON thousand</i>	Group		Bank	
	31-03-2025	31-12-2024	31-03-2025	31-12-2024
Minimum reserve requirement	19,201,339	16,501,355	17,159,809	12,193,009
Cash on hand and other values	4,672,664	5,448,815	4,403,732	4,715,351
<b>Total</b>	<b>23,874,003</b>	<b>21,950,170</b>	<b>21,563,541</b>	<b>16,908,360</b>

Reconciliation of cash and cash equivalents with the separate and consolidated statement of financial position.

<i>In RON thousand</i>	Group		Bank	
	31-03-2025	31-12-2024	31-03-2025	31-12-2024
Cash and current accounts with Central Banks (*)	23,869,601	17,425,427	21,308,783	16,906,873
Placements with banks - maturity below 3 months	7,559,492	11,239,353	5,893,076	10,005,003
Reverse-repo transactions	500,485	1,000,412	500,485	1,000,412
Loans and advances to credit institutions with maturity below 3 months	-	-	-	-
Financial assets measured at fair value through other items of comprehensive income with maturity below 3 months	-	298,328	-	298,328
Financial assets at amortized cost – debt instruments	191,534	585,123	-	-
<b>Cash and cash equivalents in the cash flow statement</b>	<b>32,121,112</b>	<b>30,548,643</b>	<b>27,702,344</b>	<b>28,210,616</b>

(\*) At Group level, the cash and current accounts with Central Banks do not include the accrual and interest receivable in the amount of RON 4,402 thousand (2024: RON 3,402 thousand) and at the level of the Bank in the amount of RON 1,889 thousand (2024: RON 1,487 thousand)

## Banca Transilvania S.A.

# Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 17. Placements with banks and public institutions

<i>In RON thousand</i>	Group		Bank	
	31-03-2025	31-12-2024	31-03-2025	31-12-2024
Current accounts with other banks	1,166,015	1,120,402	845,842	801,165
Sight, collateral and term deposits with other banks	6,746,183	11,134,045	5,940,237	10,437,501
Reverse repo transactions	500,564	1,001,246	500,564	1,001,246
Loans and advances to credit institutions	462,046	459,177	462,046	1,372,145
<b>Total</b>	<b>8,874,808</b>	<b>13,714,870</b>	<b>7,748,689</b>	<b>13,612,057</b>

Except for sale and reverse-repo agreements, the amounts due from other banks are not guaranteed.

As at March 31, 2025, the placements with banks included reverse-repo securities, term deposits and loans and advances to credit institutions with maturity up to 3 months, which are also included in the separate and consolidated statement of cash flows, as follows: reverse-repo in amount of RON 500,485 thousand, deposits in amount of RON 5,688,801 thousand and loans and advances to credit institutions of RON 0 thousand at Group level, and reverse-repo of RON 500,485 thousand, deposits in amount of RON 5,128,869 thousand and loans and advances to credit institutions in amount of RON 0 thousand at Bank level (December 31, 2024: reverse-repo in amount of RON 1,000,412 thousand, deposits in amount of RON 9,031,928 thousand and loans and advances to credit institutions of RON 0 thousand at Group level, and reverse-repo in amount of RON 1,000,412 thousand, deposits in amount of RON 8,471,996 thousand and loans and advances to credit institutions in amount of RON 0 thousand at Bank level).

### 18. Financial assets at fair value through profit or loss

#### a) Held-for-trading financial assets measured at fair value through profit or loss

The structure of financial assets held-for-trading and measured at fair value through profit or loss is presented in the table below:

<i>In RON thousand</i>	Group		Bank	
	31-03-2025	31-12-2024	31-03-2025	31-12-2024
Equity instruments	264,274	249,120	18,160	17,833
Debt instruments	147,310	140,697	-	-
<b>Total</b>	<b>411,584</b>	<b>389,817</b>	<b>18,160</b>	<b>17,833</b>

#### b) Financial assets which are required to be measured at fair value through profit or loss

The structure of financial assets which are required to be measured at fair value through profit or loss is presented in the table below:

<i>In RON thousand</i>	Group		Bank	
	31-03-2025	31-12-2024	31-03-2025	31-12-2024
Equity instruments (*)	428,600	406,759	428,600	373,337
Debt instruments	1,040,098	1,062,255	1,646,273	1,642,097
<b>Total</b>	<b>1,468,698</b>	<b>1,469,014</b>	<b>2,074,873</b>	<b>2,015,434</b>

(\*) The Group and the Bank have included in this category the VISA and Mastercard shares, both the ordinary ones from category A / B, as well as the preferential ones from category C.

## Banca Transilvania S.A.

# Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 19. Loans and advances to customers

The Group's and Bank's commercial lending is concentrated on Romanian and Moldavian companies and individuals.

The structure of the credit portfolio of the Group and the Bank as at March 31, 2025 and December 31, 2024 is the following:

<i>In RON thousand</i>	Group		Bank	
	31-03-2025	31-12-2024	31-03-2025	31-12-2024
Corporate and government institutions	39,735,249	39,410,672	45,244,725	40,584,047
Small and medium enterprises	13,879,193	13,400,980	13,323,240	11,695,683
Consumer loans and card loans granted to retail customers	16,947,192	16,522,596	16,265,558	14,520,308
Mortgage loans	24,538,716	24,083,037	23,970,571	19,303,938
Loans granted by non-banking financial institutions	2,717,924	2,612,419	-	-
Other	95,674	85,559	87,283	78,423
<b>Total loans and advances to customers before impairment allowance</b>	<b>97,913,948</b>	<b>96,115,263</b>	<b>98,891,377</b>	<b>86,182,399</b>
Allowances for impairment losses on loans	(5,759,986)	(5,335,637)	(5,474,039)	(4,792,410)
<b>Total loans and advances to customers net of impairment allowance</b>	<b>92,153,962</b>	<b>90,779,626</b>	<b>93,417,338</b>	<b>81,389,989</b>

The risk distribution of the credit portfolio per sectors as at 31 March 2025 and 31 December 2024, is the following:

<i>In RON thousand</i>	Group		Bank	
	31-03-2025	31-12-2024	31-03-2025	31-12-2024
Retail	42,846,397	41,926,881	40,323,412	33,902,669
Government Bodies	10,248,686	10,221,339	10,242,725	10,107,807
Trading	9,601,797	9,958,558	8,650,506	8,151,107
Manufacturing	7,050,062	6,968,403	6,687,783	5,948,616
Real Estate	4,703,424	4,599,634	4,706,766	3,268,275
Agriculture	4,620,074	4,483,984	4,530,162	3,567,576
Services	4,085,437	4,442,282	3,716,433	3,762,432
Constructions	3,175,024	3,072,761	3,066,379	2,652,422
Transportation	2,765,970	3,055,221	2,466,888	2,514,925
Energy Industry	2,294,584	2,135,772	2,213,071	1,850,760
Health and social care services	1,866,245	-	1,840,182	-
Financial Institutions	1,544,118	1,511,080	7,701,232	7,345,469
Self-employed	1,517,670	1,412,545	1,245,437	1,088,856
Others	659,491	1,592,231	619,302	1,386,875
Telecommunications	480,877	440,984	466,244	413,199
Mining Industry	194,558	115,735	192,651	86,868
Chemical Industry	129,014	160,921	124,699	119,460
Education	115,067	-	83,631	-
Fishing	15,453	16,932	13,874	15,083
<b>Total loans and advances to customers before impairment allowance</b>	<b>97,913,948</b>	<b>96,115,263</b>	<b>98,891,377</b>	<b>86,182,399</b>
Allowances for impairment losses on loans	(5,759,986)	(5,335,637)	(5,474,039)	(4,792,410)
<b>Total loans and advances to customers, net of impairment allowance</b>	<b>92,153,962</b>	<b>90,779,626</b>	<b>93,417,338</b>	<b>81,389,989</b>

Starting with 2025, the industrial classification reflects NACE Rev. 3 according to GD 284/2025. Comparative data are presented according to the previous structure, without retroactive adjustments (note 1 e) (iv)).

The explanatory notes to the financial statements from page 11 to page 56 are an integral part of these financial statements. 41

## Banca Transilvania S.A.

# Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 20. Finance lease receivables

The Group acts as a lessor under finance lease agreements, concluded mainly for financing motor vehicles and equipment. The lease agreements are denominated in EUR, RON and MDL and typically run for a period between 2 and maximum 10 years, with the transfer of ownership over the leased assets upon the termination of the lease agreement.

The lease receivables are secured by the underlying assets and by other collateral. The breakdown of finance lease receivables according to their maturity is presented below:

<i>In RON thousand</i>	<b>31-03-2025</b>	<b>31-12-2024</b>
Finance lease receivables with maturity below 1 year, gross	2,387,496	2,367,470
Finance lease receivables with maturity between 1-2 years, gross	1,783,445	1,789,151
Finance lease receivables with maturity between 2-3 years, gross	1,279,404	1,289,248
Finance lease receivables with maturity between 3-4 years, gross	765,448	790,037
Finance lease receivables with maturity between 4-5 years, gross	304,729	324,513
Finance lease receivables with maturity above 5 years, gross	27,945	26,114
<b>Total finance lease receivables, gross</b>	<b><u>6,548,467</u></b>	<b><u>6,586,533</u></b>
Future interest related to finance lease receivables	(700,318)	(725,966)
Total finance lease receivables, net of future interest	5,848,150	5,860,567
Impairment allowances for finance lease receivables	(250,066)	(270,331)
<b>Total finance lease receivables</b>	<b><u>5,598,084</u></b>	<b><u>5,590,236</u></b>

The lease contracts are originated and managed through BT Leasing Transilvania IFN S.A., BT Leasing MD S.R.L. and Avant Leasing IFN S.A..

### 21. Investment securities

#### a) Financial assets measured at fair value through other items of comprehensive income

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>31-03-2025</b>	<b>31-12-2024</b>
<b>Debt instruments, of which</b>	<b>42,922,807</b>	<b>43,780,045</b>	<b>42,425,509</b>	<b>43,102,794</b>
- Central administrations	40,936,453	41,803,049	40,439,154	41,125,798
- Credit institutions	1,481,537	1,468,254	1,481,537	1,468,254
- Other financial companies	504,817	508,742	504,818	508,742
- Non-financial institutions	-	-	-	-
<b>Equity instruments, of which:</b>	<b>173,551</b>	<b>171,366</b>	<b>22,783</b>	<b>22,780</b>
- Other financial companies	143,773	141,588	19,976	19,973
- Non-financial institutions	29,778	29,778	2,807	2,807
<b>Loans and advances to customers</b>	<b>26,177</b>	<b>25,924</b>	<b>26,177</b>	<b>25,924</b>
- Central administrations	26,177	25,924	26,177	25,924
<b>Total</b>	<b><u>43,122,535</u></b>	<b><u>43,977,335</u></b>	<b><u>42,474,469</u></b>	<b><u>43,151,498</u></b>

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **21. Investment securities (continued)**

#### **b) Financial assets at amortized cost - debt instruments**

In the period ended on March 31, 2025, the Group classified as financial assets measures at amortized cost - debt instruments, bonds in amount of RON 24,742,038 thousand, and the Bank bonds in amount of RON 22,832,008 thousand (December 31, 2024: RON 22,401,071 thousand for the Group and RON 19,376,763 thousand for the Bank).

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>31-03-2025</b>	<b>31-12-2024</b>
<b>Debt instruments, of which</b>				
- Central Banks	191,534	585,123	-	-
- Central administrations	22,086,323	19,356,757	20,369,827	16,917,571
- Credit institutions	866,741	867,818	866,741	867,818
- Other financial companies	1,528,846	1,523,608	1,528,846	1,523,608
- Non-financial institutions	68,593	67,765	68,594	67,766
<b>Total</b>	<b>24,742,038</b>	<b>22,401,071</b>	<b>22,834,008</b>	<b>19,376,763</b>

### **22. Other financial assets**

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>31-03-2025</b>	<b>31-12-2024</b>
Amounts under settlement	1,089,292	951,326	1,046,260	858,008
Non-recourse factoring	561,226	664,941	557,392	646,520
Sundry debtors and advances for non-current assets	653,539	680,265	479,822	469,911
Cheques and other instruments to be encashed	66,587	78,001	66,587	57,170
Other financial assets	55,973	98,771	49,512	58,024
Impairment allowance for other financial assets	(121,773)	(145,937)	(68,356)	(76,555)
<b>Total</b>	<b>2,304,844</b>	<b>2,327,367</b>	<b>2,131,217</b>	<b>2,013,078</b>

As at March 31, 2025, out of RON 2,304,844 thousand (December 31, 2024: RON 2,327,367 thousand), the Group's other impaired financial assets amounted to RON 111,781 thousand (December 31, 2024: RON 132,247 thousand).

As at March 31, 2025 out of RON 2,131,217 thousand (December 31, 2024: RON 2,013,078 thousand), the Bank's other impaired financial assets amounted to RON 53,271 thousand (December 31, 2024: RON 53,109 thousand).

