



No. 6960 /05.11.2020

To: **Bucharest Stock Exchange**
Financial Supervisory Authority
-Financial Instruments and Investments Sector

CURRENT REPORT

According to Law no. 24/2017 and F.S.A. Regulation no. 5/2018

Report date: 05.11.2020

S.I.F. Transilvania S.A.

Headquarters: 2, Nicolae Iorga Street, Brasov 500057

Telephone: +40 268 415529, 416171; Fax: +40 268 473215, 473216

Tax registration code: RO3047687

Order number in the Trade Register: J08/3306/92

Registration number in the NSC Register: PJR 09 SIIR/080004

LEI Code (Legal Entity Identifier): 254900E2IL36VM93H128

Subscribed and paid-in share capital: RON 216,244,379.70

Regulated market on which the issued securities are traded: Bucharest Stock Exchange (ticker: SIF3)

Important event to be reported: Clarifications regarding the eligibility conditions for candidates to the position of Supervisory Board member

Regarding the request of a group of shareholders, as presented in the Current Report no. 6931 dated 04.11.2020, we would like provide some clarifications regarding the "**Eligibility conditions for candidates to the position of member of the Supervisory Board of S.I.F. Transilvania S.A. and the content of the application file**". This document is grounded on the diligence of the company's management in respect to the application of the corporate governance principles, in the letter and spirit of the law.

By reference to legal aspects, we mention that the document "*Eligibility conditions for candidates to the position of member of the Supervisory Board of S.I.F. Transilvania S.A. and the content of the application file*" complies with the provisions of the FSA Regulation no. 1/2019, Law no. 31/1991, BSE Corporate Governance Code, SIF Transilvania's Corporate Governance Regulation, as well as with the internal policies and procedures regarding the assessment of the adequacy of members of the management structure and of the persons holding key-functions within S.I.F. Transilvania, approved by the Supervisory Board of SIF Transilvania in December 2019.

As a result, through the content of the application file, SIF Transilvania neither affect nor restrict any person's right to be enrolled on the list of candidates for the position of member of the Supervisory Board.

The initial assessment of the Supervisory Board members elected by the General Meeting of Shareholders, together with all the application documentation, shall be submitted to the FSA, within the procedure regarding the assessment and approval of the Supervisory Board members. The exercise of the term of office by the Supervisory Board members shall be effective as of the date of authorization by the FSA of the Supervisory Board members.

In order to avoid any interpretation in respect to the content of this document, we provide the potential candidates with a series of clarifications intended to eliminate any allegations related thereto, i.e. to eliminate any difficulties that might arise in preparing the application file:

- ❖ In accordance with the above-mentioned document, available on the Company's website starting on 30.10.2020, under the *OGMS December 2020* section, the application file shall contain the following documents:

1. Proof of nomination for the position of member of the Supervisory Board;

2. Letter of Intent;
3. Curriculum vitae;
4. Declaration on the candidate's own responsibility indicating the cumulative fulfilment of the criteria laid down in the FSA Regulation no. 1/2019;
5. Copy of the candidate's ID;
6. Copy of education certificate and other relevant certificates;
7. Criminal record certificate;
8. Fiscal record certificate;
9. Declaration, under handwritten signature, drawn up in accordance with Annex no.1 to the FSA Regulation no. 1/2019;
10. Declaration on own responsibility drawn up in accordance with Annex no. 2;
11. Declaration on own responsibility drawn up in accordance with Annex no. 3;
12. Declaration on own responsibility drawn up in accordance with Annex no. 4;
13. List of executive and non-executive positions;
14. Declaration on own responsibility regarding the existence/non-existence of a significant conflict of interest;
15. List of persons who can provide references.

- ❖ Regarding the Declaration on the candidate's own responsibility indicating the **cumulative fulfilment of the criteria laid down in the FSA Regulation no. 1/2019**, we would like to mention that the detail contained therein is, in fact, the core of the processes and procedures regarding the adequacy of the persons assessed, as defined in art. 2 para. (2) letter (a) of the FSA Regulation no. 1/2019 (*adequacy - all the qualities and attributes based on which a person is deemed to have a good reputation and who has, both individually and collectively, together with other persons, as applicable, the knowledge, skills and experience necessary to fulfill the attributions specific for the position; adequacy also covers the honesty, integrity and independent thinking of each person, as well as his/her capacity to allocate sufficient time to fulfill his/her duties*).

As a result, through the content of the application file, **SIF Transilvania neither affect nor restrict any person's right to be enrolled on the list of candidates for the position of member of the Supervisory Board**, with the mention that the assessment of the initial adequacy of the candidates to the position of Board member – an integral part of the application file – falls within the attributions of the Supervisory Board of SIF Transilvania.

The company will inform the shareholders on the outcome of the individual initial assessment, through a current report to be published on the company's website on 16.11.2020. Therefore, the shareholders will be able to cast their vote in full knowledge, based on the outcome of the objective analysis of the criteria for the initial assessment of candidates.

Marius-Adrian Moldovan
Executive President/CEO

Radu-Claudiu Rosca
Executive Vice President/Deputy CEO

Loredana - Floriana Baston
Compliance Officer