

**NOTICE**  
**REGARDING THE TENDER OFFER FOR SHARES ISSUED BY**  
**TRANSILVANIA INVESTMENTS ALLIANCE S.A. AT THE PRICE OF RON 0.32/SHARE**

**Name and registered office of the targeted company**

The targeted company is TRANSILVANIA INVESTMENTS ALLIANCE S.A., a company incorporated and operating in accordance with the Romanian laws, having its registered office in Brasov, Str. Nicolae Iorga nr. 2, jud. Brasov, registered with the Trade Register Office under number J08/3306/92, and having the sole registration code 3047687, share capital: RON 216,244,379.70 divided into 2,162,443,797 registered ordinary shares, issued in dematerialized form, having a par value of RON 0.10/share, each share granting equal rights. The shares issued by the Issuer are traded on the Regulated Market administered by Bursa de Valori Bucuresti S.A. ("B.S.E."), Premium category, since 1 November 1999, under current symbol TRANSI and ISIN code ROSIFCACNOR8. The LEI (Legal Entity Identifier) code of the Issuer is 254900E2IL36VM93H128.

Summary structure of the consolidated register of the shareholders of TRANSILVANIA INVESTMENTS ALLIANCE S.A. as at 25.08.2023:

<b>Shareholder</b>	<b>No. of shares</b>	<b>% of the share capital</b>
Resident individuals	1,085,806,291	50.2120
Non-resident legal entities	37,508,448	1.7345
Non-resident individuals	12,119,959	0.5605
Resident legal entities	1,027,009,099	47.4930
<b>TOTAL</b>	<b>2,162,443,797</b>	<b>100%</b>

**Name and registered office of the Bidder**

The Bidder is TRANSILVANIA INVESTMENTS ALLIANCE S.A., a company incorporated and operating in accordance with the Romanian laws, having its registered office in Brasov, Str. Nicolae Iorga nr. 2, jud. Brasov, registered with the Trade Register Office under number J08/3306/92, and having the sole registration code 3047687, share capital: RON 216,244,379.70 divided into 2,162,443,797 registered ordinary shares, issued in dematerialized form, having a par value of RON 0.10/share, each share granting equal rights. The shares issued by the Issuer are traded on the Regulated Market administered by Bursa de Valori Bucuresti S.A. (B.S.E.), Premium category, since 1 November 1999, under current symbol TRANSI and ISIN code ROSIFCACNOR8. The LEI (Legal Entity Identifier) code of the Issuer is 254900E2IL36VM93H128.

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<b>TOTAL</b>	<b>2,162,443,797</b>	<b>100%</b>

### **Number, percentage and class of securities subject of the Tender Offer and the offered price**

The tender offer concerns a number of 2,237,161 registered ordinary shares, issued in dematerialised form, evidenced by registration into account, with a par value of RON 0.1 each and representing 0.1035% of the shares issued by the targeted Company.

The purchase of shares was approved by the Extraordinary General Meeting of Shareholders of the Issuer no. 1/28.04.2022 and by the Executive Board Decisions of 17.08.2022, 06.01.2023 and 18.08.2023, and has the purpose of distributing the repurchased shares, free of charge, to the members of the Supervisory Board, the Executive Board and the identified personnel within a Stock Option Plan program, in accordance with the remuneration policy approved at company level.

The price offered by the Bidder is RON 0.32/share.

The price was established in accordance with the provisions of Law no. 24/2017 on issuers of financial instruments and market operations, republished, and F.S.A. Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented.

### **Name of the tender offer intermediary**

The company that is intermediating the Tender Offer is S.S.I.F. ESTINVEST S.A., a financial investment service company, with the registered office in Focsani, Strada Republicii nr. 9, telephone no. 0237/238900; fax 0237/237471, registered with Vrancea Trade Register Office under no. J39/663/1995, Sole Registration Code: 8017326, authorised by CNVM (National Securities Commission) under Resolution no. 2668/05.08.2003.

### **Number of shares issued by the targeted company which are owned by the bidder and the group of persons with whom it acts in concert**

The Bidder holds in its own name 5,762,839 shares issued by TRANSILVANIA INVESTMENTS ALLIANCE S.A., representing 0.26649659% of the share capital of the Issuer, and together with the persons with whom it acts in concert, it holds 74,250,080 shares issued by TRANSILVANIA INVESTMENTS ALLIANCE S.A., representing 3.43361895% of the share capital of the Issuer.

### **Statement that a tender offer document has been drawn-up and where it can be obtained**

The related Tender Offer Document has been drawn-up and it is available for consultation by the shareholders of TRANSILVANIA INVESTMENTS ALLIANCE S.A. free of charge, in hard-copy, at the head office of the Intermediary, SSIF ESTINVEST S.A. Focsani, Bd. Republicii nr. 9, jud. Vrancea from the date of publication of the tender offer notice until the last day of the Tender Offer Period, or in electronic format, on the website of Bucharest Stock Exchange ([www.bvb.ro](http://www.bvb.ro)), of the Tender Offer Intermediary ([www.estinvest.ro](http://www.estinvest.ro)) and of the Bidder ([www.transilvaniainvestments.ro](http://www.transilvaniainvestments.ro)).

### **Tender Offer period**

The Tender Offer Period is of 10 business days, between 03.10.2023 and 16.10.2023, and it shall be initiated on the fourth business day following the date on which the Tender Offer Notice is published, in print or online, in a daily national newspaper, as well as in a local newspaper, within the Issuer's territorial administrative area, and on the following websites [www.bvb.ro](http://www.bvb.ro), [www.transilvaniainvestments.ro](http://www.transilvaniainvestments.ro) and [www.estinvest.ro](http://www.estinvest.ro).

The approval of the tender offer document has no guarantee value, and it does not represent another form of assessment by F.S.A. of the opportunity, advantages or disadvantages, profit or risk which could entail

the transactions to be concluded by accepting the tender offer, which is the subject of the approval decision, or made as a result of the procedure subject to the notice. The approval decision certifies only that the tender offer document complies with the requirements of the law and of the rules adopted for its application.

**INTERMEDIARY,**  
S.S.I.F. ESTINVEST S.A. Focsani  
General Manager  
Lucian Ovidiu Isac

**BIDDER,**  
TRANSILVANIA INVESTMENTS ALLIANCE S.A.  
Executive President  
Radu-Claudiu Rosca