### **23. Other non-financial assets**

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>31-03-2025</b>	<b>31-12-2024</b>
Inventories and similar assets	118,743	154,960	77,545	69,569
Prepaid expenses	170,227	174,416	130,839	136,579
VAT and other taxes to be received	6,298	3,224	5,223	1,496
Other non-financial assets	96,982	90,344	45,838	43,131
Impairment allowance for other non-financial assets	(15,052)	(17,700)	(6,661)	(6,661)
<b>Total</b>	<b>377,198</b>	<b>405,244</b>	<b>252,784</b>	<b>244,114</b>

### **24. Deposits from banks**

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>31-03-2025</b>	<b>31-12-2024</b>
Sight demand	381,527	688,183	394,815	662,005
Term deposits	121,110	262,972	121,110	511,773
<b>Total</b>	<b>502,637</b>	<b>951,155</b>	<b>515,925</b>	<b>1,173,778</b>

**Notes to the Interim Condensed Consolidated and Separate Financial Statements**

**25. Deposits from customers**

	Group		Bank	
	31-03-2025	31-12-2024	31-03-2025	31-12-2024
<i>In RON thousand</i>				
Current accounts	77,187,646	80,616,609	73,976,009	73,448,427
Sight demand	1,206,208	1,490,483	1,270,045	1,045,586
Term deposits	85,765,953	84,417,244	83,652,283	75,233,217
Collateral deposits	1,275,244	1,344,930	1,222,863	1,058,024
<b>Total</b>	<b>165,435,051</b>	<b>167,869,266</b>	<b>160,121,200</b>	<b>150,785,254</b>

Deposits from customers can be also analyzed as follows:

	Group		Bank	
	31-03-2025	31-12-2024	31-03-2025	31-12-2024
<i>In RON thousand</i>				
Retail	108,270,579	108,514,223	104,253,078	98,028,750
Companies	57,164,472	59,355,043	55,868,122	52,756,504
<b>Total</b>	<b>165,435,051</b>	<b>167,869,266</b>	<b>160,121,200</b>	<b>150,785,254</b>

**26. Loans from banks and other financial institutions**

	Group		Bank	
	31-03-2025	31-12-2024	31-03-2025	31-12-2024
<i>In RON thousand</i>				
Loans from government entities	26,772	27,703	-	-
Loans from commercial banks	592,618	686,506	-	-
- Romanian banks	592,618	686,506	-	-
- Foreign banks	-	-	-	-
Loans from development banks	916,648	939,485	889,195	900,339
Repurchase agreements (repo transactions)	1,395,976	201,226	1,395,976	162,529
Other funds from financial institutions	139,115	144,069	2,357	2,531
Issued bonds	10,423,760	10,238,727	10,328,232	10,144,092
<b>Total</b>	<b>13,494,889</b>	<b>12,237,716</b>	<b>12,615,760</b>	<b>11,209,491</b>

The covenants stipulated in the loan agreements signed with the creditors were met by the Group and the Bank at March 31, 2025 and December 31, 2024.

The table below summarizes the underlying securities of repo agreements

	Group			
	31-03-2025		31-12-2024	
	Transferred assets	Related liabilities	Transferred assets	Related liabilities
<i>In RON thousand</i>				
Financial assets measured at fair value through other items of comprehensive income	1,358,595	1,325,000	162,603	162,529
Financial assets at amortized cost	70,954	70,976	38,872	38,697
<b>Total</b>	<b>1,429,549</b>	<b>1,395,976</b>	<b>201,475</b>	<b>201,226</b>
	Bank			
	31-03-2025		31-12-2024	
	Transferred assets	Related liabilities	Transferred assets	Related liabilities
<i>In RON thousand</i>				
Financial assets measured at fair value through other items of comprehensive income	1,358,595	1,325,000	162,603	162,529
Financial assets at amortized cost	70,954	70,976	-	-
<b>Total</b>	<b>1,429,549</b>	<b>1,395,976</b>	<b>162,603</b>	<b>162,529</b>

## Banca Transilvania S.A.

# Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 27. Subordinated liabilities

As at March 31, 2025 and December 31, 2024, the covenants stipulated in the loan agreements signed with the creditors were met by the Bank and the Group.

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>31-03-2025</b>	<b>31-12-2024</b>
Loans from development banks and financial institutions	125,166	122,959	-	-
Non-convertible bonds	2,454,247	2,407,576	2,451,805	2,405,137
<b>Total</b>	<b>2,579,413</b>	<b>2,530,535</b>	<b>2,451,805</b>	<b>2,405,137</b>

### 28. Provisions for other risks and loan commitments

The following items are included under Provisions for other risks and loan commitments:

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>31-03-2025</b>	<b>31-12-2024</b>
Provisions for loan commitments, financial guarantees and other commitments given	383,211	416,485	358,124	346,802
Provisions for employee benefits as compensated absences	63,303	49,521	53,042	29,094
Provisions for other employee benefits	180,745	232,768	121,835	78,523
Provisions for litigation, other risks and charges (*)	129,343	128,664	121,923	45,693
<b>Total</b>	<b>756,602</b>	<b>827,438</b>	<b>654,924</b>	<b>500,112</b>

(\*) Provisions for other risks and charges primarily include provisions for litigation and other risks taken after the merger with Volksbank Romania S.A., Bancpost S.A. and OTP Bank S.A..

### 29. Other financial liabilities

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>31-03-2025</b>	<b>31-12-2024</b>
Amounts under settlement	3,701,838	3,159,476	3,066,100	2,238,406
Sundry creditors	584,293	483,664	395,335	263,358
Dividends payable	34,948	35,090	34,910	35,052
Other financial liabilities	59,498	89,480	39,980	46,075
<b>Total</b>	<b>4,380,577</b>	<b>3,767,710</b>	<b>3,536,325</b>	<b>2,582,891</b>

### 30. Other non-financial liabilities

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>31-03-2025</b>	<b>31-12-2024</b>
Other taxes payable	160,459	191,980	133,985	144,639
Other non-financial liabilities	138,968	120,993	104,625	76,024
<b>Total</b>	<b>299,427</b>	<b>312,973</b>	<b>238,610</b>	<b>220,663</b>

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **31. Earnings per share**

The calculation of basic earnings per share was based on the net consolidated profit attributable to ordinary shareholders of the parent company of RON 857,760 thousand (2024: RON 1,051,941 thousand) and on the weighted average number of ordinary shares outstanding during the year of 1,088,298,653 (2024 recalculated: 1,089,314,854 shares).

The diluted earnings per share is equal to the basic earnings per share.

	<b>Group</b>	
	<b>31-03-2025</b>	<b>31-03-2024</b>
Ordinary shares issued as at 1 January	916,879,846	798,658,233
The impact of shares issued as of 1 January	173,442,379	118,221,613
The impact of the shares repurchased during the year	(2,023,572)	(1,007,371)
The impact of the shares obtained from bonds conversion	-	-
The retroactive adjustment of the weighted average number of outstanding shares as at March 31, 2024	-	173,442,379
<b>Weighted average number of shares</b>	<b>1,088,298,653</b>	<b>1,089,314,854</b>
The number of shares that may be issued upon the conversion of bonds into shares	-	-
<b>Weighted average number of diluted shares</b>	<b>1,088,298,653</b>	<b>1,089,314,854</b>

### **32. Capital management**

The Bank's Board of Directors approves the conceptual design of the internal process for the assessment of the capital adequacy to risks, at least the scope, methodology and general objectives, and establishes the strategy regarding the planning of the capital, own funds and the capital adequacy to risks in Banca Transilvania S.A..

The Board of Directors makes decisions regarding the directions to be followed within the capital adequacy process, establishes the main projects in the field to be implemented, as well as the main objectives to be met for the best control of the correlation of the risks to which the Bank is exposed and the necessary shareholders' equity required to cover them and the development of sound risk management systems.

The National Bank of Romania monitors capital requirements both at the Group and at the Bank level.

Capital adequacy is determined according to the Regulation (EU) No 575/2013 of the European Parliament and of the Council and requires a minimum mandatory own funds level of:

- 4.5 % for core tier 1 own funds;
- 6.0 % for tier 1 own funds;
- 8.0 % for total own funds.

Likewise, pursuant to the regulated approaches for the determination of the minimum capital requirements and the EU Regulation 575/2013 corroborated with the provisions of the NBR Regulation 5/2013 and considering the capital buffers required by the NBR, the Group and the Bank maintain:

- a capital conservation buffer of 2.5% of the total value of the risk-weighted exposures between January 1, 2025 - March 31, 2025;
- an O-SII buffer of 2% of the total risk weighted exposures;
- a systemic risk buffer of 0% of the total value of the risk-weighted exposures for the period July 1, 2022 - March 31, 2025;
- the anticyclical capital buffer specific to the institution of 1% of the value of the risk-weighted valid starting from October 2023.

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **32. Capital management (continued)**

#### **Own funds adequacy**

The Group and the Bank use the following calculation methods in order to determine own fund requirements:

- Credit risk: standardized method;
- Market risk: capital requirements with respect to the foreign exchange risk and the trading portfolio are calculated based on the standard method;
- Operational risk: own fund requirements for the coverage of operational risk are calculated according to the base method.

The Group and the Bank comply with the above regulations, the level of the capital adequacy ratio exceeding the minimum mandatory requirements imposed by the law.

As at March 31, 2025 and December 31, 2024, the Group and the Bank complied with all the capital adequacy requirements. Under the current capital requirements set by the European Banking Authority, banks have to maintain a ratio of regulatory capital to risk weighted assets (“statutory capital ratio”) above a prescribed minimum level. The amount of capital that the Group managed was RON 17,915,681 thousand as of March 31, 2025 (December 31, 2024: RON 18,809,175 thousand), regulatory capital amounts to RON 12,129,427 thousand (December 31, 2024: RON 11,861,816 thousand) and the Group and the Bank have complied with all externally imposed capital requirements for period ended March 31, 2025 and December 31, 2024.

According to the applicable legal requirements on regulatory capital, the Group’s and the Bank’s own funds include:

- Tier I, which includes subscribed and paid in capital, share premiums, eligible reserves, retained earnings and deductions laid down in the applicable legal provisions;
- Tier II own funds, which include subordinated loans and deductions laid down in the applicable legal provisions.

The Group manages its capital base in a flexible manner, by monitoring regulatory capital requirements, by anticipating the adequate adjustments required for the achievement of its objectives as well as by optimizing the structure of assets and shareholders’ equity.

The planning and monitoring activity takes into consideration the total own funds, on the one hand and the requirements of own funds, on the other hand.

The level and the requirements of own funds as at March 31, 2025 and December 31, 2024 are as follows:

<i>In RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>31-03-2025</b>	<b>31-12-2024</b>
Tier 1 own funds	15,835,536	16,707,830	13,727,933	14,413,233
Tier 2 own funds	2,080,145	2,101,345	1,954,979	1,978,386
<b>Total own funds</b>	<b>17,915,681</b>	<b>18,809,175</b>	<b>15,682,912</b>	<b>16,391,619</b>

The capital adequacy ratio (CAR) is calculated as a ratio between own funds and total risk-weighted assets:

<i>In %</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>31-03-2025</b>	<b>31-12-2024</b>
Core tier one ratio	17.62	19.02	17.30	20.83
Tier 1 ratio	17.62	19.02	17.30	20.83
CAR	19.94	21.41	19.76	23.69

*Note: The calculation of the Group’s and the Bank’s own funds considers the statutory profit of the Group, respectively of the Bank for the financial period ended on December 31, 2024. For the three-month period ended March 31, 2025, the current profit was not considered in the calculation of own funds. Regulatory capital as at December 31, 2024 was calculated according to the IFRS standards endorsed by the European Union. Regulatory capital as at March 31, 2025 was calculated according with the new requirements set out in the legislative framework of the CRR3 reform package.*

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **32. Capital management (continued)**

In May 2024, the European Parliament and the Council adopted Regulation (EU) 2024/1623 amending Regulation (EU) no. 575/2013 as regards requirements for credit risk, credit adjustment risk, operational risk and market risk (hereinafter referred to as CRR3) and Directive (EU) 2024/1619 amending Directive 2013/36/EU as regards supervisory powers, sanctions, third-country branches and environmental, social and governance risks. The above-mentioned Regulation and Directive reflect the implementation of the final Basel III reform package in the EU.

CRR3 has entered into force on January 1, 2025, applicable for prudential reporting related to the reference date March 31, 2025, while CRD6 is to be transposed into national law by January 2026 (i.e. 18 months after entry into force on July 9, 2024).

Thus, starting from March 31, 2025, prudential reporting is prepared in accordance with the new requirements provided by the legislative framework of the CRR3 reform package. Regarding the impact of these changes on the main capital adequacy indicators, it is observed that they remain at levels above the minimum regulated requirements, without recording a significant impact from the implementation of the new rules.

### **33. Credit risk management**

Concentrations of credit risk that arise from financial instruments exist for groups of counterparties when they have similar economic characteristics that would cause their ability to meet contractual obligations to be similarly affected by changes in economic or other conditions. The major concentrations of credit risk arise by individual counterparty and by type of customer in relation to the Group's and the Bank's loans and advances, loan commitments, finance lease and guarantees issued. The table below presents the concentration by class of the on-balance sheet exposures related to the Group's and the Bank's loan and leasing portfolio:

<i>RON thousand</i>	<b>Group</b>		<b>Bank</b>	
	<b>31-03-2025</b>	<b>31-12-2024</b>	<b>31-03-2025</b>	<b>31-12-2024</b>
Corporate and public institutions	39,735,249	39,410,671	45,244,725	40,584,047
Small and medium enterprises	13,879,193	13,400,981	13,323,240	11,695,683
Consumer loans and card loans granted to retail customers	16,947,192	16,522,596	16,265,558	14,520,308
Mortgage loans	24,538,716	24,083,037	23,970,571	19,303,938
Loans and finance lease receivables granted by non-banking financial institutions	8,566,074	8,472,986	-	-
Other	95,674	85,559	87,283	78,423
<b>Total loans and advances to customers and financial lease receivables before impairment allowance</b>	<b>103,762,098</b>	<b>101,975,830</b>	<b>98,891,377</b>	<b>86,182,399</b>
Allowances for impairment losses on loans and financial lease receivables	(6,010,052)	(5,605,968)	(5,474,039)	(4,792,410)
<b>Total loans and advances to customers and financial lease receivables net of impairment allowance</b>	<b>97,752,046</b>	<b>96,369,862</b>	<b>93,417,338</b>	<b>81,389,989</b>

At March 31, 2025, the total irrevocable on-balance and off-balance sheet exposure was of RON 109,358,758 thousand (December 31, 2024: RON 108,846,295 thousand) for the Group and RON 103,329,531 thousand (December 31, 2024: RON 89,925,528 thousand) for the Bank. The amounts presented above reflect the maximum accounting loss that would be recognized at the reporting date if the customers failed completely to perform their contractual obligations and if any collateral or security proved to be of no value. The Group and the Bank hold guarantees for loans and advances to customers in the form of pledge over cash deposits, mortgage over property, guarantees and other pledges over equipment and/or receivables. The estimates of fair value are based on the collateral value assessed at the date of lending, except when a loan is individually assessed subsequently. Collateral is generally not held over loans and advances to banks.

**Notes to the Interim Condensed Consolidated and Separate Financial Statements**

**33. Credit risk management (continued)**

The Group and the Bank use risk grades for loans both individually and collectively assessed. According to the Group's and the Bank's policies, a loan can be assigned a corresponding risk grade based on a 6-level classification: very low risk, low risk, moderate risk, sensitive risk, high risk and the highest risk for non-performing loans (default).

The classification of loans into groups is mainly based on the client scoring systems of the Group and the Bank.

The exposures to credit risk for loans and advances to customers and financial lease receivables at Group consolidated level, as at March 31, 2025, are presented below:

<b>At amortized cost</b> <i>In RON thousand</i>	<b>Assets for which the credit risk has not increased significantly since the initial recognition (Stage 1)</b>	<b>Assets for which the credit risk has significantly increased since the initial recognition, but which are not impaired (Stage 2)</b>	<b>Assets impaired at the reporting date (Stage 3)</b>	<b>Assets impaired on initial recognition (POCI)</b>	<b>Total 2025</b>
Corporate and government institutions	33,664,456	4,963,227	921,502	186,064	<b>39,735,249</b>
Small and medium enterprises	10,399,578	2,645,560	751,422	82,633	<b>13,879,193</b>
Consumer loans and card loans granted to retail customers	13,110,360	2,796,556	916,204	124,072	<b>16,947,192</b>
Mortgage loans	21,304,339	2,912,466	206,935	114,976	<b>24,538,716</b>
Loans and finance lease receivables granted to non-banking financial institutions	6,281,010	1,566,513	615,477	103,074	<b>8,566,074</b>
Other	663	73,583	21,308	120	<b>95,674</b>
<b>Total loans and advances to customers and financial lease receivables before impairment allowance</b>	<b>84,760,406</b>	<b>14,957,905</b>	<b>3,432,848</b>	<b>610,939</b>	<b>103,762,098</b>
Allowances for impairment losses on loans and financial lease receivables	(1,550,927)	(2,158,441)	(2,213,447)	(87,237)	<b>(6,010,052)</b>
<b>Total loans and advances to customers and financial lease receivables net of impairment allowance</b>	<b>83,209,479</b>	<b>12,799,464</b>	<b>1,219,401</b>	<b>523,702</b>	<b>97,752,046</b>

**Notes to the Interim Condensed Consolidated and Separate Financial Statements**

**33. Credit risk management (continued)**

The exposures to credit risk for loans and advances to customers and financial lease receivables at Group consolidated level, as at December 31, 2024, are presented below:

<b>At amortized cost</b> <i>In RON thousand</i>	<b>Assets for which the credit risk has not increased significantly since the initial recognition (Stage 1)</b>	<b>Assets for which the credit risk has significantly increased since the initial recognition, but which are not impaired (Stage 2)</b>	<b>Assets impaired at the reporting date (Stage 3)</b>	<b>Assets impaired on initial recognition (POCI)</b>	<b>Total 2024</b>
Corporate and public institutions	34,168,153	4,386,972	663,450	192,096	<b>39,410,671</b>
Small and medium enterprises	10,223,433	2,376,096	712,965	88,487	<b>13,400,981</b>
Consumer loans and card loans granted to retail customers	12,848,451	2,657,086	884,381	132,678	<b>16,522,596</b>
Mortgage loans	21,053,574	2,718,801	189,748	120,914	<b>24,083,037</b>
Loans and finance lease receivables granted to non-banking financial institutions	6,152,668	1,599,722	603,852	116,744	<b>8,472,986</b>
Other	23	65,385	20,062	89	<b>85,559</b>
<b>Total loans and advances to customers and financial lease receivables before impairment allowance</b>	<b>84,446,302</b>	<b>13,804,062</b>	<b>3,074,458</b>	<b>651,008</b>	<b>101,975,830</b>
Allowances for impairment losses on loans and advances to customers, financial lease receivables	(1,550,102)	(2,029,087)	(1,959,456)	(67,323)	<b>(5,605,968)</b>
<b>Total loans and advances to customers and financial lease receivables net of impairment allowance</b>	<b>82,896,200</b>	<b>11,774,975</b>	<b>1,115,002</b>	<b>583,685</b>	<b>96,369,862</b>

**Notes to the Interim Condensed Consolidated and Separate Financial Statements**

**33. Credit risk management (continued)**

The exposures to credit risk for loans and advances to customers at Bank level, as at March 31, 2025, are presented below:

<b>At amortized cost</b>	<b>Assets for which the credit risk has not increased significantly since the initial recognition (Stage 1)</b>	<b>Assets for which the credit risk has significantly increased since the initial recognition, but which are not impaired (Stage 2)</b>	<b>Assets impaired at the reporting date (Stage 3)</b>	<b>Assets impaired on initial recognition (POCI)</b>	<b>Total 2025</b>
<i>In RON thousand</i>					
Corporate and government institutions	39,263,063	4,905,362	890,236	186,064	<b>45,244,725</b>
Small and medium enterprises	9,916,404	2,591,619	733,118	82,099	<b>13,323,240</b>
Consumer loans and card loans granted to retail customers	12,479,741	2,777,686	883,708	124,423	<b>16,265,558</b>
Mortgage loans	20,749,741	2,905,297	200,557	114,976	<b>23,970,571</b>
Other	663	65,252	21,249	119	<b>87,283</b>
<b>Total loans and advances to customers before impairment allowance</b>	<b>82,409,612</b>	<b>13,245,216</b>	<b>2,728,868</b>	<b>507,681</b>	<b>98,891,377</b>
Allowances for impairment losses on loans	(1,528,810)	(2,028,213)	(1,855,122)	(61,894)	<b>(5,474,039)</b>
<b>Total loans and advances to customers net of impairment allowance</b>	<b>80,880,802</b>	<b>11,217,003</b>	<b>873,746</b>	<b>445,787</b>	<b>93,417,338</b>

The exposures to credit risk for loans and advances to customers at Bank level, as at December 31, 2024, are presented below:

<b>At amortized cost</b>	<b>Assets for which the credit risk has not increased significantly since the initial recognition (Stage 1)</b>	<b>Assets for which the credit risk has significantly increased since the initial recognition, but which are not impaired (Stage 2)</b>	<b>Assets impaired at the reporting date (Stage 3)</b>	<b>Assets impaired on initial recognition (POCI)</b>	<b>Total 2024</b>
<i>In RON thousand</i>					
Corporate and public institutions	35,904,623	4,053,479	562,583	63,362	<b>40,584,047</b>
Small and medium enterprises	8,828,433	2,230,604	622,735	13,911	<b>11,695,683</b>
Consumer loans and card loans granted to retail customers	11,038,655	2,582,650	833,561	65,442	<b>14,520,308</b>
Mortgage loans	16,505,280	2,612,333	158,561	27,764	<b>19,303,938</b>
Other	23	58,310	20,004	86	<b>78,423</b>
<b>Total loans and advances to customers and financial lease receivables before impairment allowance</b>	<b>72,277,014</b>	<b>11,537,376</b>	<b>2,197,444</b>	<b>170,565</b>	<b>86,182,399</b>
Allowances for impairment losses on loans and advances to customers, financial lease receivables	(1,420,521)	(1,818,407)	(1,526,282)	(27,200)	<b>(4,792,410)</b>
<b>Total loans and advances to customers and financial lease receivables net of impairment allowance</b>	<b>70,856,493</b>	<b>9,718,969</b>	<b>671,162</b>	<b>143,365</b>	<b>81,389,989</b>

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **33. Credit risk management (continued)**

#### **Synthetic securitisation activity related to the loan portfolio**

Banca Transilvania (the Bank) concluded on December 22, 2023 a non-STS synthetic securitisation transaction with the European Investment Fund (EIF) and the European Investment Bank (EIB), effective from March 31, 2024. The synthetic securitization transaction is structured on a portfolio of loans granted to legal entities, initial securitisation in amount of RON 2,027.5 million.

During the transaction, the Bank retains at least 5% of the exposure of each loan included in the securitization portfolio.

The credit risk of the mezzanine and senior tranches is transferred to the EIF, while the credit risk of the junior tranche, representing 1.6% from initial portfolio, is assumed by the Bank.

EIF - as Guarantor, issued an irrevocable and unconditional Financial Guarantee in favour of Banca Transilvania S.A. (the Beneficiary) to guarantee the coverage of the loss related to each reference obligation, should such loss be allocated to the mezzanine and senior tranche, initial total amount of RON 1,995.1 million which represents 98.4% of securitised portfolio, after exceeding the losses retained by the Bank related to junior tranche and synthetic excess spread (cumulatively 2.8% of the total volume of the initial portfolio).

The financial guarantee is treated separately and does not result in any changes to the financial characteristics of the loan, representing a distinct mechanism for covering credit risk. As a result, it does not impact the calculation of expected credit losses.

The scheduled maturity date of the guarantee is December 31, 2039.

The EIF guarantee is counter-guaranteed by the EIB through a back-to-back hedge arrangement.

The Bank's objective is to support the real economy by transferring the benefits of more efficient use of the Bank's capital to the end-customer, in the form of a lower cost of loan. To this end, Banca Transilvania S.A. has concluded with the EIB a Mezzanine and a Senior Retrocession Agreement and Commitment Agreement for increased support for SMEs and Midcaps, to supply new lending of more than RON 2.64 billion, including also projects aligned with climate action and environmental sustainability, thus supporting the transition to a low-carbon economy.

The below stated amounts represent the securitized portfolio as of March 31, 2025:

<i>RON million</i>						
	<b>Date of contract</b>	<b>End of maturity</b>	<b>Portfolio type</b>	<b>Maximum amount of securitized portfolio</b>	<b>Securitized portfolio (Nb. Loans)</b>	<b>Outstanding amount</b>
<b>EIF synthetic securitization</b>	2023	2039	SME & CO	2,027.5	15,677	2,017.59
Senior tranche				1,670.67		1,662.36
Mezzanine tranche				324.40		322.79
Junior tranche				32.44		32.44

At the end of the financial year, the losses were fully allocated to the excess synthetic spread. According to the contract, the Bank will be able to benefit from reimbursements in the future for the losses associated with the defaulted reference obligations, but this benefit will only become realizable after the complete allocation of the losses to the excess synthetic spread and junior tranche.

## Banca Transilvania S.A.

# Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 33. Credit risk management (continued)

In accordance with the definition of a contingent asset, the bank considers that, although there is a possibility that an economic resource may be received in the future under the terms of the financial guarantee contract and the losses to be reimbursed, the realization of this asset remains uncertain. It depends on the allocation of losses to the excess synthetic spread and junior tranche.

The bank has not recognized this asset in the financial statements as of March 31, 2025, given the uncertainty regarding the timing and conditions under which the reimbursement will take place. The asset will be recognized only when there is virtually certain that the reimbursement will be made.

### 34. Business combinations

#### a) Acquisition of BCR Chisinau S.A.

On January 15, 2024, Victoriabank S.A. acquired 100% of the share package in BCR Chisinau S.A.. The Victoriabank S.A. subsidiary is controlled by Banca Transilvania S.A., therefore, starting from this date, Banca Transilvania S.A. also holds control in BCR Chisinau S.A..

This acquisition enables the Group to significantly strengthen its existing market position in the Republic of Moldova.

In the period of 12 months until December 31, 2024 BCR Chisinau S.A. contributed with a gain of RON 3.7 million to the Group's results. For simplification purposes the gain considered to the group results include also the period from January 1 until January 15, 2024.

Total contribution of BCR Chisinau S.A. to the profit of the Group since the acquisition until the reporting date is presented below:

	<b>In RON thousand</b>
Net interest income	27,317
Net fee and commission income	1,440
Operating income	10,079
Operating expenses	(34,251)
Income tax expense (-)	(874)
Total	3,711

#### The consideration transferred

The fair value of the transferred consideration is RON 57,145 thousand and was paid in cash on the acquisition date. No capital instruments were issued as part of the acquisition of BCR Chisinau S.A..

#### Assets acquired and liabilities assumed

The table below summarizes the amounts recognized at the acquisition date in respect of the assets acquired and liabilities assumed for BCR Chisinau S.A.:

<i>RON thousand</i>	<b>Accounting Value</b>	<b>Adjustments</b>	<b>Fair Value</b>
Cash, cash equivalents and bank deposits	274,281	2,691	276,972
Loans and advances granted to customers, <i>out of which</i> :	297,895	(940)	296,955
- Gross book value	308,327	(11,372)	296,955
- Expected credit loss	(10,432)	10,432	-
Tangible and intangible fixed assets, investment property and assets related to the right of use	5,760	1,840	7,600
Other assets	179,840	4,403	184,243
Deposits from customers	(513,467)	(1,686)	(515,153)
Loans from banks	(22,034)	-	(22,034)
Other debts	(40,002)	1,408	(38,594)
<b>Total net assets acquired</b>	<b>182,273</b>	<b>7,716</b>	<b>189,989</b>

# Banca Transilvania S.A.

## Notes to the Interim Condensed Consolidated and Separate Financial Statements

### 34. Business combinations (*continued*)

#### Fair value measurement

The following valuation techniques were used to determine the fair value of the acquired assets and assumed obligations:

- **Portfolio of loans and receivables from finance leases - performing:** value adjustments have been made to reflect differences in interest rates (contract versus market) as well as lifetime expected credit losses from a participant's perspective over the market. The valuation methodology sought to quantify the possible differences between the interest rates in force and those existing on the market at the valuation date;
- **The portfolio of loans and receivables from financial leasing contracts - non-performing:** the fair value analysis of non-performing loans focused on the ECL estimation, whereby the amount of expected credit losses was estimated taking into account the potential recoveries from guarantees;
- **Loans from banks and financial institutions:** adjustments were made to reflect the difference between contractual and market interest rates;

#### Bargain gain

The gain from the acquisition of BCR Chisinau S.A. in amount of RON 132,844 thousand does not constitute a taxable transfer for the difference between the market price of the transferred assets and liabilities and their tax value.

The *Bargain gain* was determined as the difference between the consideration paid (in amount of RON 57,145 thousand) and the fair value of the assets and liabilities of BCR Chisinau S.A. on the date of taking control (in amount of RON 189,989 thousand). The amount is recognised in Statement of Profit or loss under the line "Bargain gain".

#### Costs related to the acquisition and integration of BCR Chisinau S.A.

The costs related to the acquisition are the costs incurred by the Group with the business combination. These costs include: costs of intermediation, advisory, legal, accounting, valuation and other professional or consulting services, as well as general administrative costs generated within the integration process. The costs related to the acquisition and integration of BCR Chisinau S.A. amounted to RON 2,330 thousand, amounts that are included in the Profit or Loss Account under "Other operating expenses" and "Personnel expenses".

On March 01, 2025, Victoriabank S.A. completed its merger with BCR Chişinău S.A. The assets of the absorbed entity were transferred entirely and universally to Victoriabank S.A., thereby consolidating its position in the banking market of the Republic of Moldova.

#### b) Acquisition of OTP Group

On July 30, 2024, Banca Transilvania S.A. acquired 100% of the shares in OTP Bank Romania S.A.. According to the transaction, Banca Transilvania Financial Group also acquired the shares of other companies owned by OTP group in Romania, respectively OTP Leasing Romania IFN S.A., OTP Factoring SRL, OTP Advisors SRL, OTP Consulting Romania SRL, Rea Project One Company SRL and Govcka Project Company SRL.. Starting with October 2024, the Group has control in OTP Asset Management S.A.I S.A.. This acquisition enables the Group to significantly strengthen its existing market position in Romania.

In the period of 5 months until December 31, 2024, OTP group companies, except from OTP Asset Management SAI S.A., contributed with a profit of RON 55.65 million to the Group's results. In the period of 3 months until December 31, 2024 OTP Asset Management S.A.I S.A. contributed with a profit of RON 0.96 million to the Group's results. Total contribution of OTP Goup to the profit of the Group since the aquisition until the reporting date is presented below:

	<b>In RON thousand</b>
Net interest income	484,365
Net fee and commission income	39,316
Operating income	67,304
Operating expenses	(530,148)
Income tax expense (-)	(4,234)
Total	56,603

The explanatory notes to the financial statements from page 11 to page 56 are an integral part of these financial statements. 54

## **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **34. Business combinations (continued)**

If the acquisition had taken place on January 1, 2024, the management estimates that the contribution of OTP Group to the consolidated profit would have been of RON 129.05 million.

This estimation is based on the assumption that preliminary fair value adjustments registered on the acquisition date would have been the same if the acquisition had taken place on January 1, 2024.

#### **The consideration transferred**

The fair value of the transferred consideration is RON 1,722,307 thousand and was paid in cash on the acquisition date. No capital instruments were issued as part of the acquisition of OTP Bank Romania S.A. or in case of the other OTP group companies.

The table below summarizes the amounts recognized at the acquisition date in respect of the assets acquired and liabilities assumed for the purchased entities from OTP Group:

<i>In RON thousand</i>	<b>Accounting Value</b>	<b>Adjustments</b>	<b>Fair Value</b>
Cash, cash equivalents and bank deposits	4,516,338	-	4,516,338
Investment portfolio at amortised cost	1,399,836	(105,788)	1,294,048
Loans and advances granted to customers, <i>out of which:</i>			
-	12,230,139	(59,960)	12,170,179
- Gross book value	12,979,154	(808,975)	12,170,179
- Expected credit loss	(749,013)	749,013	-
Finance lease receivables, <i>out of which:</i>			
-	856,541	(9,513)	847,028
- Gross book value	900,942	(53,913)	847,029
- Expected credit loss	(44,401)	44,401	-
Tangible and intangible fixed assets, investment property and assets related to the right of use	263,658	(29,874)	233,784
Other assets	311,827	14,191	326,018
Deposits from banks	(281,392)	-	(281,392)
Deposits from customers	(12,965,531)	(1,079)	(12,966,610)
Borrowings	(3,294,831)	-	(3,294,831)
Other debts	(458,799)	19,365	(439,434)
<b>Total net assets acquired</b>	<b>2,577,786</b>	<b>(172,658)</b>	<b>2,405,128</b>

#### **Fair value measurement**

The following valuation techniques were used to determine the fair value of the acquired assets and assumed obligations:

- **Portfolio of loans and receivables from finance leases - performing:** value adjustments have been made to reflect differences in interest rates (contract versus market) as well as lifetime expected credit losses from a participant's perspective over the market. The valuation methodology sought to quantify the possible differences between the interest rates in force and those existing on the market at the valuation date;
- **The portfolio of loans and receivables from financial leasing contracts - non-performing:** the fair value analysis of non-performing loans focused on the ECL estimation, whereby the amount of expected credit losses was estimated taking into account the potential recoveries from guarantees;
- **Assets related to the right of use:** the fair value was estimated by applying specific valuation methods taking into account the type of asset and the available information and the Management Decision related to the future benefits that the respective assets will bring;
- **Investment portfolio:** adjustments were made to reflect the difference between contractual and market interest rates;
- **Lease liabilities:** in accordance with the requirements of IFRS 16, the fair value of the lease liabilities was determined as the present value of the remaining lease payments.

## **Banca Transilvania S.A.**

# **Notes to the Interim Condensed Consolidated and Separate Financial Statements**

### **34. Business combinations (*continued*)**

#### **Bargain gain**

The gain from the acquisition of OTP Bank Romania S.A. and the other OTP group companies in amount of RON 682,821 thousand does not constitute a taxable transfer for the difference between the market price of the transferred assets and liabilities and their tax value. The *Bargain gain* was determined as the difference between the consideration paid (in amount of RON 1,722,307 thousand) and the part of the fair value of the assets and liabilities of OTP group companies on the date of taking control (in amount of RON 2,405,128 thousand). The amount is recognised in Statement of Profit or loss under the line “Bargain gain”.

#### **Costs related to the acquisition and integration of OTP Group**

The costs related to the acquisition are the costs incurred by the Group with the business combination. These costs include: costs of intermediation, advisory, legal, accounting, valuation and other professional or consulting services, as well as general administrative costs generated within the integration process.

The costs related to the acquisition and integration of OTP Group amounted to RON 158,695 thousand, amounts that are included in the Profit or Loss Account under “Other operating expenses” and “Personnel expenses”. The integration costs for the period 2025 – 2026 are estimated to reach the amount of 68,600 thousand.

The Group acquired through Fondul Imobiliar de Investitii Alternative BT Property, 100% of the shares in BTP Store Hub Turda S.R.L. in May 2024, 100% of the shares in BTP Store Hub Oradea S.R.L. in October 2024 and 100% of the shares in Inter Terra S.R.L. in December 2024 and it has no material impact on the financial position and performance of the Group.

On February 28, 2025, Banca Transilvania S.A. completed its merger with OTP Bank Romania S.A. and BT Building S.R.L. The assets of the two absorbed entities were transferred entirely and universally to Banca Transilvania S.A., thereby consolidating its position in the banking market.

### **35. Events subsequent to the date of the interim consolidated and separate statement of financial position**

Following the receipt of the approval of the Financial Supervisory Authority on April 28, 2025, BT Pensii Societate de Administrare a Fondurilor de Pensii Facultative S.A. took control of the Fondul de Pensii Facultative BRD Medio from BRD Societate de Administrare a Fondurilor de Pensii Private S.A..

On April 11, 2025 the agreement for the acquisition of Microinvest Moldova by Victoriabank S.A. was signed.

The interim condensed consolidated and separate financial statements were approved by the Board of Directors on May 14, 2025 and were signed on behalf of the Board.

Ömer TETIK  
*Chief Executive Officer*

George CĂLINESCU  
*Deputy Chief Executive Officer - CFO*

# **CONSOLIDATED DIRECTORS' REPORT**

**for the three-month period ended  
31 March 2025**

**In compliance with the Financial Supervision  
Authority's Regulation no. 5/2018**

## Identification Details of the Issuer

**Report date:** May 14<sup>th</sup>, 2025

**Name of the company:** BANCA TRANSILVANIA S.A.

**Registered office:** 30-36 Dorobanților street, Cluj-Napoca, Cluj County, postal code 400117

**Phone/fax:** 0264.407.150; 0264.407.179

**Tax identification no:** RO 5022670

**Trade Register no:** J12/4155/16.12.1993

**Registered capital, subscribed and paid:** RON 9,168,798,460

**The regulated market where the issued securities are traded:**

The company's shares are listed on the Bucharest Stock Exchange (symbol: TLV)

**Main features of the securities issued by the company:** 916,879,846 nominal shares with a par value of RON 10/share.

## Banca Transilvania's Financial Group Presentation

Banca Transilvania Group ("the Group" or "BT Group") was established in 2003 with Banca Transilvania ("the Bank" or "BT") as the main subsidiary. Besides Banca Transilvania, BT Group has the following subsidiaries: Victoriabank S.A., Salt Bank S.A., BT Capital Partners S.A., BT Leasing Transilvania IFN S.A., Avant Leasing IFN S.A., BT Investments S.R.L., BT Broker de Asigurare S.R.L., BT Direct IFN S.A., BT Asset Management SAI S.A., OTP Asset Management Romania S.A.I. SA, BT Leasing Moldova(MD) S.R.L., BT Microfinanțare IFN S.A., VB Investment Holding B.V., Improvement Credit Collection S.R.L., BT Pensii S.A., BTP One S.R.L., BTP Store Hub Turda, Inter Terra S.R.L., BTP Retail S.R.L, Code Crafters by BT S.R.L., BTP Store Hub Oradea S.R.L., REA Project One Company S.R.L., GOVCKA Project Company S.R.L. and OTP Factoring S.R.L.

The main Group's fields of activity are: banking through Banca Transilvania S.A., Victoriabank S.A and Salt Bank S.A., leasing and consumer finance mainly through BT Leasing Transilvania IFN S.A., Avant Leasing IFN S.A., BT Direct IFN S.A., BT Microfinanțare IFN S.A. and BT Leasing MD S.R.L., asset management through BT Asset Management S.A.I S.A. and OTP Asset Management Romania S.A.I. SA, brokerage and investments through BT Capital Partners S.A. and pension funds management through BT Pensii S.A. Moreover, the Bank controls two investment funds that are also included in the consolidation and is associated in Sinteza S.A. with a holding percentage of 31.09%.

Banca Transilvania is a public listed company founded in 1993, headquartered in Cluj-Napoca, with majority romanian shareholders – 79.37% as of the end of March 2025. Currently, BT occupies the first place in the top of the banking system in Romania, by total assets.

The Bank's shareholding structure is constantly changing due to the fact that Banca Transilvania's shares are traded on the securities market, in compliance with the provisions of Law 52/1994 and the Norms of ASF ("Financial Supervisory Authority"). Currently, Banca Transilvania's shares are listed on the Bucharest Stock Exchange, Category I.

The structure of Banca Transilvania S.A. shareholders as at March 31, 2025 is presented in the Appendix to this document.

## **I. Significant Events During the Period January-March 2025**

### **Amendments brought to the Articles of Association**

There have been no changes.

### **Main Transactions Regarding Affiliates**

In the first quarter of 2025, there were no transactions with the Bank's affiliated parties which could influence substantially the financial position of the Group.

### **Changes in the first quarter of 2025 regarding Banca Transilvania Financial Group**

At the level of the Group's subsidiaries, the following changes occurred:

#### **BT LEASING TRANSILVANIA IFN S.A.**

- By Decision No. 1/28.02.2025 it was decided to appoint, starting with 01.03.2025, Mr. Pop Marian-Rodion as Deputy General Manager Operations, for term valid until 01.03.2029;
- On February 28<sup>th</sup>, 2025, the shareholders of BT Leasing Transilvania IFN, respectively OTP Bank S.A. and Banca Transilvania S.A. merged by absorption, with the assets of OTP Bank S.A. (the absorbed company) being transferred universally and with universal title to Banca Transilvania S.A. (the absorbing company).

#### **BT MICROFINANTARE IFN S.A.**

- Following the appointment of Ms. Cristina-Dalia Sindile as Executive Director of Companies within Banca Transilvania, starting with April 1<sup>st</sup>, 2025, Mr. Marian Ene was appointed in her place as the General Manager of the company for a four-year term.

#### **BT BROKER DE ASIGURARE S.R.L.**

- Following ASF Decisions 334 and 335/14.04.2025 approving the change in the executive management of BT Broker de Asigurare, the sole shareholder's decision no. 7/31.10. 2024 was registered with the Trade Register, appointing Mr. Valentin Coroiu as General Manager of the Company and Ms. Laura Chesa as Deputy General Manager of the Company for a period of four years, starting on November 1<sup>st</sup>, 2024.

#### **BT DIRECT IFN SA**

- On January 27<sup>th</sup>, 2025, the company's shareholders decided to increase the share capital of BT Direct IFN SA by RON 30,000,000, through a cash contribution from the shareholder Banca Transilvania. Following this increase, the share capital of BT Direct IFN SA is RON 146,330,775, with Banca Transilvania holding 98.6800808% of the share capital;
- On March 12<sup>th</sup>, 2025, the company's shareholders decided to update the company's articles of association by removing the following activities identified by CAEN codes from the company's secondary object of activity:
  - 6020 Television program broadcasting activities, video program distribution activities
  - 6039 Distribution activities of other content
  - 6630 Fund management activitiesCAEN code 6492 will also be part of the secondary activity.

### **BT BUILDING S.R.L.**

- On February 28<sup>th</sup>, 2025, BT Building S.R.L. (the absorbed company) merged by absorption with Banca Transilvania S.A. (the absorbing company), with the company's assets being transferred universally and with universal title to Banca Transilvania S.A.

### **BTP RETAIL S.R.L.**

- On February, 13<sup>th</sup> 2025, the sole shareholder of the Company approved the increase of the Company's share capital by the cash contribution of RON 1,000,000, from RON 3,100,000 to RON 4,100,000.

### **CODE CRAFTERS BY BT S.R.L.**

- On March 27<sup>th</sup>, 2025, Mrs. Simona Bucin was appointed as Deputy General Manager of the Company, for a 4-year term starting with April 1<sup>st</sup>, 2025.

### **SALT BANK S.A.**

- On 29.01.2025, the shareholder - Banca Transilvania increased the share capital of Salt Bank by RON 250,000,000, bringing the share capital of Salt Bank to RON 669,760,000;
- On 14.03.2025, the General Meeting of Shareholders decided to nominate Mrs. Luminița Runcan for the role of Co-Chairman of the Board of Directors, and she will take over this mandate after obtaining the prior approval of the National Bank of Romania. On the same date, Mr. Tiberiu Moisă's mandate as a member of the Board of Directors will end.

### **B.C. Victoriabank S.A.**

- On March, 13<sup>th</sup> 2025, in the context of the completion of the reorganization process by merger of B.C. Victoriabank S.A. with BCR Chisinau S.A., the mandate of member of the Management Committee (CBO corporate area) was resumed by Mr. Vasile Donica;
- The mandates of two of the company's directors were extended, as follows:
  - Vasile Donica – member, Vice-President of the Management Committee (CBO-Corporate) for the period 25.01.2025-25.01.2029;
  - Elena-Ionela Maloș – member, Vice-President of the Management Committee (COO), for the period 25.06.2025-25.06.2029;
- On 28.02.2025, the mandate of Mr. Sorin Șerban as a member of the Management Committee with General Responsibility for Risk Management (CRO) expired;
- On 13.03.2025, Mr. Victor Țurcan took up his duties as member of the Board of Directors;
- B.C. Victoriabank S.A has signed the agreement on the intention to acquire 100% of the share capital of O.C.N. Microinvest S.R.L.

### **OTP Bank Romania S.A.**

- At the level of the supreme decision-making body of the Company, following the Decision of the Ordinary General Meeting of Shareholders ("OGMS") of OTP Bank Romania S.A. of February 27<sup>th</sup>, 2025, the following were decided:
  - taking the acts of termination of the mandates of the members of the management bodies, respectively the Supervisory Board and the Management Board, as well as of the financial auditor, as of February 28<sup>th</sup>, 2025, the effective date of the merger, as stated in the Merger Project and releasing them from any liability related to the positions held within OTP Bank Romania S.A., being considering them discharged from management for the activity carried out in accordance with their mandate;

- approving the participation of OTP Bank Romania S.A. in the share capital increase of OTP Consulting Romania SRL, with the amount of RON 1,286,630. As a result of participating in the capital increase, OTP Bank Romania S.A. will acquire 128,663 new shares, with a nominal value of RON 10 each. As a result of participating in the capital increase, OTP Bank Romania S.A. will hold a 100% stake in the share capital, i.e. RON 1,566,630, representing 156,663 shares, with a nominal value of RON 10 each;
- approval of the sale by OTP Bank Romania S.A. of its stake in the share capital of OTP Consulting Romania S.R.L., namely the shares held in the share capital of OTP Consulting Romania SRL, namely 156,663 shares, with a nominal value of RON 10 each, with a total value of RON 1,566,630, representing 100% of the share capital, with a 100% participation in profits and losses;
- Following the Decision of OGMS Resolution of OTP Bank Romania S.A. of February 27<sup>th</sup>, 2025, the termination of the mandates of the members of the Management Board and their release from any liability related to the positions held within OTP Bank Romania S.A. was noted, considering themselves discharged for the activity carried out according to the mandate;
- Following the Decision of the OGMS of OTP Bank Romania S.A. of February 27, 2025, the termination of the mandate of the statutory external financial auditor, was noted.

#### **OTP ADVISORS S.R.L.**

- Following the initiation of the voluntary dissolution procedure, simultaneously with the liquidation of the company OTP Advisors SRL, without the appointment of a liquidator, according to art. 227 para. (1) let. d), art. 232 para. 1 and art. 235 para. 1 and 2 of Law no. 31/1990 on commercial companies, on 13.02.2025 by the conclusion of the National Trade Register Office attached to the Bucharest Tribunal no. 122609, the company was erased.

#### **OTP ASSET MANAGEMENT S.A.I. S.A.**

- At the level of the supreme decision-making body of the Company, on 11.03.2025, by the Extraordinary General Meeting of Shareholders, the following decisions were made:
  - It was decided to transfer the 573,738 shares of the Company from OTP Bank Romania S.A. to Banca Transilvania S.A., following the admission by the Trade Register Office to the Cluj Court of the application for merger by absorption between Banca Transilvania S.A., as absorbing company, and OTP Bank Romania S.A., as absorbed company;
  - the amendment of the Articles of Association of the Company was approved following the transfer of shares and following the entry into force of CAEN Rev.3, respectively updating the description of the secondary object of activity with CAEN code 6619, as follows: "Activities ancillary to financial intermediation, except insurance and pension fund activities";
- At the level of the Management Board following the Decision of the Management Board from 21.03.2025, it was decided to move the company's registered office to Bucharest, Șos. București Ploiești, no. 43, 2nd floor, Sector 1 and to update, consequently, art. 3 para. (1) of the company's Articles of Association.

#### **OTP FACTORING SRL**

- On 06.02.2025, by the Decision of the Sole Associate, the following decisions were made:
  - The change of the registered office was approved, namely in Bucharest str. Gara Herăstrău nr. 4, 11th floor, sector 2;

- the update of the Articles of Association was approved, following the change of the registered office, respectively article 2.1., following the amendments made by the National Trade Registry Office („ONRC”) to the classifications of activities in the national economy, respectively article 5 and considering the fact that the management of the company is ensured by a single administrator, respectively article 14;
- On 31.03.2025, by the Decision of the Sole Associate, the settlement of the receivable in the amount of RON 512,507.66 (calculated on 28.02.2025 and the accessories that will be calculated until the date of signing), owed by the company Rea Project One Company SRL, to OTP Factoring SRL by giving in payment the following real estate:
  - Real estate located in Mediaş Municipality, str. Wewern, Sibiu County;
  - Real estate located in Ploiesti Municipality, Lăutari Street, no. 15, Prahova County.

#### **OTP CONSULTING ROMANIA SRL**

- On 16.01.2025, by the Decision of the Sole Associate, the appointment of Mrs. Mazurchievici Diana-Ioana, as Administrator of OTP Consulting SRL, starting with January 16, 2025 for a 10-year term, respectively until 15.01.2035 and the updating of the Articles of Association, following the appointment of a new administrator, respectively Article 12.4., 13;
- On 27.02.2025, by the Decision of the Sole Associate, the following decisions were made:
  - the resignation of Mr. Olti Agoston, as Administrator of the Company, was acknowledged, accepted and the termination of the mandate was ordered, starting with 27.02.2025, without granting discharge for the activity carried out during his mandate;
  - the increase of the share capital of OTP Consulting Romania SRL was approved through the cash contribution of the sole shareholder, OTP Bank Romania S.A., with the amount of RON 1,286,630. As a result of this operation, the share capital of the Company, in the amount of RON 1,566,630 (increased from RON 280,000), will have the following structure: OTP Bank Romania SA – holds 100% of the Company's share capital, namely RON 1,566,630, representing a number of 156,663 shares of RON 10 each;
  - the updating of the Articles of Incorporation of OTP Consulting Romania SRL was approved, accordingly, so as to reflect the changes made regarding the increase in the share capital;
  - the name of the company was changed from OTP Consulting Romania SRL to Iberia Consulting & Development SRL, with the updating of the Articles of Association of the company accordingly, so as to reflect the changes made;
  - the sale by OTP Bank Romania S.A. of its participation in the share capital of OTP Consulting Romania S.R.L. was approved. Following the changes made, the structure of the share capital of OTP Consulting Romania SRL is as follows: Daniel Comănița, who holds 100% of the share capital, respectively RON 1,566,630, representing a number of 156,663 shares of RON 10 each;
  - the updating of the Articles of Association of the company was approved, accordingly, so as to reflect the changes made regarding the sale of the shares.

## **Risk Management**

The management of Banca Transilvania S.A. continuously assesses the risks to which the Bank's activity is or may be exposed, which may affect the achievement of its objectives, and takes action on any change in the conditions under which it operates.

The main risks and uncertainties identified for the next period are a result of the consequences of the global economic slowdown and the volatility of international markets, and the geopolitical context of geopolitical conflicts, which is still ongoing:

- Maintaining a low pace of economic growth, in convergence with the global economy, Romania's economy being closely linked to the developments of the world's main economies, especially in the European Union countries, and still high inflation, amplified by the prolongation of the conflict and the existing tensions in the region and the associated sanctions;
- Maintaining a high level of inflation, also generated by a potential increase in agri-food, electricity and natural gas prices, affected by climatic conditions, respectively by the possible elimination of their capped levels;
- Deterioration of internal macroeconomic balances (given that Romania continues to be in the excessive budget deficit procedure), including as a result of international geopolitical developments and market volatility;
- Delay in implementing sound fiscal consolidation measures in the context of political uncertainties associated with the elections, in order to support the growing public debt and mitigate the risk of downgrade of the country rating, with negative effects on investments;
- Tension in global trade relations as a result of the new tariff trade policies announced by the world's main economies ("trade war"), thus affecting the evolution of key sectors (construction, automotive industry), as well as investor confidence;
- Maintaining a high-level financing costs, generated by the still restrictive monetary policies and the size of the public debt;
- The increase in consumer prices, coupled with the depreciation of the national currency against the Euro, compared to current levels, under the influence of the broad uncertainties generated by the existing geopolitical tensions;
- Increasing pressures on the commercial real estate markets amid tightening financing costs as well as high construction materials costs;
- Delays in the absorption and capitalization of European funds, with possible negative effects on the implementation of structural reforms that support macroeconomic balances, the transition to the green economy, as well as the increase in the level of financial intermediation;
- Uncertainties associated with the impact on the business environment, especially on small companies as well as those in the IT field, a relevant sector for economic development,

against the backdrop of the expected fiscal consolidation measures, exacerbated by the persistence of budget deficits;

- Increasing exposure to cyber risks in the context of accelerating the digitalization of processes and the interconnectivity of financial infrastructures.

### **Synthetic securitisation activity related to the loan portfolio**

Banca Transilvania (the Bank) concluded on December 22, 2023 a non-STS synthetic securitisation transaction with the European Investment Fund (EIF) and the European Investment Bank (EIB), effective from March 31, 2024. The synthetic securitization transaction is structured on a portfolio of loans granted to legal entities, initial securitisation in amount of RON 2,027.5 million. During the transaction, the Bank retains at least 5% of the exposure of each loan included in the securitization portfolio.

The credit risk of the mezzanine and senior tranches is transferred to the EIF, while the credit risk of the junior tranche, representing 1.6% from initial portfolio, is assumed by the Bank.

EIF - as Guarantor, issued an irrevocable and unconditional Financial Guarantee in favour of Banca Transilvania S.A. (the Beneficiary) to guarantee the coverage of the loss related to each reference obligation, should such loss be allocated to the mezzanine and senior tranche, initial total amount of RON 1,995.1 million which represents 98.4% of securitised portfolio, after exceeding the losses retained by the Bank related to junior tranche and synthetic excess spread (cumulatively 2.8% of the total volume of the initial portfolio).

The financial guarantee is treated separately and does not result in any changes to the financial characteristics of the loan, representing a distinct mechanism for covering credit risk. As a result, it does not impact the calculation of expected credit losses.

The scheduled maturity date of the guarantee is December 31, 2039.

The EIF guarantee is counter-guaranteed by the EIB through a back-to-back hedge arrangement.

The Bank's objective is to support the real economy by transferring the benefits of more efficient use of the Bank's capital to the end-customer, in the form of a lower cost of loan. To this end, Banca Transilvania S.A. has concluded with the EIB a Mezzanine and a Senior Retrocession Agreement and Commitment Agreement for increased support for SMEs and Midcaps, to supply new lending of more than RON 2.64 billion, including also projects aligned with climate action and environmental sustainability, thus supporting the transition to a low-carbon economy.

The below stated amounts represent the securitized portfolio as of March 31, 2025:

*RON million*

	<b>Date of contract</b>	<b>End of maturity</b>	<b>Portfolio type</b>	<b>Maximum amount of securitized portfolio</b>	<b>Securitized portfolio (Nb. Loans)</b>	<b>Outstanding amount</b>
<b>EIF synthetic securitization</b>	2023	2039	SME & CO	2,027.5	15,677	2,017.59
Senior tranche				1,670.67		1,662.36
Mezanin tranche				324.40		322.79
Junior tranche				32.44		32.44

At the end of the financial year, the losses were fully allocated to the excess synthetic spread. According to the contract, the Bank will be able to benefit from reimbursements in the future for the losses associated with the defaulted reference obligations, but this benefit will only become realizable after the complete allocation of the losses to the excess synthetic spread and junior tranche.

In accordance with the definition of a contingent asset, the Bank considers that, although there is a possibility that an economic resource may be received in the future under the terms of the financial guarantee contract and the losses to be reimbursed, the realization of this asset remains uncertain. It depends on the allocation of losses to the excess synthetic spread and junior tranche.

The Bank has not recognized this asset in the financial statements as of March 31, 2025, given the uncertainty regarding the timing and conditions under which the reimbursement will take place. The asset will be recognized only when there is virtually certain that the reimbursement will be made.

## II. Detailed Information

### 1. Financial Statements

#### 1.1.a. Financial Results Summary

Indicators	Group		Bank	
	Mar' 25	Mar' 24	Mar' 25	Mar' 24
ROE (Net profit/average equity)	21.04%	35.11%	21.20%	32.77%
ROA (net profit/annual average of total assets)	1.71%	2.65%	1.58%	2.22%
Cost/income	49.65%	45.72%	47.42%	45.10%
Total net income, <i>RON thousand</i>	2,657,917	2,215,991	2,129,722	1,910,018
Provisions for credit risk, <i>RON thousand</i>	(290,904)	(2,941)	(244,562)	45,959
Gross profit, <i>RON thousand</i>	1,011,687	1,308,155	842,733	1,072,628
Net profit, <i>RON thousand</i>	877,036	1,132,407	756,286	913,240
Basic earnings per share, <i>RON</i>	0.7882	0.9657		
Diluted earnings per share, <i>RON</i>	0.7882	0.9657		
<i>Other information:</i>				
Number of agencies, branches and offices			532	510
No of active employees	12.912	12.037	10.321	9.600

\*calculated with an annualized impact of the contribution to the Guarantee Fund of Bank Deposits (FGDB) and the Resolution Fund

#### 1.1.b. Statement of Financial Position at Group and Bank level

The statement of the financial position of the Group and the Bank at the end of March 2025, compared to the end of last year and the end of March 2024, is as follows:

Indicators (RONmn)	Group				
	Mar'25	Dec'24	Mar'24	Mar'25 vs Dec'24 %	Mar'25 vs Mar'24 %
Cash and current accounts with Central Banks	23,874	21,950	25,244	8.8%	-5.4%
Placements to banks and public institutions	8,875	13,715	11,266	-35.3%	-21.2%
Treasury financial instruments	69,884	68,410	56,642	2.2%	23.4%
Loans and advances to customers, net	92,154	90,780	73,287	1.5%	25.7%
Finance lease receivables	5,598	5,590	3,770	0.1%	48.5%
Tangible and intangible assets	2,750	2,786	2,119	-1.3%	29.8%
Right-of-use assets	566	587	504	-3.5%	12.3%
Investments in associates	23	23	-	-0.7%	
Deferred tax assets	402	462	358	-13.0%	12.4%
Other financial assets	2,305	2,327	2,500	-1.0%	-7.8%
Other non-financial assets	377	405	295	-6.9%	27.7%
<b>Total assets</b>	<b>206,808</b>	<b>207,035</b>	<b>175,984</b>	<b>-0.1%</b>	<b>17.5%</b>
Deposits from customers	165,435	167,869	141,197	-1.5%	17.2%
Deposits from banks	503	951	535	-47.2%	-6.0%
Loans from banks and other financial institutions	13,495	12,238	10,179	10.3%	32.6%
Subordinated loans	2,579	2,531	2,462	1.9%	4.8%
Current tax liabilities	128	215	135	-40.7%	-5.9%
Provisions for other risks and charges	757	827	670	-8.6%	13.0%
Financial liabilities from leasing contracts	589	617	525	-4.6%	12.3%
Other financial liabilities	4,591	4,037	4,831	13.7%	-5.0%
Other non-financial liabilities	299	313	360	-4.3%	-16.8%
<b>Total liabilities</b>	<b>188,375</b>	<b>189,599</b>	<b>160,893</b>	<b>-0.6%</b>	<b>17.1%</b>
Equity	18,433	17,437	15,091	5.7%	22.1%
<b>Total liabilities and equity</b>	<b>206,808</b>	<b>207,035</b>	<b>175,984</b>	<b>-0.1%</b>	<b>17.5%</b>

Indicators (RONmn)	Bank				
	Mar'25	Dec'24	Mar'24	Mar'25 vs Dec'24 %	Mar'25 vs Mar'24 %
Cash and current accounts with Central Banks	21,564	16,908	23,304	27.5%	-7.5%
Placements to banks and public institutions	7,749	13,612	11,358	-43.1%	-31.8%
Treasury financial instruments	67,540	64,717	54,580	4.4%	23.7%
Loans and advances to customers, net	93,417	81,390	72,658	14.8%	28.6%
Tangible and intangible assets	1,941	1,577	1,302	23.1%	49.1%
Right-of-use assets	540	769	690	-29.7%	-21.7%
Investments in subsidiaries	1,178	2,645	873	-55.4%	34.9%
Deferred tax assets	379	388	340	-2.5%	11.2%
Other financial assets	2,131	2,013	2,330	5.9%	-8.5%
Other non-financial assets	253	244	193	3.6%	30.7%
<b>Total assets</b>	<b>196,693</b>	<b>184,264</b>	<b>167,629</b>	<b>6.7%</b>	<b>17.3%</b>
Deposits from customers	160,121	150,785	136,977	6.2%	16.9%

Deposits from banks	516	1,174	542	-56.0%	-4.9%
Loans from banks and other financial institutions	12,616	11,209	9,013	12.5%	40.0%
Subordinated loans	2,452	2,405	2,455	1.9%	-0.1%
Current tax liabilities	102	184	143	-44.4%	-28.4%
Provisions for other risks and charges	655	500	562	31.0%	16.5%
Financial liabilities from leasing contracts	565	748	664	-24.4%	-14.9%
Other financial liabilities	3,711	2,818	4,252	31.7%	-12.7%
Other non-financial liabilities	239	221	240	8.1%	-0.5%
<b>Total liabilities</b>	<b>180,977</b>	<b>170,045</b>	<b>154,849</b>	<b>6.4%</b>	<b>16.9%</b>
Equity	15,716	14,219	12,780	10.5%	23.0%
<b>Total liabilities and equity</b>	<b>196,693</b>	<b>184,264</b>	<b>167,629</b>	<b>6.7%</b>	<b>17.3%</b>

The Group's total assets reached almost RON 207 billion at the end of the first three months of 2025, registering a slight decrease of 0.1% compared to the end of 2024 and an increase of 17.5% compared to the end of March 2024. At the Bank level, assets increased by 6.7% compared to the end of the previous year and by 17.3% compared to March 2024, reaching almost RON 197 billion.

The evolution of the Group and the Bank assets is summarized as follows:

**Loans' portfolio:** considering also the receivables from leasing contracts, the credit portfolio at the Group's level at the end of March 2025 was above the level at the end of 2024 (+1.4%), and up by 26.9% compared to the end of March 2024. At the Bank's level, net loans at the end of March 2025 represent RON 93.4 billion, up by 14.8% compared to the end of the previous year, and 28.6% above the balance of net loans as of March 31, 2024.

Between January and March 2025, almost 73,400 new loans were granted, out of which over 68,100 to retail customers.

**Provisions' stock:** Banca Transilvania recorded at the end of March 2025 a net loss from adjustments for financial assets for other risks and credit commitments in the amount of RON 245 million (including recoveries from off-balance sheet loans). The balance of provisions reached the level of RON 5.5 billion at the end of March.

The non-performing loan ratio (NPL ratio) according to the EBA is 2.52% as of March 31, 2025, and the coverage with total provisions of the non-performing loans according to the EBA is 175.78%.

**Cash and current accounts** with Central Bank together with the placements to banks decreased by 4% compared to the end of December 2024 and by 15.4% compared to March 31, 2024, at the Bank level and as of March 31, 2025, these represent 15% of the total assets. At Group level, they decreased by 8.2% compared to the end of December 2024 and by 10.3% compared to March 31, 2024, having a weight of 16% in the Group's total assets.

At the Group level, the cash and current accounts with the Central Bank increased by 8.8% compared to the end of 2024 but decreased by 5.4% compared to the level registered on March 31, 2024, amounting at the end of March 2025 to RON 23,874 million. At the Bank's level, the increase is of 27.5% by comparison with December 2024, while compared to March 31, 2024, there is a decrease of 7.5%, the final balance as at March 31, 2025 amounting to RON 21,564 million. The

most significant element of this asset category is the minimum compulsory reserve held with the National Bank of Romania with a weight almost 80%.

**Placements to banks and public institutions**, at the end of March 2025, show a negative evolution at both Group and Bank level, decreasing by 35.3%, and 43.1% respectively compared to December 31, 2024. Compared to March 31, 2024, this category shows an decrease of 21.2% for the Group and 31.8% for the Bank. Variations in this category are mostly determined by the decrease in the volume of sight, collateral and term deposits with other banks and public institutions.

**Treasury financial instruments** include financial assets measured at fair value through other comprehensive income, financial assets mandatorily measured at fair value through profit or loss, financial assets held for trading and measured at fair value through profit or loss, debt instruments measured at amortized cost as well as derivative instruments. Of those listed, the most significant category is the one of financial assets measured at fair value through other comprehensive income with a weight of 63% in the total category of treasury financial instruments, at Bank level and a weight of 62% at Group level.

The treasury instruments increased by 2.2% compared to December 31, 2024, for the Group and by 4.4% for the Bank, respectively by 23.4% for the Group and 23.7% for the Bank compared to March 31, 2024, reaching RON 69,884 million at Group level, respectively RON 67,540 million at Bank level. They represent 34% of the total assets both at Group and Bank level.

The increase in these instruments is directly correlated with the increase of the managed portfolio of government bonds.

**Resources from clients:** At Group level, the balance of the customers' deposits reached RON 165,435 million on March 31, 2025, slightly down by 1.5% compared to the end of the previous year but up by 17.2% compared to March 31, 2024. At Bank level, the balance of customers' deposits reached RON 160,121 on March 31, 2025, increasing by 6.2% compared to the end of the previous year and by 16.9% compared to March 31, 2024.

For both the Group and the Bank, 65% of the total customers' deposits represent savings of the individuals and 35% savings of the legal entities' customers.

**The loan-to-deposit ratio** is 61.8% as at the end of March 2025 at Bank level, the gross loans level being of RON 98.9 billion while the customers deposits reached over RON 160 billion.

**The equity** of Banca Transilvania S.A. as at 31.03.2025 amounts to RON 15,716 million, increasing by 10.5% compared to the end of 2024 and by 23% compared to the same period last year.

The Bank's Board of Directors approves the conceptual design of the internal process for the assessment of the capital adequacy to risks, at least the scope, methodology and general objectives, and establishes the strategy regarding the planning of the capital, own funds and the capital adequacy to risks in Banca Transilvania S.A.

The Board of Directors makes decisions regarding the directions to be followed within the capital adequacy process, establishes the main projects in the field to be implemented, as well as the main objectives to be met for the best control of the correlation of the risks to which the Bank is exposed and the necessary shareholders' equity required to cover them and the development of sound risk management systems.

The Group and the Bank comply with Regulations in terms of Own Funds and Solvency, the level of the capital risk adequacy indicator far exceeding the minimum limits imposed by the legislation. On March 31, 2025 and December 31, 2024, respectively, the Group and the Bank met all regulatory requirements regarding own funds.

Indicators	Group			Bank		
	Mar-25	Dec-24	Δ Mar'25 vs Dec'24	Mar-25	Dec-24	Δ Mar'25 vs Dec'24 %
Tier 1 basic own funds ratio	17.62%	19.02%	-1.4%	17.30%	20.83%	-3.5%
Tier 1 own funds ratio	17.62%	19.02%	-1.4%	17.30%	20.83%	-3.5%
Solvency indicator	19.94%	21.41%	-1.5%	19.76%	23.69%	-3.9%

Indicators (RONmn)	Group			Bank		
	Mar-25	Dec-24	Mar'25 vs Dec'24 %	Mar-25	Dec-24	Mar'25 vs Dec'24 %
Tier 1 basic own funds	15,836	16,708	-5.2%	13,728	14,413	-4.8%
Tier 2 own funds	2,080	2,101	-1.0%	1,955	1,978	-1.2%
Total own funds	<b>17,916</b>	<b>18,809</b>	<b>-4.8%</b>	<b>15,683</b>	<b>16,392</b>	<b>-4.3%</b>

Note: The calculation of the Group's and the Bank's own funds considers the statutory profit of the Group, respectively of the Bank for the financial period ended on December 31, 2024. For the three-month period ended March 31, 2025, the current profit was not considered in the calculation of own funds. Regulatory capital as at March 31, 2025 and December 31, 2024 was calculated according to the IFRS standards endorsed by the European Union.

**Solvency:** The Bank's solvency calculated as of March 31, 2025, is 19.76% (without the profit of the first three months of 2025 included), being at a comfortable level, above the minimum reference threshold of 8%, value imposed by the Regulation (EU) no. 575/2013 on prudential requirements for credit institutions, which apply starting with 2014.

Banca Transilvania S.A. financial data confirms that the Bank has an adequate capitalization and a comfortable level of liquidity.

### 1.1.c. Profit and Loss Account

The main elements of the Profit and Loss Account at Group and Bank level for the first three months of 2025, compared to the same period last year, are as follows:

Indicators (RONmn)	Group			Bank		
	Mar'25	Mar'24	Mar'25 vs Mar'24 %	Mar'25	Mar'24	Mar'25 vs Mar'24 %
Net interest income	1,962	1,543	27.1%	1,535	1,325	15.9%
Net fees and commissions income	382	338	13.2%	325	296	9.7%
Net trading income	245	191	28.2%	184	157	17.5%
Net gain / loss (-) from financial assets measured at fair value through other items of comprehensive income	4	62	-93.9%	4	61	-93.8%
Net gain / loss (-) from financial assets which are required to be measured at fair value through profit and loss	43	44	-2.8%	64	60	6.0%
Contribution to the Bank Deposit Guarantee Fund and to the Resolution Fund	(96)	(71)	34.8%	(92)	(65)	41.7%

Other operating income	119	110	8.4%	110	77	43.6%
<b>Total operating income</b>	<b>2,658</b>	<b>2,216</b>	<b>19.9%</b>	<b>2,130</b>	<b>1,910</b>	<b>11.5%</b>
Net expense from impairment allowance, expected losses on assets, provisions for other risks and loan commitments	(291)	(3)	>100%	(245)	46	
Personnel expenses	(722)	(580)	24.5%	(577)	(482)	19.6%
Depreciation and amortization	(137)	(119)	14.6%	(111)	(104)	6.8%
Other operating expenses	(497)	(338)	46.7%	(354)	(297)	19.3%
<b>Total operating expenses</b>	<b>(1,646)</b>	<b>(1,041)</b>	<b>58.2%</b>	<b>(1,287)</b>	<b>(837)</b>	<b>53.7%</b>
Bargain gain	0	133	-100.0%			
<b>Profit before income tax</b>	<b>1,012</b>	<b>1,308</b>	<b>-22.%</b>	<b>843</b>	<b>1,073</b>	<b>-21.4%</b>
Income tax expense	(135)	(176)	-23.4%	(86)	(159)	-45.8%
<b>Net profit</b>	<b>877</b>	<b>1,132</b>	<b>-22.6%</b>	<b>756</b>	<b>913</b>	<b>-17.2%</b>
Profit of the Group attributable to equity holders of the Bank	858	1,052	-18.5%	756	913	-17.2%
Profit of the Group attributable to non-controlling interests	19	80	-76.0%			
<b>Net profit</b>	<b>877</b>	<b>1,132</b>	<b>-22.6%</b>	<b>756</b>	<b>913</b>	<b>-17.2%</b>

The **net profit** recorded in the first three months of 2025 at Group level (RON 877 million), is 22.6% lower than the net profit from the similar period last year (RON 1,132 million).

At the Bank level, the net profit obtained in the first quarter of this year is RON 756 million, 17.2% lower than the net profit recorded in the first three months of the previous year (RON 913 million).

The **net interest income** shows an increase of 27.1% at Group level and by 15.9% at Bank level, reaching RON 1,962 million, respectively RON 1,535 million for the first three months of the current year.

In the context of the continuous increase in the number of transactions and the number of active clients, as well as the diversification of the types of operations available to clients, the category of **net fees and commissions income** shows a positive dynamic, registering increases both at the Group level and at the Bank level by 13.2% and 9.7% respectively compared to the same period of 2024.

**Net trading income** in the first quarter of 2025 was higher than that obtained in the same period of 2024 by 28.2% at the Group level, and by 17.5% at the Bank level, due to the increase in net income from foreign exchange transactions but also the recording of net revenues from the revaluation of assets and liabilities in foreign currency, while for the similar period of last year, expenses were recorded for the second category.

Thus, at the end of the first quarter of 2025, **operating income** reached, RON 2,658 million at Group level and RON 2,130 million at Bank level, with 19.9% and 11.5% respectively higher compared to the same period of last year.

Both the Bank and the Group recorded **operational expenses** increasing by 18% and 30.6%, respectively, compared to the same period last year. The category of personnel losses registered increases: +19.6% for the Bank, respectively 24.5% for the Group, these being mainly determined by the expansion of the employee base, their number increasing year-on-year by 7.3% at the Group level and by 7.5% at the Bank level, as a result of the acquisition of OTP entities.

**Operational result:** The Bank's operational efficiency remains at a comfortable level, of 47.4%, up from the level of 45.1% reported during the first three months of 2024 (calculated with an annualized impact of the contribution to the Guarantee Fund of Bank Deposits (FGDB) and the Resolution Fund).

The **result per share** at three months of 2025 and three months 2024, is the following:

Indicators	Bank Mar-25	Bank Mar-24	Mar-25 vs Mar-24 %	Group Mar-25	Group Mar-24	Mar-25 vs Mar-24 %
Net profit for the period (RON thousands)	756,286	913,240	-17.2%	877,036	1,132,407	-22.6%
Basic earnings per share	-	-	-	0.7882	0.9657	-18.4%
Diluted earnings per share	-	-	-	0.7882	0.9657	-18.4%

### Other information regarding the first three months of 2025:

Banca Transilvania is the market leader in the field of cards, with 7.4 million cards in its portfolio, of which 721,000 are credit cards. Purchases made with the 7.4 million cards increased by 19% compared to the same period last year.

In the 1st quarter of 2025, the very good acquisition rate of new customers was maintained, with 119,696 individuals becoming BT customers, some of them opting to open the account directly through the BT Pay application, without any visit to the bank.

BT has over 4.6 million unique digitized customers. These customers use at least one of the Bank's digital solutions. We see a clear trend of increasing interest in digitalization, with customers increasingly preferring innovative solutions that allow them to easily and efficiently manage financial services in the digital environment, such as virtual cards, lending, insurance and investment products.

The bank reached over 4.9 million unique cards in BT Pay, Apple Pay, Google Pay, Fitbit Pay and Garmin Pay wallets, and the number of phone payments in the 1st quarter of 2025 increased by 31% compared to the same period of 2024, reaching 68 million. At the same time, money transfers from BT Pay are increasingly appreciated, their volume increased by 53% compared to those made in the first quarter of the previous year.

As for the volume of non-card transactions made by individual customers through digital channels, they registered an increase of 12% compared to the same period last year.

As of March 31, 2025, the bank has a network of 1,937 ATMs, of which 673 are multifunctional machines. The Bank also owns 509 BT Express terminals that are used for various operations other than cash releases, has over 167,000 POS installed, 34,000 STAR partner locations and collaborates with over 7,400 merchants using e-commerce solutions.

Compared to the same period of the previous year, interactions in the BT Visual Help application decreased by 16%. BT Visual Help is the digital platform through which customers who call the Call Center team are guided to a digital self-service area, where they have access to information about accounts, cards and transactions and can perform some card-specific actions with the help of their phone. Interactions within the platform are approaching 1 million hits in the first quarter of 2025.

Starting with October 2023, BT has implemented a fast and secure authentication method for customers through BT Pay in the Contact Center. To date, this method has recorded 1.5 million logins, thus providing a digitized experience and reducing the time it takes to resolve requests.

The Group's number of active employees as at March 31, 2025 is 12,912 (13,629 at December 31, 2024).

The Bank's number of active employees as at March 31, 2025 is 10,321 (9,744 at December 31, 2024).

#### **1.1.d. Cash Flow Statement and Liquidity Position**

The cash flow statement detailing the cash flows from operating, investment and financing activities is part of the Financial Statements that accompany this report.

The liquidity coverage ratio (LCR), calculated according to Regulation 313/2016, registered the value of 412% on 31.03.2025.

## **2. The Analysis of the Bank's Activity**

### **2.1 Presentation and Analysis of Trends, Elements and Events or Uncertainty Factors that Could Impact the Bank's Liquidity vs. the Same Period of the Last Year**

The Romanian economic environment:

Data from ONRC indicate a decrease in the number of registered companies by 11.41% year-on-year to 33,386 between January and March 2025.

On the other hand, according to ONRC statistics the number of companies entering insolvency decreased by 9.71% y/y to 1,628 units between January and March 2025. Also, firm write-offs decreased by 16.95% y/y to 21,006 firms in the first three months of this year.

The National Bank of Romania ("NBR") kept the monetary policy interest rate at 6.50%, a level set in August 2024. Also, the NBR decided to keep the interest rate on the lending facility at 7.5% per annum and the interest rate on the deposit facility at 5.5% per annum.

The reserve requirement rates for credit institutions' liabilities in lei and foreign currency also remain at the same levels of 8% for lei and 5% for foreign currency.

As for non-government credit, it reached RON 423.6 billion in March, down slightly from February. Compared to March 2024, the balance recorded an increase of 9.16% (down slightly from 9.45% y/y in February 2025). In comparison, the average annual growth for 2024 was 6.92%.

In non-governmental credit, loans granted to companies reached 207.6 billion lei in March 2025, increasing compared to the first two months of the year. In comparison with March 2024, the credit increased by 7.69%. The average growth rate of 2024 was 6.35%.

Loans to households increased in the first three months of the year, at a rate of 9.55% y/y in March (the largest increase in the last 3 years). In comparison, in 2024, the annual growth rate was 6.02%.

Housing credit kept its increasing tendency, reaching a growth rate of 5.25% in March 2025. On the other hand, the consumer credit component recorded a slight decrease in growth compared to February. Thus, in March there was an increase of 16.29% y/y compared to 16.89% y/y in February.

In terms of non-government deposits, March 2025 brings a new high of RON 629.1 billion, after an average annual growth of 10.65% in 2024. November 2024 had the highest year-on-year growth of 10.59%. The following months recorded decreasing growth rates, reaching 7.86% y/y in March 2025.

The corporate deposit component reached RON 221.8 billion in March 2025 and recorded the lowest growth: 2.46% y/y in March 2025, increasing from 1.85% in February, but decreasing compared to the 2024 average annual growth of 9.23%.

On the other hand, household deposits increased by 10.71% y/y in March with an average annual growth rate of 12.31% in 2024. In March 2025, the population's overnight deposits recorded the highest growth (13.45% y/y compared to 8.35% in case of term deposits). In 2024, the average growth was highest in case of term deposits (20.58% compared to 4.5% in case of overnight deposits). Therefore, the 2024 descending tendency is kept for the term deposits' growth rate while overnight deposits keep their ascending growth rate tendency.

The loan-to-deposit ratio was 67.56% in December 2024 down from 67.82% in December 2023.

## **2.2 Presentation and Analysis of the Effects on Financial Statements of all Capital Expenditures, Current and Anticipated, Compared to the Same Period of Last Year**

At the Group level, investments in tangible and intangible assets were RON 3,339 million at March 31, 2025, compared to RON 3,395 million at December 31, 2024 and RON 2,622 million at March 31, 2024. As compared with the two periods analyzed, tangible and intangible assets decreased by 1.7% compared to the end of the previous year and increased by 27.3% compared to March 31, 2024.

At the Bank level, investments in tangible and intangible assets were RON 3,660 million on March 31, 2025, compared to RON 4,991 million at December 31, 2024, and RON 2,865 million at March 31, 2024. As compared with the two periods of the previous year, the value of the tangible and intangible assets registered a decrease of 26.7% compared to the end of 2024, but an increase of 27.8% compared to March 31, 2024.

## **2.3 Presentation and Analysis of the Economic Events, Transactions and Changes that Significantly Impact the Main Revenues of the Bank**

The main activity of the Bank was performed under normal conditions, with no exceptional circumstances. All legal requirements were followed, in terms of the correct and up-to-date organization and management of accounting, in terms of accounting principles, as well as in terms of complying with the accounting rules and regulations in force.

The interim condensed consolidated and separate financial statements of the Group and the Bank have been prepared in accordance with IAS 34 "Interim Financial Reporting" as endorsed by the European Union, effective as at the Group's and Bank's interim reporting date, March 31, 2025.

The data presented regarding the first quarter of 2025 are based on the organization and accounting rules as stated by the Law no. 82/1991, republished and further amended and completed, Government Emergency Ordinance no. 99/2006 further amended and completed, NBR Order no. 27/2010 for the approval of the accounting rules under International Financial Reporting Standards adopted by the European Union applicable to credit institutions – republished with subsequent amendments, as well as other NBR instructions in the field.

### **3. Changes that Affect the Share Capital and the Administration of the Company**

#### **3.1 Description of Cases in which the Company Could not Fulfill its Financial Obligations in the Reporting Period**

Not the case.

#### **3.2 Description of any Changes in the Rights of the Shareholders of the Company**

On the 25th of April 2025, the Ordinary and Extraordinary General Shareholders' Meetings of Banca Transilvania S.A. Cluj-Napoca took place.

Following the debates, The Extraordinary General Shareholders Meeting has adopted the following decisions regarding the points included on the agenda, in accordance with the published Convening notice:

1. Increase of the share capital with the amount of RON 1,734,423,790 by issuing 173,442,379 new shares at a nominal value of RON 10/share, as well establishing a price of RON 0 (zero) to compensate for the fractions of shares resulting from applying the algorithm and rounding the results, according to the legal provisions in force and also granting a mandate to the Board of Directors in order to establish a price higher than the approved one (if applicable).

The increase in the share capital will be carried out through the capitalization of reserves from the net profit of the year 2024, in amount of 1,173,423,790 lei, by issuing a number of 173,442,379 shares, with a nominal value of RON 10/share in the benefit of the shareholders registered with the Shareholding Register held by the Central Depository at the registration date established by the GSM (July 18th, 2025).

Sources for capital increase	Sums (RON)
Capitalization of reserves from the net profit of the year 2024	1,734,423,790

Considering the above, each shareholder registered on the registration date, July 18th, 2025, will receive free of charge, for each 100 shares owned, a total number of shares calculated as follows:  $100 \times (173,442,379/916,879,846)$ . The purpose of the capital increase is to sustain the current activity of the company.

2. Approval of the share buyback by the Bank, in accordance with the applicable legal provisions, under the following terms and conditions: up to 5,000,000 shares (0.55% of the total shares included in the share capital) with a nominal value of RON 10/share at a minimum price equal to the market price on BSE at the moment of the buyback and a maximum price of RON 38 for a

period of maximum 18 months as of the publishing date of the EGMS resolution in the Official Gazette of Romania, Part IV, part of a stock option plan with the purpose of implementing a remuneration program and a personnel incentive program for a period of at least 4 years as well as the payment of fixed remuneration, and the granting of a mandate for the Board of Directors for the enforcement of this resolution.

3. Approval of the date of July 18th, 2025 as the registration date and of the ex-date – July 17th, 2025, for the identification of the shareholders who will benefit from the results of the Extraordinary GMS and to whom the effects of the Extraordinary GMS Decisions are applicable, including but not limited to the identification of the shareholders who will benefit from the shares allocated following the capital increase.

4. Approval of the date of July 21st, 2025, as the payment date for distribution of shares following the share capital increase.

5. Approval of the mandates for the Board of Directors and individually for each of its members, in order to carry out the decisions of the Extraordinary General Shareholders Meeting.

Following the debates, The Ordinary General Shareholders' Meeting has adopted the following decisions:

- approval of the proposal to allocate the net profit realized in the amount of RON 3,531,677,657, as follows: allocation of RON 207,998,917 for legal reserves and other reserves, of RON 3,323,678,740 for reserves from the net profit to be distributed, from which RON 1,589,254,950 will be distributed as dividends. Approval of a gross dividend/share of RON 1.7333295709
- approval of the date of June 16th, 2025, as the registration date and of the ex-date – June 13th, 2025, for the identification of the shareholders who will benefit from the results of the Ordinary GMS and to whom the effects of the Ordinary GMS Decisions are applicable.
- approval of June 30th, 2025, as the payment date for the dividend.

### **3.3 Changes in the Management Structure of the Bank (Board, Executive Level etc.)**

There were no changes in the Board of Directors during the first quarter of 2025.

At the level of executive management, there were no changes in the first quarter of 2025.

There were no changes in the Statutory auditor during the first quarter of 2025.

## **4. Significant Transactions**

In term of significant transactions, on February, 28<sup>th</sup> 2025, Banca Transilvania SA, as the absorbing company merged with BT Building SRL and OTP Bank Romania SA, as the absorbed companies. The merger was universal, twith all the assets and liabilities of the absorbed companies being taken over. Thus, given the completion of the merger by absorption, OTP Bank Romania S.A. and BT Building S.R.L. were removed from the Trade Register, ceasing their activity on the effective date of the merger, i.e. February, 28<sup>th</sup> 2025. The absorbed companies were directly owned 100% by Banca Transilvania S.A., meaning that the share capital of the company was not increased.

## 5. Conclusions

Banca Transilvania Group has the richest history in Romania in acquisitions and integrations. Starting with February 28<sup>th</sup>, 2025, he added to his expertise the fastest integration, completed in just seven months (OTP Bank Romania), as well as the experience of two simultaneous mergers, in different countries, given that Victoriabank, part of the Banca Transilvania Group, marked the merger with BCR Chisinau.

Through the two mergers, the Banca Transilvania Group will contribute to the consolidation of the banking markets in Romania and the Republic of Moldova.

BT has consolidated its leading position, both by Organic Growth, as well as through the integration of OTP Bank.

BT's total assets reached the end of the first three months of 2025, close to RON 197 billion, registering an increase of 6.7% compared to December 31, 2024.

Net loans at the end of March 2025 represent RON 93.4 billion, up 14.8% compared to the level recorded at the end of the previous year.

In the first quarter of 2025, the very good acquisition rate of new customers was maintained, with 119,696 individuals becoming BT customers, some of them opting to open their account directly through the BT Pay application, without any visit to the bank.

BT has over 4.6 million unique digitized customers. These customers use at least one of the bank's digital solutions. There is a clear trend of increasing interest in digitalization, customers increasingly preferring innovative solutions that allow them to easily and efficiently manage financial services in the digital environment such as: virtual cards, lending, insurance and investment products.

Significant investments have been made in technology, especially in recent years, and the same approach will continue from now on. BT wants to have – at the same time – the best applications, but also the best network of units in Romania.

**ANNEX:** The present report has attached the copies of the following documents:

1. Interim condensed consolidated and separate financial statements prepared in accordance with IAS 34 “Interim Financial Reporting” as endorsed by the European Union:
  - Interim Consolidated and Separate Statement of Profit or Loss and Statement of Other Comprehensive Income;
  - Interim Consolidated and Separate Statement of Financial Position;
  - Interim Consolidated and Separate Statement of Changes in Equity;
  - Interim Consolidated and Separate Statement of Cash Flow;
  - Notes to the Interim Condensed Consolidated and Separate Financial Statements;
2. The statement of the Deputy CEO of Banca Transilvania assuming the responsibility for the preparation of the interim condensed consolidated and separate financial statements for the period ended on March 31, 2025;

**Note:** The financial statements for the periods ended March 31 are not audited nor revised.

**CHAIRMAN OF THE  
BOARD OF DIRECTORS  
HORIA CIORCILĂ**

**CHIEF EXECUTIVE OFFICER  
ÖMER TETİK**

**SHAREHOLDERS STRUCTURE AT  
31.03.2025**

<b>EXPLANATIONS</b>	<b>No. of holders</b>	<b>No. Shares</b>	<b>Percentage%</b>
<b>ROMANIAN CAPITAL</b>	<b>66,041</b>	<b>727,695,616</b>	<b>79.37</b>
Individuals	65,220	224,860,342	24.52
Companies	821	502,835,274	54.84
<b>of which Financial Investment Companies</b>	5	165,752,449	18.08
<b>FOREIGN CAPITAL</b>	<b>1,129</b>	<b>189,184,230</b>	<b>20.63</b>
Individuals	865	10,256,738	1.12
Companies	264	178,927,492	19.51
<b>TOTAL</b>	<b>67,170</b>	<b>916,879,846</b>	<b>100</b>

## STATEMENT

As per provisions the article 30 of the Accounting Law no. 82/1991, republished, we hereby state that we take full responsibility for preparing the annual financial statements as at March 31, 2025 and confirm that:

- a) The accounting policies used to prepare the interim condensed consolidated and separate financial statements are in accordance with the International Financial Reporting Standards as endorsed by the European Union (“IFRS”), applicable as at the reporting date March 31, 2025;
- b) The interim condensed consolidated and separate financial statements prepared as at March 31, 2025 present a true image of the assets, liabilities, statement of financial position, statement of profit or loss of Banca Transilvania;
- c) Banca Transilvania carries its business on an ongoing basis;
- d) The Interim Report has been prepared in accordance with the ASF Regulation no. 5/2018 and reflects the fair and complete information at the reporting date.

**DEPUTY CEO - CFO,**

**GEORGE CĂLINESCU**

May 14, 2025

Refer to the original signed  
Romanian version

Refer to the original signed  
Romanian version

---

TRANSLATOR’S EXPLANATORY NOTE: The above is provided as a free translation from Romanian which is the official and binding version